

NOTICE ANNUAL GENERAL MEETING

To,


**All the Directors;
All Shareholders; and
Statutory Auditors of the Company**

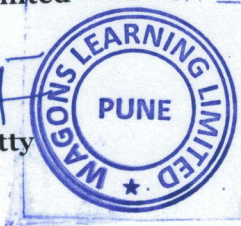
Notice is hereby given that an Annual General Meeting of the members of **Wagons Learning Limited** (hereinafter to be referred as "Company") is scheduled to be held at shorter notice on Monday, September 30, 2024 at 11:30 A.M at the registered office of the No-302, Tower 2, Montreal Business Center, pallod Farms, Baner, Pune-411045.

ORDINARY BUSINESS:

1. To consider and adopt the Annual Audited financial statements of the Company for the financial year ended March 31, 2024, consisting of the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement and notes thereon, together with the reports of the Board of Directors and Auditors thereon.
2. Regularisation of appointment of Sumit Ranka & Associates a Chartered Accountants peer reviewed firm (FRN: 147837w) as statutory auditor of the company for a period of Five Year from conclusion of the ensuing AGM to the conclusion of AGM to be held in the financial year 2028-2029.
3. Re-appointment of a Director in place of Mr. Uday Jagannath Shetty (DIN: 03424377) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.

**For and on behalf of the Board
Wagons Learning Limited**


Uday Jagannath Shetty
Chairman
DIN:03424377



**Date: 24/09/2024
Place: Pune**

WAGONS LEARNING LIMITED

CIN: U93000PN2013PLC149316

Regd. Office: Office No.302, Tower 2, Montreal Business Center, Pallod Farms, Baner, Pune- 411045 (Maharashtra, INDIA)

E-Mail: contact@wagonslearning.com Contact: 8149006055 Website: www.wagonslearning.com

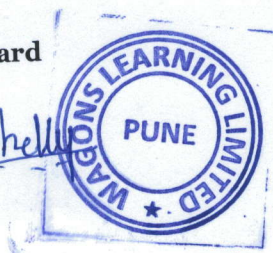
Notes:

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING ("AGM") IS ENTITLED TO APPOINT A PROXY, OR WHERE THAT IS ALLOWED, ONE OR MORE PROXIES, TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND SUCH PROXY NEED NOT BE A MEMBER. DULY STAMPED, SIGNED AND FILLED IN PROXY FORMS (COMPLETED IN ALL ASPECTS) SHALL BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY BEFORE THE AGM. THE PROXY FORM IS ANNEXED TO THIS NOTICE.

1. Corporate Members are requested to send at the Registered Office of the Company a duly certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorizing their representative to attend and vote at the Annual General Meeting.
2. Members/Proxy holders must bring the attendance slip to the Meeting and hand over at the entrance after signing the same.
3. Corporate Members intending to send their authorised representatives to attend the Meeting, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company, a certified copy of relevant Board Resolution together with the respective specimen signatures of those representative(s) authorised under the said resolution to attend and vote on their behalf at the Meeting.
4. Members are requested to intimate change in their address, if any, to the Company at its Registered Office.
5. Members are requested to quote folio numbers in all correspondence with the Company.
6. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is not applicable as company is discussing ordinary business.
7. All relevant documents referred to in the notice of AGM will be available for inspection at the registered office of the Company up-to the date of AGM during business hours.
8. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours on all working days.
9. The Annual General Meeting is being convened at shorter notice, therefore, you are requested to provide consent for the same.

**For and on behalf of the Board
Wagons Learning Limited**

Uday Jagannath Shetty
Chairman
DIN:03424377



Date: 24/09/2024
Place: Pune

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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: U93000PN2013PLC149316

Name of the company: Wagons Learning Limited

Registered office: No-302, Tower 2, Montreal Business Center, pallod Farms, Baner,

Pune-411045

Name of the member(s) :

Registered address :

E-mail id :

Folio no./client ID :

DP ID :

Name of the member(s):

Registered address:

E-mail id :

Folio no./client ID :

DP ID :

I/We, being the member (s) of shares of the above-named company, hereby appoint

Name:

Address:

E-mail Id:

Signature:, or failing him

Name:

Address:

E-mail Id:

Signature:, or failing him

Name:

Address:

E-mail Id:

Signature:

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as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on Monday, September 30, 2024 at 11.30 A.M at the registered office of the Company No-302, Tower 2, Montreal Business Center, Palled Farms, Baner, Pune-411045 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution:

