

NOTICE

NOTICE is hereby given that the 17th Annual General Meeting ('AGM') of the members of M/s Transaction Solutions International (India) Private Limited will be held on Wednesday, 21st September, 2022 at 04:00 p.m. (IST) at shorter notice, through video conference ("VC")/ other audio-visual means ("OAVM") facility, to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2022 including Balance Sheet as at March 31, 2022, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and the Auditors' Report thereon.

SPECIAL BUSINESS:

2. Appointment of Mr. Nicholas John Smedley as Director of the Company

To consider and if thought fit, to pass with or without modification(s), the following Resolution(s) as Ordinary Resolution(s):

"RESOLVED THAT pursuant to Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Nicholas John Smedley (DIN 09362851), who was appointed as an Additional Director on the Board of Directors ('Board') of the Company with effect from 18th October 2021 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give complete effect to this resolution."

3. Appointment of Mr. Simon Michael Joseph Vertullo as Director of the Company

To consider and if thought fit, to pass with or without modification(s), the following Resolution(s) as Ordinary Resolution(s):

"RESOLVED THAT pursuant to Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Simon Michael Joseph Vertullo (DIN 09520312), who was appointed as an Additional Director on the Board of Directors ('Board') of the Company with effect from 25th February 2022 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give complete effect to this resolution."

4. Appointment of Mr. Jason Mark Titman (09520842) as Director of the Company

To consider and if thought fit, to pass with or without modification(s), the following Resolution(s) as Ordinary Resolution(s):

“RESOLVED THAT pursuant to Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Jason Mark Titman (09520842), who was appointed as an Additional Director on the Board of Directors (‘Board’) of the Company with effect from 25th February 2022 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give complete effect to this resolution.”

5. To Increase Authorised Share Capital of the Company and consequent alteration of capital clause of the Memorandum of Association of the Company

To consider and if thought fit, to pass with or without modification(s), the following Resolution(s) as Ordinary Resolution(s):

RESOLVED THAT pursuant to the provisions of Section 13, 61, 64 and other applicable provisions of the Companies Act 2013 (‘the Act’) read with the relevant rules made thereunder, including statutory modifications or re-enactments thereof, enabling provisions of the Memorandum and Articles of Association of the Company and all other necessary approvals, consent, permissions and/ or sanction as may be required and subject to any conditions and modifications as may be prescribed or imposed by any regulatory authorities while granting such approvals, consents, permissions, or sanctions, approval of the Members of the Company be and is hereby accorded to increase the Authorised Share Capital of the Company from Rs. 200,00,00,000 (Rupees Two Hundred Crore only) divided into 20,00,00,000 (Twenty Crore) Equity Shares of face value of Rs. 10/- (Rupees Ten only) each to Rs. 300,00,00,000 (Three Hundred Crores only) divided into 30,00,00,000 (Thirty Crore) Equity Shares of face value of Rs. 10/- (Rupees Ten only) each, by creation of 10,00,00,000 (Ten Crore) Equity Shares of face value of Rs. 10/- (Rupees Ten only) each ranking pari passu in all respects with existing equity shares of the Company.

RESOLVED FURTHER THAT the existing Clause V of the Memorandum of Association of the Company be and is hereby altered by substitution of the following new clause in place of existing clause V:

“V. The Authorised Share Capital of the Company is Rs. 300,00,00,000 (Three Hundred Crores only) divided into 30,00,00,000 (Thirty Crore) Equity Shares of face value of Rs. 10/- (Rupees Ten only) each”

RESOLVED FURTHER THAT the Board be and is hereby authorized to take all such steps and to do all such acts, deeds, and things, as it may in its absolute discretion consider necessary, expedient, usual, proper or desirable or incidental to give effect to this resolution and settle any question, remove any difficulty or doubt that may arise from time to time in relation to the increase in the Authorised Share Capital and to take such actions or give such directions as the Board may consider necessary or desirable and to obtain any approvals, permissions, sanctions which may be necessary or desirable as the Board may deem fit.

