

NOTICE

Notice is hereby given that the 6th Annual General Meeting of the Members of Amwoodo Eco Products Private Limited will be held on Saturday, 29th day of November, 2025 at 11.15 A.M through Video Conference mode, to transact the following business:

ORDINARY BUSINESS:

Item No. 1:

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2025 and Statement of Profit & Loss Account for the Financial Year ended 31st March 2025 and the reports of Board and Auditor thereon.

Item No. 2:

To consider and approve the re-appointment of **M/s. S R P C & CO LLP**, Chartered Accountants, Bangalore (FRN: S000118) having office at No. 3/a, 2nd Floor, Umang, Mahanta Layout, Behind Shanti Sagar Hotel, Bull Temple Road Cross, Bangalore, Karnataka – 560019. as the Statutory Auditors for the Company and in this regard, to consider and if thought to pass with or without modification, the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to section 139, 141, 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, and subject to the approval of the members in its Sixth Annual General Meeting, **M/s. S R P C & CO LLP**, Chartered Accountants, (FRN: S000118) having office at No. 3/a, 2nd Floor, Umang, Mahanta Layout, Behind Shanti Sagar Hotel, Bull Temple Road Cross, Bangalore, Karnataka – 560019 be and are hereby re-appointed as Statutory Auditor of the Company for a term of five years to hold office from the conclusion this Annual General Meeting till the conclusion of the 11th Annual General Meeting to be held in the year 2030, of the Company to conduct statutory audit of the Company at a remuneration to be mutually decided by the Board in consultation with them.”

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary in this behalf.”



Amwoodo Eco Products Private Limited

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E-mail : amwoodo01@gmail.com

CIN: U74999WB2019PTC231454

SPECIAL BUSINESS:

ITEM NO. 1: APPROVAL FOR AMENDMENT OF THE EXISTING ARTICLES OF ASSOCIATION OF THE COMPANY:

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

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and based on the approval of the Board dated vide resolution dated 6TH day of November 2025, the draft of the Amended and Restated Articles of Association (**"Restated Articles"**), incorporating the terms of the amended agreement dated 29th day of October, 2025 to the Shareholder Agreement 12th day of April, 2025 executed by and amongst the Company, Mr. Agni Mitra, Mr. Avijit Rajak, Mr. Sourav Dey (**"Promoters"**) Ms. Anindiya Sen Gupta, Jasbir Singh Juneja (**"other Shareholders"**), Rainmatter Climate Investments (through partner Rainmatter Capital Private Limited), Upaya Social Venture and Caspian Leap for Agriculture Fund (Category II AIF) Acting through its investment manager Caspian Impact Investment Adviser Private Limited) (**"Institutional Investor"**), Karan Poddar, Adventz Finance Private Limited, Shradha Agarwala, Harshvardhan Sethi, Vivek Lohia, Sandeep Jain . Rare Fam Holdings and , THINKUVATE FUND - I (Other Investors) and Amwoodo Eco Products Private Limited (**"Company"**), tabled before the shareholders be and is hereby approved, by way of special resolution, and the existing articles of association of the Company be and is hereby repealed and substituted with the Restated Articles.

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally authorised to (i) sign and file all the necessary forms and other necessary documents as may be required by the statutory authorities including, the Registrar of Companies, (ii) do all such acts and deeds that may be required for the purpose of adopting the Restated Articles, and (iii) authorize such person or persons to give effect to the above resolutions and to liaise with concerned authorities with regard to the same.

RESOLVED FURTHER THAT a copy of the above resolution certified to be true by any Director of the Company be furnished to the requisite statutory authorities or to any other person concerned or interested in the matter."

ITEM NO. 2: REGULARIZATION OF MRS. VIJAYALAKSHMI N M. (DIN: 10205020) AS A DIRECTOR OF THE COMPANY (DESIGNATED AS NON EXECUTIVE DIRECTOR)

To consider regularisation of Mrs. Vijayalakshmi N M (DIN: 10205020) as a non-executive director and if thought fit, to pass with or without modifications, the following resolution as ordinary resolution:

"RESOLVED THAT pursuant to Section 152, 161 and other applicable provisions (including any modification or re-enactment thereof for the time being in force), Rules made there under and Article of Association of the Company, Mrs. Mrs. Vijayalakshmi N M (DIN: 10205020), who was appointed as an Additional Director (Designated as Non-Executive) by the Board of



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Directors with effect from 6th day of Novmeber, 2025 and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as a Non-executive Director of the Company.

RESOLVED FURTHER THAT any one Director of the company be and is hereby authorised severally to do all acts including filing Forms to Registrar of Companies and to take all such steps as may be necessary, proper or expedient to give effect to the foregoing resolution."

