



3C IT SOLUTIONS & TELECOMS (INDIA) LIMITED
(Formerly known as 3C IT SOLUTIONS & TELECOMS (INDIA) PRIVATE LIMITED)

To,

Date: August 31, 2024

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001

Scrip Code: 544190

Sub: Notice of 9th Annual General Meeting of the Company pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ref: Security Id: 3CIT / ISIN: INE0R7D01018

Dear Sir/Madam,

We wish to inform you that 9th Annual General Meeting ('AGM') of the Company will be held through video conference/ other audio-visual means on Saturday, 28th September, 2024 at 11.00 a.m. at the registered office of the Company situated at Flat No.104 & 105, Pavitra Enclave, Somwar Peth, Opp. Ladkat Petrol Pump, Pune 411011 (Deemed Venue) in compliance with the circulars issued by the Ministry of Corporate Affairs ('MCA'), Government of India and Securities and Exchange Board of India ('SEBI') and all other applicable laws.

Further, as per Notification issued by Ministry of Corporate Affairs dated 19th of March, 2015 with reference to the Companies (Management and Administration) Rules, 2014, Companies covered under Chapter XB and Chapter XC as per SEBI (ICDR) Regulations, 2018 will be exempted from e-voting provisions. Hence, the voting facility on all the agenda items as mentioned in the notice of the 9th AGM shall be conducted through google form via. designated email id. The notice of 9th AGM will also be available on the website of the Company at <https://3citsolutions.com/announcements/>

Kindly take note on your record.

Yours Faithfully,

For 3C IT Solutions & Telecoms (India) Limited

(Formerly known as 3C IT Solutions & Telecoms (India) Private Limited)

Authorized Signatory

Name: Ranjit Kulladhaja Mayengbam

Designation: Managing Director

DIN: 06929013

Address: Flat no. 302, Tiara-A, Palace Orchard Society, Undri, Pune, Maharashtra – 411060.

Place: Pune

NOTICE IS HEREBY GIVEN THAT THE 9TH ANNUAL GENERAL MEETING OF THE MEMBERS OF 3C IT SOLUTIONS & TELECOMS (INDIA) LIMITED WILL BE HELD ON SATURDAY, 28TH SEPTEMBER, 2024 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT FLAT NO.104 & 105, PAVITRA ENCLAVE, SOMWAR PETH, OPP. LADKAT PETROL PUMP, PUNE MAHARASHTRA 411011 INDIA AT 11:00 A.M. TO TRANSACT THE FOLLOWING BUSINESSES THROUGH VIDEO CONFERENCING.

ORDINARY BUSINESS:

1. To receive, consider, adopt and approve Audited Financial Statements for the year ended 31st March, 2024, (including Balance Sheet as on 31st March, 2024, Profit and Loss Account, Standalone Cash Flow Statement) together with Schedules, notes thereon and the reports of Board of Directors and Auditor's thereon and in this regard, to consider and if thought fit, to pass the following resolutions as Ordinary Resolutions:

“RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted

2. To appoint Mrs. Gangarani Devi Mayengbam, Executive Director (DIN: 07093162), who retires by rotation as a Director and, in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT, subject to approval of shareholders and pursuant to Section 152 of the Companies Act 2013, and other applicable provisions of the Companies Act 2013, **Mrs. Gangarani Devi Mayengbam, Executive Director (Din: 07093162)** whose period of office is liable to determination by retirement of directors by rotation and who has offered herself for re-appointment, be and is hereby re-appointed as director liable to retire by rotation.

3. To appoint Auditors and fix their remuneration and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s CMRS and Associates LLP, Chartered Accountants (Firm Reg. No. 101678W) be and are hereby appointed as Auditors of the Company for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the sixth Annual General Meeting from this Annual General Meeting, at such remuneration as shall be fixed by the Board of Directors of the Company.”

