

SHORTER NOTICE OF THE TENTH ANNUAL GENERAL MEETING8th November 2021

To

The Members**Deloitte Haskins & Sells LLP, Chartered Accountants, and****The Board of Directors**

NOTICE IS HEREBY GIVEN THAT THE TENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF ELLUCIAN HIGHER EDUCATION SYSTEMS INDIA PRIVATE LIMITED (“COMPANY”) IS FIXED TO BE HELD AT 11:00 A.M. ON WEDNESDAY, 10th NOVEMBER 2021 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 1st AND 4th FLOOR, CAMPUS 5B, RMZ ECO WORLD, SEZ DEVARABISANAHALLI, MARATHALLI OUTER RING ROAD, BANGALORE – 560103, TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. **To receive, consider, approve and adopt the Audited Financial Statement of the Company for the Financial Year ended on 31st March 2021 together with the Reports of Auditors and Directors thereon**

To consider and if thought fit, to pass, with or without modification, the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** the Audited Financial Statement of the Company which includes the Balance Sheet as on 31st March 2021, the Statement of Profit & Loss and Cash Flow Statement for the Financial Year ended on 31st March 2021 along with the Schedules and Notes appended thereto, Boards’ Report and the Auditor’s Report thereon, be and are hereby received, considered, approved and adopted.”

2. **To appoint Deloitte Haskins & Sells LLP, Chartered Accountants having (Firm Registration No. 117366W/W-100018) as the Statutory Auditors of the Company**

To consider and if thought fit, to pass, with or without modification, the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time, approval of the members be and is hereby accorded for appointing Deloitte Haskins & Sells LLP, Chartered Accountants bearing Firm Registration No. 117366W/W-100018 and having their office at Prestige Trade Tower, Level 19, 46, Palace Road, High Grounds, Bengaluru- 560001, as the Statutory Auditors of the Company for a term of five (5) years commencing from the conclusion of Tenth Annual General Meeting till the conclusion of Fifteenth Annual General Meeting, on such terms of remuneration as may be fixed by Board of Directors of the Company in consultation with the Statutory Auditors., apart from the re-imbusement of out of pocket expenses and applicable taxes.”

“**RESOLVED FURTHER THAT** any of the Directors of the Company be and are hereby *severally* authorized to file the necessary e-Forms with the jurisdictional Registrar of Companies and do all such acts, deeds, things and matters as may be deemed expedient to give effect to the aforementioned resolution.”