FOR, AMWOODO ECO PRODUCTS PRIVATE LIMITED

Amwoodo Eco Products Private Limited

Avijit Rajak
Director

AVIJIT RAJAK

DIRECTOR

DIN: 08687545

Address: 39A, Gobinda Bose Lane, Bhowanipore, Kolkata - 700 025

Date : 06-11-2025

Place : Kolkata



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NOTES:-

1. The explanatory statement pursuant to section 102 (1) of the companies act, 2013 in respect to the meeting is annexed for special business to transact at the Annual General Meeting.
2. In view of the ongoing COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA"), vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, Circular No. 02/2021 dated January 13, 2021, General Circular No. 02/2022 dated May 5, 2022 and General Circular No.09/2023,25.09.2023, Circular dated 19.09.2024 and General Circular No. 03/2025 (collectively "**MCA Circulars**") have permitted companies to conduct AGM through VC or other audio visual means, subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA Circulars, applicable provisions of the Companies Act, 2013 and rules made thereunder, the 06TH AGM of the Company is being convened and conducted through VC. The registered office of the Company shall be deemed to be the venue for the AGM.
3. In continuation to this Ministry's General Circular No. 20/2020 dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022, General Circular No.09/2023 dated 25.09.2023, General Circular No. 09/2024 and General Circular No. 03/2025 dated 22.09.2025 after due examination, it has been allowed to the companies whose AGMs are due in the Year 2024 or 2025, to conduct their AGMs through VC or other audio visual means till further orders from the government, subject to compliance of various conditions mentioned therein and in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.
4. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, is annexed for the aforesaid items of Special Business.
5. Since this AGM is being held through VC / OAVM, pursuant to MCA Circulars, physical attendance of the members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM. Hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
6. In compliance with the aforesaid MCA Circulars notice of the AGM along with the Annual Report is being sent only through electronic mode to those members whose email addresses are registered with the Company / Depositories.
7. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.



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8. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.
9. Members may note that the 06th AGM of the Company will be convened through VC/OAVM in compliance with the applicable provisions of the Companies Act, 2013, read with the MCA Circulars. The link to attend the meeting through VC will be provided by the Company on the registered email ids of the shareholders
10. A Corporate Member intending to send its authorised representatives to attend the Meeting in terms of Section 113 of the Companies Act, 2013 is requested to send to the Company a certified copy of the Board Resolution authorizing such representative to attend and vote on its behalf at the Meeting.
11. Members can participate in the AGM through their desktops / smartphones / laptops etc. However, for better experience and smooth participation, it is advisable to join the meeting through desktops /laptops with high-speed internet connectivity.

FOR, AMWOODO ECO PRODUCTS PRIVATE LIMITED

Amwoodo Eco Products Private Limited

Avijit Rajak
Director

AVIJIT RAJAK

DIRECTOR

DIN: 08687545

**Address: 39A, Gobinda Bose Lane, Bhowanipore,
Kolkata - 700 025**

Date:06-11-2025

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ANNEXURE - 1

EXPLANATORY STATEMENT AS PER THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO: 1

In order to incorporate the terms of the Amended and Restated Articles of Association (**Re-stated Articles**) incorporating the terms of the amended agreement dated 29th day of October, 2025 to the Shareholder Agreement dated 12th day of April, 2025 executed by and amongst the Company, Mr. Agni Mitra, Mr. Avijit Rajak, Mr. Sourav Dey (**"Promoters"**) Ms. Anindiya Sen Gupta, Jasbir Singh Juneja (**"other Shareholders"**), Rainmatter Climate Investments (through partner Rainmatter Capital Private Limited), Upaya Social Venture and Caspian Leap for Agriculture Fund (Category II AIF) Acting through its investment manager Caspian Impact Investment Adviser Private Limited (**"Institutional Investor"**), Karan Poddar, Adventz Finance Private Limited, Shradha Agarwala, Harshvardhan Sethi, Vivek Lohia, Sandeep Jain . Rare Fam Holdings and , THINKUVATE FUND - I (Other Investors) and Amwoodo Eco Products Private Limited (**"Company"**), the existing articles of association of the Company (**"Articles"**) are required to be amended to incorporate the relevant terms and conditions of the above referred Shareholders Amended Agreement and such restated articles of association of the Company are required to be adopted in substitution of the existing Articles.

The provisions of the Companies Act, 2013 (including any statutory modifications(s) or re-enactment thereof, for the time being in force) require the Company to seek the approval of the members for alteration of its Articles by way of a Special Resolution.

Copy of restated Articles of Association is annexed herewith and would be available for inspection at the registered office of the Company on all working days between 10:00 am to 5:00 pm.

None of the Directors, key management personnel and/or their relatives, are in any way deemed to be interested or concerned in the resolution.

In view of above, the board of directors recommends the passing of the resolutions set out at Item No. 1 as a Special Resolution.

ITEM NO. 2:

Mrs. Vijayalakshmi N M, having (DIN: 10205020) , was appointed as an Additional Director on the board on 6th day of November, 2025 in terms of Section 161(1) of the Companies Act, 2013. Pursuant to Section 161 of the Companies Act, 2013, Mrs. Vijayalakshmi N M, having (DIN: 10205020) can hold office only up to the date of the ensuing Annual General Meeting of the company.

The Board is of the opinion that the appointment and presence of Mrs. Vijayalakshmi N M, having (DIN: 10205020) on the Board as the non-executive director will be desirable, beneficial and in the best interest of the Company.



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DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT AT THE ENSUING ANNUAL GENERAL MEETING:

Pursuant to Secretarial Standards issued by the Institute of Companies Secretaries of India

Name of Director	VIJAYALAKSHMI N M
Director Identification No.	10205020
Age	42 years
Date of Birth	August 9, 1983
Date of First Appointment	06-11-2025
Qualification	Member of Institute of Chartered Accountants of India. Membership No: 216043
Experience	18 Years
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid and the remuneration last drawn by such person	Terms and conditions of re-appointment will be as per decided by the Board. Monthly remuneration sought to be paid - NIL Monthly Remuneration last drawn- NIL
Shareholding in the company	NIL
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	N.A
Other Directorships Membership/Chairmanship of Committees of other Boards	Director in Aarusha Homes Private Limited

Mrs. Vijayalakshmi N M, (DIN: 10205020) is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given her consent to act as Director.

The Board recommends the resolution set out in item no. 2 of the accompanying notice for approval and adoption of the Members. A copy of the resolution will be available for inspection between 9:00 A.M. to 05:00 P.M. on all working days (Monday to Friday) at the registered office of the company.

None of the Directors of the company except **Vijayalakshmi N M** is concerned or interested in the proposed resolution.



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