***For and on behalf of Board of Directors of
3C IT Solutions & Telecoms (India) Limited***

(Formerly known as 3C IT Solutions & Telecoms (India) Private Limited)

Sd/-

Authorized Signatory

Name: Ranjit Kulladhaja Mayengbam

Designation: Managing Director

DIN: 06929013

Address: Flat no. 302, Tiara-A, Palace Orchard Society, Undri, Pune, Maharashtra – 411060

Sd/-

Authorized Signatory

Name: Gangarani Devi Mayengbam

Designation: Director & Chief Financial Officer

DIN: 07093162

Address: Flat no. 302, Tiara-A, Palace Orchard Society, Undri, Pune, Maharashtra – 411060.

Date: 31st August, 2024

Place: Pune

NOTES:

1. The Board of Directors of the Company at its meeting held on Saturday, 31st August, 2024, has approved the business to be transacted at the 9th AGM of the Company.
2. In view of the General Circular No. 14/2020 dated 08th April, 2020, Circular No. 17/2020 dated 13th April, 2020 and Circular No. 20/2020 dated 05th May, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 02/2021 dated 13th January, 2021 General Circular No. 19/2021 dated 08th December, 2021 and General Circular No. 21/2021 dated 14th December, 2021, Circular No. 02/2022 Circular No. 03/2022 dated 05th May, 2022 and Circular No. 10/2022 dated 28th December, 2022 and to General Circular No. 09/2023 dated, 25th September 2023 issued by the Ministry of Corporate Affairs (“MCA Circular”) and in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the 9th AGM of the Company is being conducted through Video Conferencing (VC) Facility, which does not require physical presence of members at a common venue. The deemed venue for the 9th AGM shall be the Registered Office of the Company.
3. In view of the MCA Circular, since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 9th AGM. However, in pursuance of Section 112 and Section 113 of the Act, corporate members are required to send the Company at investor@3citsolutions.com a certified true copy of Board resolution, authorizing their representatives to attend and vote at the meeting through Video conferencing (VC). **Accordingly, the Proxy Form and Attendance Slip are not annexed to this notice.**
4. The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment and regularisation at this AGM is annexed.
5. The Register of Members and Share Transfer Books of the Company will remain closed from 18th September, 2024 to 28th September, 2024 (**both days inclusive**) for the purpose of 9th Annual General Meeting.
6. Pursuant to the MCA Circular and SEBI Circular, electronic copy of the notice of the 9th AGM along with the Annual Report for the financial year ended on 31st March 2024, consisting of Audited Standalone Financial Statements for the financial year ended 31st March, 2024, including Board Report, Auditors Report and other documents required to be attached therewith being annexures have been sent only to those Members whose e-mail ids are Registered with the company of Registrar and Share transfer agent or depository Participant(s) through electronic means. Therefore, those Members, whose email address is not registered with the Company or with their respective Depository Participant/s, and who wish to receive the Notice of the 9th AGM and the Annual Report for the financial year 2023-24 and all other communication sent by the Company, from time to time, can get their email address registered as per instructions.
7. The Notice of the 9th AGM and the Annual Report for the year 2023-24 including therein the Audited Financial Statements for the year 2023-24 will also be available on the website of the Company at www.3citsolutions.com and website of BSE India Limited. ”
8. Member attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
9. The Cut-off date for determining the names of shareholders eligible to get notice of Annual General Meeting and copy of Annual Report is 30th August 2024.
10. In case of joint holders attending meeting only such joint holder whose name stands first, as per the Company’s records, shall alone be entitled to vote.
11. The Shareholders seeking any information, posing queries, seeking any clarification with regard to the accounts or any matter to be placed at the 9th AGM are requested to write to the Company on

compliance@3citsolutions.com at least seven days in advance of the meeting so that the answers may be made readily available at the meeting.

12. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 shall be made available only in electronic form for inspection during the 9th AGM members seeking to inspect the register can send email to investor@3citsolutions.com.
13. All other relevant documents referred to in the accompanying notice/explanatory statement shall be made open for inspection by the members only in electronic form at the Meeting on all working days, except Saturdays, from 11:00 a.m. to 01:00 p.m. up to the date of the ensuing Meeting, members seeking to inspect the register can send email to investor@3citsolutions.com.

