

**Notice of Extra-Ordinary
General Meeting of the
Members
March 29, 2025**

Aequs Private Limited

Aequs Private Limited

Corporate Identity Number: U80302KA2000PTC026760

Registered Office: No. 55, Whitefield Main Road, Mahadevapura Post, Bengaluru - 560048, Karnataka, India T: +91 80 61348000 F: +91 80 61348010

Corporate Office: Aequs SEZ, No. 437/A, Hattargi Village, Hukkeri Taluk, Belagavi - 591243 T: +91 831 2499 000 F: +91 831 2499 001

Web: www.aequs.com



AEQUS PRIVATE LIMITED

Registered office: No.55, Whitefield Main Road, Mahadevapura Post, Bengaluru – 560048

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T: + 91 080 42495000 F: + 91 080 42495010

Website: www.aequs.com, E-mail: company.secretary@aequs.com

NOTICE

NOTICE is hereby given that the Extra-Ordinary General Meeting of the Members of **Aequs Private Limited** (the 'Company') will be held on Saturday, Twenty Ninth (29th) day of March 2025, at a shorter notice at the Corporate Office of the Company situated at Aequs SEZ, No. 437/A, Hattargi Village, Hukkeri Taluk, Belagavi - 591243, Karnataka, India, at 14:00 HRS IST to transact the following business:

SPECIAL BUSINESS

1. INCREASE OF THE AUTHORIZED SHARE CAPITAL 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 4, 13, 43, 61 and 64 and other applicable provisions, if any, of the Companies Act 2013 and the rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) (hereinafter referred as "Act"), and Articles of Association of the Company, approval of the Members of the Company be and is hereby accorded to increase the authorized share capital of the Company from the existing INR 8,403,600,000/- (Indian Rupees Eight Billion Four Hundred Three Million Six Hundred Thousand only) divided into 431,460,000 (Four Hundred Thirty One million Four Hundred Sixty Thousand) equity shares of INR 10/- (Indian Rupees Ten only) each total amounting to INR 4,314,600,000/- (Indian Rupees Four Billion Three Hundred Fourteen Million Six Hundred Thousand only) and 408,900,000 (Four Hundred Eight Million Nine Hundred Thousand) preference shares of INR 10/- (Indian Rupees Ten only) each total amounting to INR 4,089,000,000/- (Indian Rupees Four Billion Eighty Nine Million only) **to** INR 10,146,299,340/- (Indian Rupees Ten Billion One Hundred Forty Six Million Two Hundred Ninety Nine Thousand Three hundred Forty only) divided into 605,729,934 (Six Hundred Five Million Seven hundred Twenty Nine Thousand Nine Hundred Thirty Four) equity shares of INR 10/- (Indian Rupees Ten only) each total amounting to INR 6,057,299,340/- (Indian Rupees Six Billion Fifty Seven Million Two Hundred Ninety-Nine Thousand Three Hundred and Forty only) and 408,900,000 (Four Hundred Eight Million Nine Hundred Thousand) preference shares of INR 10/- (Indian Rupees Ten only) each total amounting to INR 4,089,000,000/- (Indian Rupees Four Billion Eighty Nine Million only), ranking in pari-passu with the respective existing shares of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 4, 13, 43, 61 and 64 and other applicable provisions, if any, of the Act and Articles of Association of the Company, Clause V of the Memorandum of Association of the Company be altered and substituted as below:

- V The Authorized Share Capital of the Company INR 10,146,299,340/- (Indian Rupees Ten Billion One Hundred Forty Six Million Two Hundred Ninety Nine Thousand Three hundred Forty only) divided into 605,729,934 (Six Hundred Five Million Seven hundred Twenty Nine Thousand Nine Hundred Thirty Four) equity shares of INR 10/- (Indian Rupees Ten only) each total amounting to INR 6,057,299,340/- (Indian Rupees Six Billion Fifty Seven Million Two Hundred Ninety-Nine Thousand Three Hundred and Forty only) and 408,900,000 (Four Hundred Eight Million Nine Hundred Thousand) preference shares of INR 10/- (Indian Rupees Ten only) each total amounting to INR 4,089,000,000/- (Indian Rupees Four Billion Eighty Nine Million only).

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RESOLVED FURTHER THAT the Directors, Chief Financial Officer and Company Secretary of the Company be and are hereby severally authorized to sign, execute, file e-forms and all such deeds and documents and do undertake all such acts, deeds, matters and things as may be required for giving effect to the forgoing resolution and matters incidental thereto including issuing copies of this resolution as certified true copy to the concern authorities as may be required from time to time.