1. **To consider and adopt the Annual Audited financial statements of the Company for the financial year ended March 31, 2024, consisting of the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement and notes thereon, together with the reports of the Board of Directors and Auditors thereon.**

Signed this..... day of.....2024

Signature of shareholder

Signature of Proxy holder(s)

2. **Regularisation of appointment of Sumit Ranka & Associates a Chartered Accountants peer reviewed firm (FRN: 147837w) as statutory auditor of the company**

Signed this..... day of.....2024

Signature of shareholder

Signature of Proxy holder(s)

3. **Re-appointment of a Director in place of Mr. Uday Jagannath Shetty (DIN: 03424377) who retires by rotation**

Signed this..... day of.....2024

Signature of shareholder

Signature of Proxy holder(s)

Note:

1. **PURSUANT TO THE PROVISION OF SECTION 105 OF THE COMPANIES ACT, 2013, A PERSON CAN ACT AS PROXY ON BEHALF OF NOT MORE THAN FIFTY (50) MEMBERS AND HOLDING IN AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY. MEMBERS HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY MAY APPOINT A SINGLE PERSON AS PROXY, WHO SHALL NOT ACT AS PROXY FOR ANY OTHER MEMBER. THE INSTRUMENT OF PROXY, IN ORDER TO BE EFFECTIVE, SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED, NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

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ATTENDANCE SLIP

Annual General Meeting

Monday 30, 2024; Time: 11.30 A.M.; No-302, Tower 2, Montreal Business Center, pallod Farms, Baner, Pune-411045

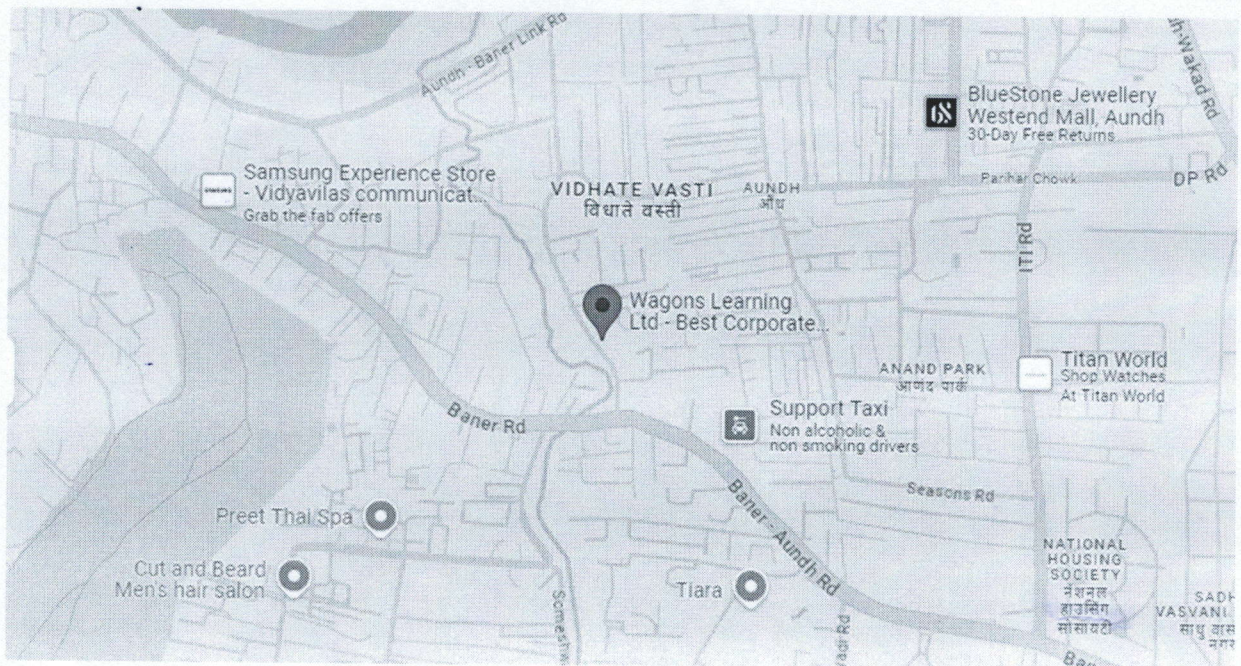
.....
Member's folio/DPID-Client ID NO.

.....
Member's/Proxy's name in Block Letters

.....
Member's/ Proxy's Signature

Note:

1. Bodies Corporate, whether a company or not, who are members, may attend through their authorised representatives appointed under Section 113 of the Companies Act, 2013. A copy of authorisation should be deposited with the Company.



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