The Notice for this Meeting along with requisite documents and the Annual Report for the financial year ended 2023-24 shall also be available on the Company's website www.3citsolutions.com

14. INSTRUCTION FOR UPDATING OF EMAIL ID:

- A. The members who have not registered their email ids with the company may contact company secretary of the company at compliance@3citsolutions.com or phone No 020-46047009 for registering their email ids on or before (cut of date 30th August 2024). The Company shall send the notice to such members whose email ids get registered within aforesaid time enabling them to participate in the meeting and cast their votes.
- B. If there is change in e-mail ID already registered with the Company, members are requested to immediately notify such change to the Company by writing an email on compliance@3citsolutions.com or to DPs in respect of shares held in electronic form.
- C. Members holding shares in Demat mode may kindly note that any request for change of address or change of email-id or registration of nomination are to be instructed to their Depository Participant only, as the Company or its Registrar & Share Transfer Agent cannot act on any such request received directly from members holding shares in Demat mode.
- D. The Company has appointed M/s. skyline financial services private limited, as its Registrars and Share Transfer Agents for rendering the entire range of services to the Shareholders of the Company. Accordingly, all documents, transfers, demat request, change of address intimation and other communication in relation thereto with respect to shares in electronic form should be addressed to the Registrars directly quoting DPID and CLID, full name and name of the Company as "3C IT Solutions & Telecoms (India) Limited."

15. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC ARE AS UNDER:

1. Members may kindly note that, in accordance with the aforementioned MCA Circulars, the Company is providing the VC facility provided by Zoom Link to the members for participating in the Meeting.
2. The members are requested to follow the following instructions in order to participate in the Meeting through Video conferencing (VC) mechanism:
 - a. Invitation link and credentials to join the meeting shall be shared from this email ID: compliance@3citsolutions.com.
 - b. Detailed instructions for the Members to join the meeting are given below:

OPTION 1:

Joining from Laptop or Computer (having access to webcam)

Step 1: Before joining a Zoom meeting on a laptop or computer, you can download the Zoom app from the following link:

<https://zoom.us/download>(Zoom Client for Meetings)

Otherwise, you will be prompted to download and install Zoom when you click a join link.

Step 2: Open the Zoom desktop client

Step 3: Click Join a Meeting if you want to join without signing in



Join a Meeting

Sign In

Or Sign in to Zoom using your registered Mail ID then click Join



Join

Step 4: Enter the Meeting ID number <_____> and Password <_____>. Click Join and make sure access is given to the microphone (to speak) and camera (to see).

Join a Meeting

Meeting ID or Personal Link Name

Grant MacLaren

Do not connect to audio

Turn off my video

Join

Cancel

OPTION 2:

Joining from Mobile Phone

Step 1: Downloading the Zoom Mobile App from the Application Store (e.g. Google Play Store, iOS App Store, as applicable).

Step 2: Join a meeting using one of these methods:

- Tap Join a Meeting if you want to join without signing in.
- Sign in to Zoom then tap Join.

Step 3: Enter the meeting ID number and your display name

Step 4: Tap Join Meeting

- Further, Members will be required to allow Camera and use Internet audio settings as and when asked while setting up the meeting on Mobile App or Desktop Application, as the case may be.
- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- The facility for joining the Meeting shall be kept open 15 minutes before the time scheduled to start the meeting i.e. 10.45 a.m. and 15 minutes after the expiry of the said scheduled time i.e. till 11.45 a.m.
- Members who hold shares in dematerialised form are requested to furnish their Client ID and DP ID Nos. for easy identification of attendance at the Meeting.
- Participation of single member shall only be allowed at a time.
- Members are requested to e-mail at investor@3citsolutions.com or call at 020-46047009 in case of any technical assistance required at the time of log in/ assessing/ voting at the Meeting through VC;
- Shareholders are encouraged to join the AGM through Laptops / IPads for better experience.
- Shareholders who would like to express their views / ask questions during the meeting may register themselves as a speaker by sending their requisition in advance at least 3 days prior to the meeting mentioning their Name, Demat Account Number, Email Id, Mobile Number at compliance@3citsolutions.com
- The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to the meeting mentioning their Name, Demat Account Number, Email Id, Mobile Number at compliance@3citsolutions.com these queries will be replied by the Company suitably by e- mail.
- Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- Electronic copy of all the documents referred to in the accompanying Notice of the 9th AGM and the Explanatory Statement shall be available for inspection in the Investor Section of the website of the Company at www.3citsolutions.com