RESOLVED FURTHER THAT the Board be and is hereby further authorized to delegate all or any of the powers herein conferred by this resolution to any Director(s) or to any Committee of Directors, as permitted under the law, to give effect to the aforesaid resolution.

6. Adoption of New Set of Articles of Association of the Company

To consider and if though fit, to pass with or without modification the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force), and subject to such other requisite approvals, if any, in this regard from appropriate authorities and terms(s), condition(s), amendment(s), modification(s), as may be required or suggested by any such appropriate authorities, and agreed to by the Board of Directors of the Company (hereinafter referred to as “Board” which term shall include any Committee), the consent of the members of the Company be and is hereby accorded to adopt new set of Article of Association in place of existing Articles of Association of the Company, copy of which is placed before the meeting.

RESOLVED FURTHER THAT the Board of Directors of the Company be is hereby authorized to do all acts, deeds, matters and things as may in their absolute discretion deem necessary, proper or desirable and to settle any question that may arise in this regard and to sign and execute and file all necessary documents, applications, returns, forms and writings as may be necessary, proper, desirable or expedient with the Registrar of Companies or such other authority as applicable.

7. Amendment in Memorandum of Association of the Company

To consider and if though fit, to pass with or without modification the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to Section 13, 15 and other applicable provisions read with the rules and regulations made there under including any amendment, re-enactment or statutory modification thereof, and subject to such other requisite approvals, if any, in this regard from appropriate authorities and terms(s), condition(s), amendment(s), modification(s), as may be required or suggested by any such appropriate authorities, and agreed to by the Board of Directors of the Company (hereinafter referred to as “Board” which term shall include any Committee), consent of the members be and is hereby accorded to amend and substitute sub-clause (1) to (3) of Clause III (A) containing the “The Objects to be pursued by the Company on it’s Incorporation” with following sub-clause (1) to (3):

1. To carry on the business of setting up, owning, operating, and/ or deploying White Label and other ATMs across India that will provide banking and other permissible services to customers in India and acquisition of transactions of customers through technical connectivity with the existing authorised shared ATM Network Operators/ Card Payment Network Operators/ Other Payment Operators and systems and to set up, own and/ or commence business to operate ATMs in India as a ‘White Label ATM Operator’ or otherwise under any brand (whether owned by company/ third party) and provide any services to any ATM operator, deployer or owner and to provide and to otherwise generally deal in the ownership, deployment or operations of an ATMs and provision of any services for the financial delivery systems, payment systems and solutions for the ATM and/ or electronic transactions processing industry and professional and customer support services related to all or any of the above and to provide all or any of the services relating to deployment, ownership, networking and/ or management of ATMs and other electronic transaction terminals, devices and equipments and to operate as a Switch Provider, Switch Deployer & Operator, providing end to end ATM and Network Management and Field Related services including

Settlement Processing and Reconciliations, and to provide value added services such as advertising, ticketing and utility payments, etc.

2. To carry on business of providing on-line, Real time, Electronic transaction processes and switching services for financial and non-financial transactions from/to multiple delivery channels and payment systems and co-networks including Automates Teller Machines (ATM's), Point of Sale Terminals (POS), Internet payment gateway, Mobile, E-commerce etc. in India and overseas and to carry on business of purchase, sale, hire, lease of ATM/POS and ATM/POS deployment and management, ATM/POS sharing between the banks and domestic interchanges and International interchanges such as Mastercard, Visa and others, Value added services viz, Mobile Top-up, Utility bill pay ,Remittances, Payment Gateway etc, as an application service provider/third party processors to various banks and financial institutions and other vertical industries such as telcos, transportation, insurance etc, in India and overseas.

3. To carry on the business of providing solutions and services relating to online and offline payment systems through software and hardware technology products and facilitating mobile and Internet related payments, digital banking, telephone and IVR related payments, e-wallet, online remittance, money transfer services, payment collection and processing of payments.

