

Notice is hereby given that the Twelfth Annual General Meeting of the Members of Legasis Services Private Limited (the "Company") will be held on Friday, September 28, 2018 at the Registered Office of the Company situated at Parinee Cresenzo, Office Nos. 12A-09 & 12A-09A, Plot No. C, 38/39, G block, Behind MCA Club, BKC, Bandra (E) Mumbai 400051 at 11.00 a.m. to transact the following business:

### AS ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company and the Report of the Board of Directors and Auditor, for the Financial Year ended March 31, 2018.

### AS SPECIAL BUSINESS:

2. To appoint Dr. Anant Vithal Sardeshmukh (DIN: 00383994) as an Independent Director of the Company:  
To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT, pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act, Dr. Anant Vithal Sardeshmukh (DIN: 00383994), who was appointed by the board of directors as an Additional Director under the category of Non-Executive Independent Director of the Company with effect from June 8, 2018 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as an Independent Director of the company to hold office for a term upto five consecutive years commencing from June 8, 2018.

RESOLVED FURTHER THAT, any of the Directors of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, expedient and incidental to give effect to the foregoing resolution, including filing of necessary forms with the Registrar of Companies, for his appointment."

By Order of the Board  
For Legasis Services Private Limited

Sd/-  
Arun Kulkarni  
Chairman  
DIN: 02624114

Date : September 25, 2018  
Place: Mumbai

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

The following statement sets out all material facts relating to the special business mentioned in the accompanying Notice:

### Item No 4:

The Board of Directors of the Company have appointed Dr. Anant Vithal Sardeshmukh as an Additional Director (Independent Director) of the Company to hold office for a period of five consecutive years, subject to consent by the Members of the Company at the ensuing Annual General Meeting (“AGM”).

As an Additional Director, Dr. Sardeshmukh holds office till the date of the AGM and is eligible for being appointed as an Independent Director and he shall not be liable to retire by rotation.

The Company has received a declaration from Dr. Sardeshmukh confirming that he meets the criteria of independence as prescribed under the Companies Act, 2013. Dr. Sardeshmukh is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director of the Company. In the opinion of the Board, Dr. Sardeshmukh fulfils the conditions for his appointment as an Independent Director as specified in the Act and he is independent of the management.

Dr. Sardeshmukh has a Master’s degree in Labour Welfare and Industrial Relations, from Bombay Labour Institute and a Master’s in Business Administration (“MBA”) from the USA with special emphasis on Finance and Marketing. He has received Ph.D. from Pune University in Management and in the area of MSME.

He has over 30 years of experience in Corporate Finance, Project Finance, Non-Banking Finance especially in Lease and Hire Purchase, Consumer Finance and Banking. He has worked at senior positions for companies such as Bajaj Auto Finance Ltd., 20th Century Kinetic Finance Ltd., Deepak Nitrite Ltd., FDC Ltd. He is a trained Corporate and Management trainer.

He is a Governing Council Member for various industrial bodies like the MSME Facilitation Council, Government of Maharashtra, State Level Committee on Standardization of Quality Systems, GOM, International Chamber of Commerce India, New Delhi. He is a Director on the Board of MKCL, Lean Manufacturing Cluster, MCCIA Electronic Cluster Foundation, White Goods cluster and Pune Restoration & Navigation Company. He is a recipient of “Top Management Consortium Excellence Award: 2014-15”, “Praj Maha Intreprenuer Award 2013” and “MITCON Excellence Award 2009”.