16. INSTRUCTION FOR VOTING THROUGH EMAIL ON DESIGNATED EMAIL ID / REMOTE E-VOTING

- Pursuant to MCA Circular, If the numbers of members attending the 9th Annual General Meeting through Video conferencing (VC) is below 50 (Fifty), then Chairman may decide to conduct voting through show of hands, while, If the poll is demanded on resolution(s) to be transacted in the 9th AGM and/or if the total number of members attending meeting exceeds 50 (Fifty), then the Shareholders have to cast vote on items considered in the meeting by sending their votes in favour or against the resolution by clicking on link provided in the email which will be sent to shareholders separately wherein a google form will be provided to cast the vote and link

for same shall be shared with members through this email ID compliance@3citsolutions.com The Voting through the designated email-id shall be verified by the Scrutinizer.

- b. Voting rights of the members for voting through remote e-voting provided in the Meeting itself shall be in proportion to shares of the paid-up equity share capital of the Company as on the cut-off date i.e. 17th September, 2024. A person, whose name is recorded in the Register of Members or in the Register of Beneficial owners (as at the end of the business hours) maintained by the depositories as on the cut-off date shall only be entitled to avail the facility of remote e-voting provided in the Meeting.
- c. The Board of Directors of the Company has appointed CS Sunil Nanal Partner of Kanj & Co LLP, Practicing Company Secretaries, Pune as a Scrutinizers to scrutinize the remote e-voting process for the 9th Annual General Meeting in a fair and transparent manner.
- d. Pursuant to MCA Circular, the company shall be providing the facility of voting through Google form which shall be generated from designated email id of the Company i.e. compliance@3citsolutions.com and link for same shall be shared with members through this email ID compliance@3citsolutions.com
- e. During the course of the meeting the Chairman of the meeting will make an announcement for voting lines open and then shareholders by clicking on link provided in a separate email may cast their vote on resolutions proposed in the 9thAGM.
- f. The voting period will be of half an hour and during voting period, Shareholders of the Company, holding shares as on the Cut-off date i.e. 30th August, 2024 may vote by clicking on the link provided in separate email containing google form and that a person who is not a member as on the cut-off date should treat this notice for information purposes only.
- g. The details of the process and manner for voting by sending an email to Designated Email-Id are explained below:

Step No 1: - The Shareholder should click on the link to open google form.

Step No 2: - Fill the Personal details as below:-

- Name: _____
- Status: Individuals/ HUF/ NRI/ Corporate Shareholder/ Institutional Shareholder / Other (Specify)
- Beneficiary ID/DPID followed by CLID
- Designated Email Id

Manner of holding shares i.e. Demat or Physical Your User ID is: (NSDL or CDSL) or Physical	
a) For Members who hold shares in Demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For Example if your DP ID is IN500*** and Client ID is 13***** then your user ID is IN500***13*****
b) For Members who hold shares in Demat account with CDSL	16 Digit Beneficiary ID For Example if your Beneficiary ID is 14***** then your user ID is 14*****

- h. After filling the personal information, in the next section “Resolution Description”. Read the respective Item-wise resolution(s) as per Notice of Annual General meeting and cast your vote by clicking on options “assent/dissent” for casting vote.
- i. After casting vote on all resolution(s) serially, click on the “Submit” button.
- j. Once you “Submit” your vote on the resolution, you will not be allowed to modify your vote.
- k. Upon confirmation the message "vote cast successfully will be displayed.”