RESOLVED FURTHER THAT the existing Clause III(B) containing the "Objects Incidental or Ancillary to the attainment of Main Objects" sub-clause no. 1 to 34 be and is hereby stands deleted and replaced by New Clause III (B) "Matters which are necessary for furtherance of the Objects specified in Clause III(A)" containing the sub-clause no. 1 to 3.

RESOLVED FURTHER THAT the existing Clause III(C) containing the "Other Objects" sub-clause no. 1 to 50 be and is hereby stands deleted in full.

RESOLVED FURTHER THAT the Board of Directors of the Company be is hereby authorized to do all acts, deeds, matters and things as may in their absolute discretion deem necessary, proper or desirable and to settle any question that may arise in this regard and to sign and execute and file all necessary documents, applications, returns, forms and writings as may be necessary, proper, desirable or expedient with the Registrar of Companies or such other authority as applicable.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

Item No. 2

Appointment of Mr. Nicholas John Smedley as Director of the Company

Mr. Nicholas John Smedley was appointed as an Additional Director of the Company with effect from 18th October, 2021, in accordance with the provisions of Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office only up to the date of the ensuing Annual General Meeting of the Company.

The Board is of the view that the appointment of Mr. Nicholas John Smedley on the Company's Board as Director is desirable and would be beneficial to the Company and hence it recommends the said Resolution for approval by the members of the Company.

The detailed statement as required under Secretarial Standard on General Meetings ('SS-2') alongwith profile of Mr. Nicholas John Smedley is enclosed herewith as Annexure-1.

The Board recommends the said resolution to be passed as an ordinary resolution.

None of the Directors of the Company/their relatives, except Mr. Nicholas John Smedley himself, is in any way financially or otherwise concerned or interested, in the said resolution. The provisions of and Key Managerial Personnel aren't applicable to the Company.

Item No. 3

Appointment of Mr. Simon Michael Joseph Vertullo as Director of the Company

Mr. Simon Micheal Joseph Vertullo was appointed as an Additional Director of the Company with effect from 25th February, 2022, in accordance with the provisions of Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office only up to the date of the ensuing Annual General Meeting of the Company.

The Board is of the view that the appointment of Mr. Simon Micheal Joseph Vertullo on the Company's Board as Director is desirable and would be beneficial to the Company and hence it recommends the said Resolution for approval by the members of the Company.

The detailed statement as required under Secretarial Standard on General Meetings ('SS-2') alongwith profile of Simon Micheal Joseph Vertullo is enclosed herewith as Annexure-1.

The Board recommends the said resolution to be passed as an ordinary resolution.

None of the Directors of the Company/their relatives, except Mr. Simon Micheal Joseph Vertullo himself, is in any way financially or otherwise concerned or interested, in the said resolution. The provisions of and Key Managerial Personnel aren't applicable to the Company.

Item No. 4

Appointment of Mr. Jason Mark Titman (09520842) as Director of the Company

Mr. Jason Mark Titman was appointed as an Additional Director of the Company with effect from 25th February, 2022, in accordance with the provisions of Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office only up to the date of the ensuing Annual General Meeting of the Company.

The Board is of the view that the appointment of Mr. Jason Mark Titman on the Company's Board as Director is desirable and would be beneficial to the Company and hence it recommends the said Resolution for approval by the members of the Company.

The detailed statement as required under Secretarial Standard on General Meetings ('SS-2') alongwith profile of Mr. Jason Mark Titman is enclosed herewith as Annexure-1.

The Board recommends the said resolution to be passed as an ordinary resolution.

None of the Directors of the Company/their relatives, except Mr. Jason Mark Titman himself, is in any way financially or otherwise concerned or interested, in the said resolution. The provisions of and Key Managerial Personnel aren't applicable to the Company.

Item No. 5

Increase in Authorised Share Capital of the Company and consequent alteration of capital clause of the Memorandum of Association of the Company

The present Authorised Shares Capital of the Company is Rs. 200,00,00,000/- (Rupees Two Hundred Crore only) divided into 20,00,00,000 (Twenty Crore) Equity Shares of Rs.10/- (Rupees Ten Only) each.