For Ellucian Higher Education Systems India Private Limited



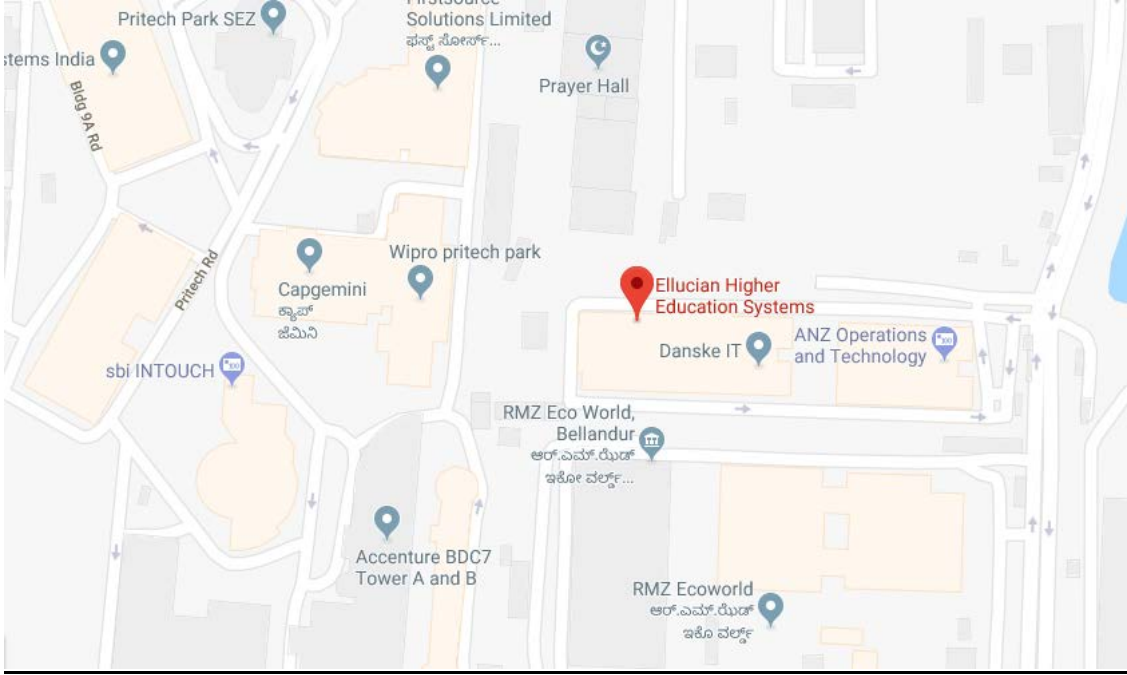
Jennifer Fasano

Authorized Signatory

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy, who need to be a member of the Company, to attend and vote instead of himself. Proxies in order to be effective must be lodged with the Company at least 48 hours before the meeting. A person can act as a proxy on behalf of members not exceeding 50 (fifty) and holding in aggregate not more than 10% of the total share capital of the company carrying voting rights. A member holding more than 10% of the paid up share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. The Proxy Form is annexed hereto as **Annexure I**.
2. Members are requested to accord requisite consent in accordance with the proviso to Section 101 (1) of the Companies Act, 2013 for calling for this Tenth Annual General Meeting of the Company at a shorter notice.
3. The documents related to matters set out in the Notice shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 a.m. to 6.00 p.m.) on all working days up to and including the date of the Tenth Annual General Meeting of the Company.
4. Entry to the place of meeting will be regulated by an Attendance Slip, which is annexed hereto as **Annexure II** to the Notice. Members/Proxies attending the meeting are kindly requested to complete the enclosed Attendance Slip and affix their signature at the place provided thereon and hand it over at the entrance.
5. Route map and land mark details for the venue of Tenth Annual General Meeting of the Company are as below:

Landmark:



ANNEXURE -I**PROXY FORM - MGT-11**

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

Name of the Company: Ellucian Higher Education Systems India Private Limited

CIN No.: U72900KA2011FTC061421

Registered Office: 1st & 4th Floor, Campus 5B, RMZ Eco World SEZ, Devarabisanahalli, Marathalli Outer Ring Road, Bangalore – 560103

Name of the Member (s): _____ residing at/having registered office at _____ & E-mail Id: _____ bearing Folio No. _____.

I/ We, being the member(s) of _____ (In words _____) equity shares of Ellucian Higher Education Systems India Private Limited hereby appoint –

1. Name: _____
Address : _____
E-mail Id: _____ Signature: _____, or failing him / her

2. Name: _____
Address : _____
E-mail Id: _____ Signature: _____, or failing him / her

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Tenth Annual General Meeting of the Company, to be held at 11:00 a.m. on Wednesday, 10th November 2021 at the Registered Office of the Company situated at 1st & 4th Floor, Campus 5B, RMZ Eco World SEZ, Devarabisanahalli, Marathalli Outer Ring Road,

Bangalore – 560103 and at any adjournment thereof, in respect of resolutions set out in the Notice convening the meeting.

**Affix Re. 1
Revenue**

Signed this ____ day of November 2021

Signature of Shareholder (s)

Signature of Proxy Holder (s)

Note: This form of proxy in order to be effective, should be duly stamped, executed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.

ANNEXURE - II**ATTENDANCE SLIP**

(Please complete this attendance slip and hand it over at the entrance of the venue)

I hereby record my presence at the Tenth Annual General Meeting of the Company held at 11:00 a.m. on Wednesday, 10th November 2021 at the Registered Office of the Company situated at 1st & 4th Floor, Campus 5B, RMZ Eco World SEZ, Devarabisanahalli, Marathalli Outer Ring Road, Bangalore – 560103

Full Name of the Shareholder/ Authorized Representative: _____
residing at/having registered office at _____

Folio No. _____.

No. of Shares held: _____ (*In words* _____)

Name of Proxy (if any): _____

Signature of the Shareholder/Proxy/Corporate Representative*

* Strike out whichever is not applicable