- l. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice and holding shares as on the cut-off date, may follow the same instructions as mentioned above.
 - m. In case you have any queries or issues regarding voting, you may write to the Company Secretary at Company's email address compliance@3citsolutions.com
 - n. The result of remote e-voting provided in the meeting shall be aggregated and declared in the meeting of the company by Chairman or a person authorized by him in writing, who shall counter sign the same and declare the result of the voting and after declaration of result of voting, the 9th AGM will get concluded.
 - o. If the process of counting of votes requires the more time then Chairman shall take call to adjourn the 9th AGM in pursuance to Companies Act, 2013 and in adjourned meeting the result of voting shall be declared.
 - p. The results declared along with the report of the scrutinizer shall be placed on the Company's website immediately after the result is declared by the Chairman.
 - q. The Notice of the AGM shall be placed on the website of the Company till the date of AGM. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.3citsolutions.com immediately after the declaration of result by Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchange where the Shares of the Company are listed.
17. As per Notification issued by Ministry of Corporate Affairs dated 19th March, 2015 with reference to the Companies (Management and Administration) Rules, 2014, Companies covered under Chapter XB and Chapter XC as per SEBI (ICDR) Regulations, 2009 will be exempted from e-voting provisions.

Also, no such provision is available in SME Equity Listing Agreement. Company is covered under Chapter XB as it is a SME Company and listed on SME platform of BSE Limited. Therefore, Company is not providing e-voting facility to its shareholders but conducting voting through a provided in a separate email, considering MCA circular for conducting the meeting through video conferencing.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013
ORDINARY BUSINESS:**

ITEM NO. 2: TO APPOINT MRS. GANGARANI DEVI MAYENGBAM, EXECUTIVE DIRECTOR (DIN: 07093162), WHO RETIRES BY ROTATION AS A DIRECTOR AND, IN THIS REGARD, TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:

As per the provisions of Section 152(6) of the Companies Act, 2013, two-thirds of the total number of directors of a public company be persons whose period of office is liable to determination by retirement of directors by rotation and save as otherwise expressly provided in this Act, be appointed by the Company in general meeting. At the first Annual General Meeting of a public Company held next after the date of the general meeting at which first directors appointed and at every subsequent annual general meeting one-third of such of the directors for the time as are liable to retire by rotation or if their number is neither three nor a multiple of three, then, the number nearest to one-third, shall retire from office.

Accordingly, Mrs. Gangarani Devi Mayengbam, Executive Director (DIN: 07093162), has been longest in the office since her last appointment, is liable to retire by rotation in the ensuing Annual General Meeting. She offers herself for re-appointment and consent to act as a Director as well as disclosure for non-disqualification as required under the Companies Act, 2013 have already been received from Gangarani Devi Mayengbam.

BRIEF PROFILE OF Mrs. Gangarani Devi Mayengbam, Executive Director (DIN: 07093162)

Mrs. Gangarani Devi Mayengbam, aged 46 years, is the Founder, Promoter, Executive director and Chief Financial Officer of our Company. She holds a Master's degree in History from Jamia Millia Islamia, (New Delhi) a bachelor's degree in Arts from Manipur University and a diploma in archival studies from school of Archival Studies, New Delhi. She has been on the Board of our Company since incorporation and was later appointed as Chief Financial officer of our Company on August 16, 2023. As a Chief Financial Officer of our Company she is responsible for planning and taking significant decisions relating to investment, making strategies, and managing financial activities including budgeting, forecasting expenses, mitigating financial risks for sustainable growth with overall supervision of finance and accounts team of the employees.

As on the date of notice, Mrs. Gangarani Devi Mayengbam, holds 2,64,000 Equity Shares in Paid Up Share Capital of the Company in his individual capacity.

Except Mrs. Gangarani Devi Mayengbam being an appointee Director and Mr. Ranjit Kulladhaja Mayengbam, Managing Director being Husband of appointee Director, none other Directors, Key Managerial Personnel and their relatives are in any way concerned or interested in resolution set out at Item No. 2 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 2 to the notice for approval of Members.