Considering the business requirements and to enable the capital infusion in equity shares, the Company is required to increase the Authorised Share Capital to Rs. 300,00,00,000/- (Rupees Three Hundred Crores only) divided into 30,00,00,000 (Thirty Crores) Equity Shares of Rs.10/- (Rupees Ten only) each, by creation of 10,00,00,000 (Ten Crore) Equity shares of Rs. 10/- (Rupees Ten only) each aggregating Rs. 100,00,00,000/- (Rupees Hundred Crores only). Consequently, the capital clause as appearing in the Memorandum of Association of the Company is also required to be altered to reflect the increased Authorised Share Capital.

As per provisions of Sections 13, 61 and 64 of the Companies Act 2013 ('the Act') read with Articles of Association of the Company, the proposed increase in Authorized Share Capital requires the approval of members in general meeting by way of Ordinary Resolution.

A copy of the Memorandum of Association of the Company together with the proposed alterations is available for inspection by the Members of the Company at the Registered Office between 11.00 a.m. to 1.00 p.m. on any working day of the Company.

The Board of Directors recommends the passing of this Resolution by Ordinary resolution.

None of the Directors of the Company/their relatives is in any way financially or otherwise concerned or interested, in the said resolution. The provisions of and Key Managerial Personnel aren't applicable to the Company.

Item No. 6

Adoption of New Set of Articles of Association of the Company

The members may note that present Articles of Association of the Company is based on the provisions of the erstwhile Companies Act, 1956 ('Old Act'). Consequent to repeal of Old Act with introduction of the Companies Act, 2013 ('New Act'), it has become necessary to amend the existing Articles of Association of the Company to be in line with the New Act. The Articles of Association ("AoA") of the Company, as presently in force, are based on the Old Act and several Articles in the existing AoA are no longer in conformity with the New Act. Accordingly, the Board of Directors in its meeting held on

September 14, 2022 considered and approved the proposal to adopt new set of AoA and replace the existing AoA, subject to approval of shareholders of the Company.

A copy of the proposed amended AoA is available for inspection by the members at the registered office of the Company during normal business hours and same shall also be available for inspection during the Annual General Meeting of the Company.

As per Section 14 of the New Act, approval of the shareholders of the Company by way of a special resolution is required for alteration of Articles of Association of the Company. Hence, the resolution is proposed for approval of shareholders through special resolution.

Your Directors recommend the resolution proposed for the approval of shareholders by way of special resolution.

None of the Directors or their relatives is concerned or interested, financially or otherwise, in the resolution set out in the Notice. The provisions of and Key Managerial Personnel aren't applicable to the Company.

Item No 7

Amendment in Memorandum of Association of the Company

The members may note that the Company is presently engaged in the business of deployment of Automatic Teller Machines. In view of proposal of covering all the White Label ATM ('WLA') activities, which is conveniently and advantageously combined with the existing business activities, it is proposed to amend the main object clause of the Memorandum of Association ('MoA') of the Company.

Further, the object clause [Clause III (B) and Clause III (C)] of the MoA of the Company, as presently in force, is based on the Old Act. According to the New Act, the companies are required to have only "the objects to be pursued by the company and matters which are necessary for furtherance of the objects specified". Further in terms of provisions of the New Act i.e. Companies Act, 2013, the MoA shall not consist of other object clause. Therefore, it is considered expedient to amend the existing MoA to incorporate the aforesaid object clause as per the Companies Act, 2013.

Accordingly, the Board of Directors in its meeting held on September 14, 2022 considered and approved the proposal to amend MoA, subject to approval of shareholders of the Company.

A copy of the proposed amended MoA is available for inspection by the members at the registered office of the Company during normal business hours and same shall be also be available for inspection during the Annual General meeting of the Company.

As per Section 13 of the New Act, approval of the shareholders of the Company by way of a special resolution is required for amendment of Object Clause of Memorandum of Association of the Company. Hence, the resolution is proposed for approval of shareholders through special resolution.