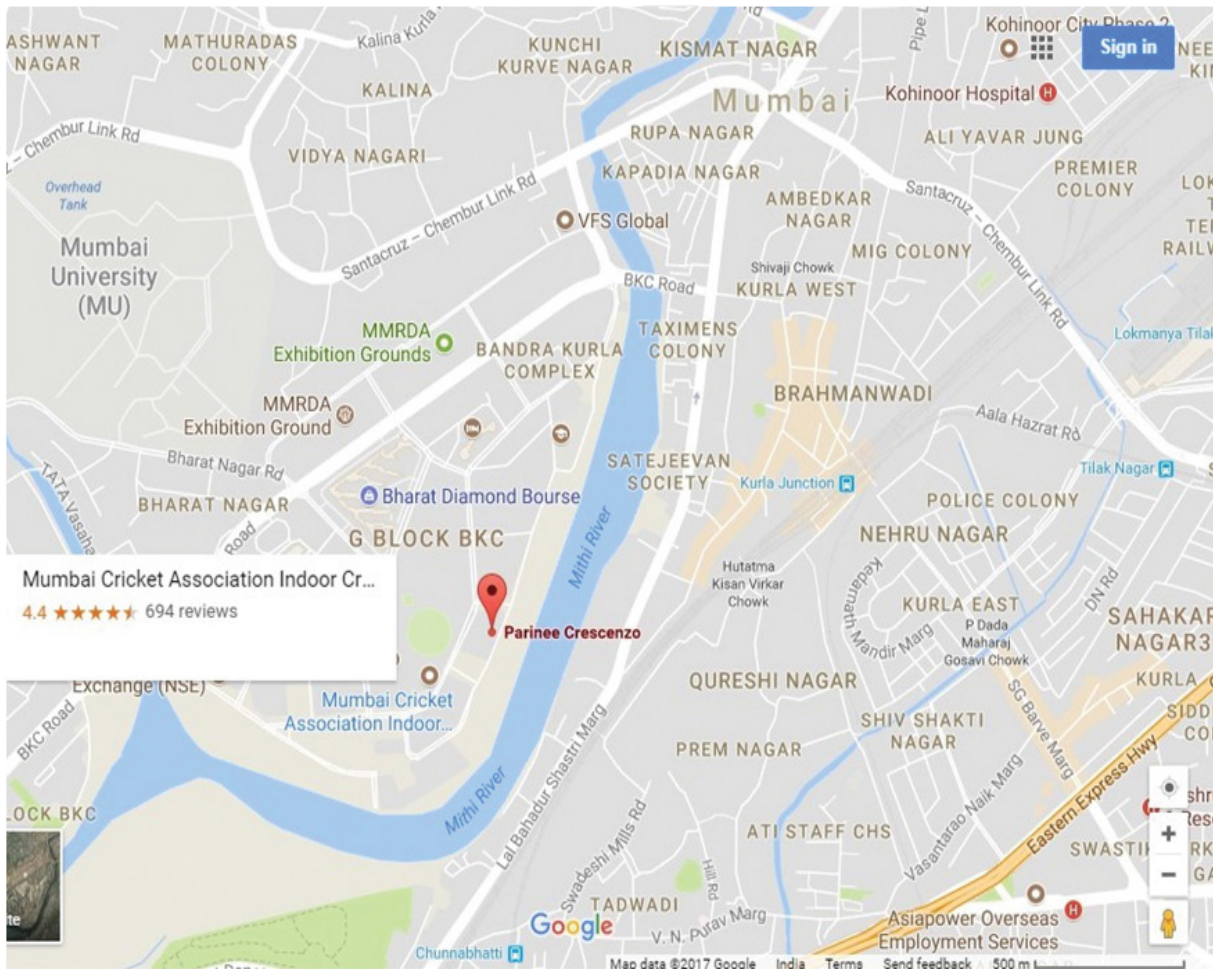
Dr. Sardeshmukh is also the Director General of Mahratta Chamber of Commerce, Industries and Agriculture, Pune and looks after overall management of the secretariat.

Dr. Sardeshmukh is not related to any other Director/Key Managerial Personnel of the Company. None of the Directors, Key Managerial Personnel and their relatives, except Dr. Sardeshmukh and his relatives, are in any way, concerned or interested in the said resolution. The resolution as set out in item No. 4 of this Notice is accordingly commended for your approval.

**Notes:**

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF /HERSELF AND PROXY SHOULD BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY AT THE REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE MEETING.

**ROUTE MAP:**



## PROXY FORM

FORM NO. MGT-11  
PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	U74140MH2006PTC160420
Name	Legasis Services Private Limited
Registered Office	Parinee Cresenzo, Office Nos. 12A-09 & 12A-09A, Plot No. C, 38/39, G block, Behind MCA Club, BKC (E) Mumbai 400051
Name of the Member (s)	
Email ID	
Folio No. /Client ID	

I / We, being the member (s), holding \_\_\_\_\_ Equity shares of the above named Company, hereby appoint

1. Name:

Address:

Email ID:

Signature:

or failing him

2. Name:

Address:

Email ID:

Signature:

or failing him

3. Name:

Address:

Email ID:

Signature:

or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Eleventh Annual General Meeting of the Company to be held on Friday, September 28, 2018 at the Registered Office of the Company situated at Parinee Cresenzo, Office Nos. 12A-09 & 12A-09A, Plot No. C, 38/39, G block, Behind MCA Club, BKC (E) Mumbai 400051 at 11.00 a.m., and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Vote (See Note 2)	
		For	Against
Ordinary Business			
1.	To receive, consider and adopt the Standalone and Consolidated Financial Statements of the Company and the Report of the Board of Directors and Auditor, for the Financial Year ended March 31, 2018.		
2.	To appoint Dr. Anant Vithal Sardeshmukh (DIN: 00383994) as an Independent Director:		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2018

\_\_\_\_\_  
Signature of Shareholder

Affix Revenue  
Stamp

\_\_\_\_\_  
Signature of Proxy holder

Note:

1. This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. It is optional to put a "X" in the appropriate column against the Resolutions indicated in the Box. If you leave the "For" or "Against" column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he / she may deem appropriate.