Your Directors recommend the resolution proposed for the approval of shareholders by way of special resolution.

None of the Directors or their relatives is concerned or interested, financially or otherwise, in the resolution set out in the Notice. The provisions of and Key Managerial Personnel aren't applicable to the Company.

Annexure – 1

[Details of Directors as required under Secretarial Standard on General Meetings ('SS-2')]

Name of the Director	Mr. Nicholas John Smedley	Mr. Simon Michael Joseph Vertullo	Mr. Jason Mark Titman
Age (in years)	39	48	51
Qualification	Graduation/ Bachelor of Commerce	Chartered Accountant	Chartered Accountant and MBA
Experience	+14 Years	+20 Years	+20 Years
Terms and Condition of Appointment	Appointment approved by the Board on 18.10.2021 subject to the approval of Shareholders.	Appointment approved by the Board on 25.02.2022 subject to the approval of Shareholders.	Appointment approved by the Board on 25.02.2022 subject to the approval of Shareholders.
Details of remuneration to be paid	Nil	Nil	Nil
Details of Remuneration last drawn	Nil	Nil	Nil
Date of Appointment on the Board	18.10.2021	25.02.2022	25.02.2022
Shareholding in the Company	Nil	Nil	Nil
Relationship with other directors, Manager and Key Managerial Personnel	Nil	Nil	Nil
Number of Board Meeting attended during FY 2021-22	2	1	1

The brief profile of Directors are as under:

Nicholas John Smedley

Mr. Nicholas Smedley is an experienced Investment Banker and M&A advisor, with 14 years' experience at UBS and KPMG. He has worked on M&A transactions in the UK, Hong Kong, China and Australia with transactions ranging from the A\$9bn defence of WMC Resources through to the investment of \$65m into Catch.com.au.

Mr. Smedley currently oversees investments in the property, aged care, technology and medical technology space. Key areas of expertise include M&A, debt structuring, corporate governance and innovation.

He is Executive Chairman of Respi Limited (ASX: RSH) and a Non-Executive director of AD1 Holdings Ltd (ASX: AD1).

Mr. Smedley holds a Bachelor of Commerce from Monash University.

Mr. Simon Michael Joseph Vertullo

Simon Vertullo is an experienced Board Director and consultant working in situations that require a senior finance executive to provide strategic leadership for managing performance, transactions, risk and turnarounds. He has a background in restructuring and corporate advisory services with KMPG and then as a partner at KordaMentha.

Mr. Vertullo is a Chartered Accountant with significant exposure in listed and private company roles in complex situations in Asia, Europe and Australia. He was for a number of years the Chairman of an entity specialising in wifi analytics, software development and network installation prior to its public company buyout.

Mr. Vertullo holds a Bachelor of Commerce from the University of Queensland.

Mr. Jason Mark Titman

Jason Titman is a boutique investor who often takes an executive or board role to fast track the scale-up of the companies he invests in. He has extensive experience as an advisory board member, CEO/COO/CFO and he has been a key driver in companies that have created over \$300 million in value and exits for business partners, shareholders and founders.

Mr Titman is also a Chartered Accountant, holds an MBA from University of Queensland and for the past 3 years has been a guest lecturer with the UQ MBA Program on Corporate Governance and involved with the UQ Entrepreneurial and Ventures team across all faculties within the University.

Place: Delhi
Date: 14/09/2022

By Order of the Board
For Transaction Solutions International (India) Pvt Ltd

Seema Gupta
Company Secretary
Membership No.: A37799
C-15A, Aruna Park, Laxmi Nagar
Delhi-110092

NOTES

1. In view of the COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) has, vide General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 20/2020 dated May 5, 2020, and General Circular No. 02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 8, 2021, General Circular No. 21/2021 dated December 14, 2021 and General Circular No. 2/2022 dated May 5, 2022 (collectively “MCA Circulars”), permitted companies to conduct Annual General Meeting (AGM) through VC/OAVM Facility, which does not require physical presence of Members at a common venue. The deemed venue for the 17th AGM shall be Registered Office of the Company.
2. A statement pursuant to Section 102(1) of the Companies Act, 2013 (‘the Act’) relating to certain ordinary business and the special businesses to be transacted at the 17th AGM is annexed hereto. All documents referred to in the accompanying Notice and the Explanatory Statement shall be available for inspection
3. **GENERALLY, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD THROUGH VC / OAVM PURSUANT TO THE MCA CIRCULARS, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THE AGM AND HENCE THE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED HERETO.**
4. The Company has enabled the Members to participate at the 17th AGM through the VC facility provided by Zoom.us.

Join Zoom.us Meeting
Link: https://us02web.zoom.us/j/82305231424?pwd=aEtxNkEvYm1GNVQxTHo3SGtFNEFjQT09

The instructions for participation by Members are given in the subsequent paragraphs.

5. The attendance at the meeting through VC/OAVM shall be allowed through first-come-first-serve basis. However, it is not applicable for large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, Directors and the Auditors.
6. As per the provisions under the MCA Circulars, Members attending the 17th AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
7. Members joining the meeting through VC/OAVM, may cast their vote by show of hands in terms of MCA Circular.
8. The facility for joining the meeting shall be kept open at least 15 minutes before the time scheduled to start the meeting and shall not be closed till the expiry of 15 minutes after such scheduled time.
9. In case of any difficulties or if you need assistance, please contact Ms. Seema Gupta, Company Secretary at seema.gupta@tsiplc.com / Mob. +91 [8077513315](tel:8077513315)
10. The Members will be allowed to pose questions during the course of the meeting. The queries may be sent in advance at seema.gupta@tsiplc.com / Mob. +91 [8077513315](tel:8077513315)

11. Pursuant to the provision of the Act, voting on all matters considered at shareholders' Meeting shall be by way of show of hands, unless a demand for poll is made by any member in accordance with Section 109 of the Act. In line with the aforesaid MCA Circulars, the polling paper is being circulated along with the AGM Notice. Members attending the AGM through VC/OAVM are requested to convey their assent or dissent by sending the duly filled and signed polling paper, on items considered in the meeting by sending e-mails to the designated e-mails addressed of the Company. E-mail address is seema.gupta@tsiplc.com.
12. The results shall be declared at the meeting post counting of votes.
13. Corporate Members are required to provide to the Company Secretary a certified copy of the Board resolution authorizing their representative to attend the AGM through Video Conferencing "(VC)" or other audio visual means "(OAVM)" and vote on their behalf at seema.gupta@tsiplc.com.
14. In line with the MCA Circulars, the notice of the 17th AGM along with the Annual Report 2021-22 are being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories electronically. Members seeking to inspect such documents can send an email to seema.gupta@tsiplc.com
15. The explanatory statement of the Directors seeking appointment/ re-appointment at the 17th AGM are provided in this Notice. The Company has received the requisite consents/declarations for the appointment/ re-appointment under the Companies Act, 2013 and the rules made thereunder.
16. Since the AGM is held at shorter notice, the Company has received requisite consent of the members to convene the AGM at shorter notice.
17. As the 17th AGM is being held through VC, the route map is not annexed to this Notice.
18. All relevant documents referred to in the accompanying Notice, Memorandum of Association and Articles of Association and statutory registers will be available electronically for inspection by the members without any fee by the members from the date of circulation of this Notice up to the date of AGM and also during the AGM. Members seeking to inspect such documents can send an email seema.gupta@tsiplc.com in the same are also available at the Registered office of the Company
19. The notice of the AGM shall be available at the website of the Company on weblink - www.tsiplc.com.

By Order of the Board

Place: Delhi
Date: 14/09/2022

For Transaction Solutions International (India) Pvt Ltd



Seema Gupta
Company Secretary
Membership No.: A37799
C-15A, Aruna Park, Laxmi Nagar
Delhi-110092