**By the Order of the Board
For Aequs Private Limited**

Ravi Hugar
Company Secretary
Membership Number: A20823
Date: March 26, 2025
Address: Aequs SEZ, No. 437/A,
Hattargi Village, Hukkeri Taluk,
Belagavi - 591243, Karnataka, India

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NOTES:

1. As the meeting is being convened at shorter notice, we need your consent in this regard. The format for providing your consent is attached herewith as **Annexure I**. Your consent for convening the meeting should reach us before the commencement of meeting.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE AT THE MEETING (ELIGIBLE TO VOTE ON A POLL ONLY) INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** Proxies in order to be effective, the duly filled proxy forms must be deposited at the registered office of the Company before the commencement of the meeting. Proxy form is provided at the end of this notice as **Annexure-II**.
3. The authorization in favour of representatives attending the meeting on behalf of corporate Members must be submitted to the Company before the commencement of the meeting.
4. Entry to the place of meeting will be regulated by an Attendance Slip which is annexed hereto as **Annexure III** 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. Relevant documents referred in the notice are available for inspection at the registered office of the Company and also at the venue of the meeting during the business hours (9 am to 6 pm) on any working day, including the day of meeting.
6. An explanatory statement pursuant to section 102 of the companies act, 2013 is annexed herewith.
7. A Route map for reaching the venue of the meeting is provided at the end of this notice as **Annexure IV**.
8. Members who would like to change their email ID's or addresses as registered with the Company may do so by sending a communication to the email id of the Company company.secretary@aequs.com with details of their name, folio number, new email id and new address.
9. Members seeking physical copy of the notice can write to mail id of the Company company.secretary@aequs.com seeking the same.

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EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

Special Business:**Item no. 1****INCREASE OF THE AUTHORIZED SHARE CAPITAL OF THE COMPANY**

The current authorized share capital of the Company is INR 8,403,600,000/- (Indian Rupees Eight Billion Four Hundred Three Million Six Hundred Thousand only) divided into 431,460,000 (Four Hundred Thirty One million Four Hundred Sixty Thousand) equity shares of INR 10/- (Indian Rupees Ten only) each total amounting to INR 4,314,600,000/- (Indian Rupees Four Billion Three Hundred Fourteen Million Six Hundred Thousand only) and 408,900,000 (Four Hundred Eight Million Nine Hundred Thousand) preference shares of INR 10/- (Indian Rupees Ten only) each total amounting to INR 4,089,000,000/- (Indian Rupees Four Billion Eighty Nine Million only).

The Board of Directors at their meeting held on March 26, 2025 has approved the proposal of issue of equity shares on rights basis and also has approved the proposal of conversion of outstanding 0.1% Compulsorily Convertible Preference Shares into equity shares subject to the increase of authorized share capital and in order to accommodate these further issue of equity shares, it is proposed to increase the authorized share capital of the Company, from existing INR 8,403,600,000/- (Indian Rupees Eight Billion Four Hundred Three Million Six Hundred Thousand only) divided into 431,460,000 (Four Hundred Thirty One million Four Hundred Sixty Thousand) equity shares of INR 10/- (Indian Rupees Ten only) each total amounting to INR 4,314,600,000/- (Indian Rupees Four Billion Three Hundred Fourteen Million Six Hundred Thousand only) and 408,900,000 (Four Hundred Eight Million Nine Hundred Thousand) preference shares of INR 10/- (Indian Rupees Ten only) each total amounting to INR 4,089,000,000/- (Indian Rupees Four Billion Eighty Nine Million only) **to** INR 10,146,299,340/- (Indian Rupees Ten Billion One Hundred Forty Six Million Two Hundred Ninety Nine Thousand Three hundred Forty only) divided into 605,729,934 (Six Hundred Five Million Seven hundred Twenty Nine Thousand Nine Hundred Thirty Four) equity shares of INR 10/- (Indian Rupees Ten only) each total amounting to INR 6,057,299,340/- (Indian Rupees Six Billion Fifty Seven Million Two Hundred Ninety-Nine Thousand Three Hundred and Forty only) and 408,900,000 (Four Hundred Eight Million Nine Hundred Thousand) preference shares of INR 10/- (Indian Rupees Ten only) each total amounting to INR 4,089,000,000/- (Indian Rupees Four Billion Eighty Nine Million only).

Hence, this proposal has been placed before the members to increase the current authorized share capital of the Company. As a consequence of these changes, the memorandum of association of the Company is proposed to be suitably altered as set out in the accompanying Notice.

Further pursuant to the provisions of sections 13 and 61 and other applicable provisions, if any of the Companies Act, 2013, increase of Authorized Share Capital and alteration of Share Capital Clause of the Memorandum of Association of the Company requires the approval of members in general meeting.

The Board of Directors at their meeting held on March 26, 2025 have resolved to recommend the resolution set forth in item no. 1 of the Notice for approval of the Members by way of an Ordinary Resolution in accordance with the provisions of Companies Act, 2013.

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A copy of the Memorandum of Association of the Company is available at the Registered Office as well as at the Corporate Office of the Company for inspection during the office hours till the conclusion of the Meeting and will also be placed at the meeting.

The additional information as per section 102(1) (a) and (b) is as follows:

a. The nature of concern or interest, financial or otherwise, if any:

- | | |
|---|--------|
| i. Every director and the manager, if any | : None |
| ii. Every other key managerial personnel | : None |
| iii. Relatives of the persons mentioned in sub-clauses (i) and (ii) above | : None |

b. Any other information and facts that may enable members to understand the meaning, scope and implication of the items of business to take decision thereon. – As above.

**By the Order of the Board
For Aequs Private Limited**

Ravi Hugar
Company Secretary
Membership Number: A20823
Date: March 26, 2025
Address: Aequs SEZ, No. 437/A,
Hattargi Village, Hukkeri Taluk,
Belagavi - 591243, Karnataka, India

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Annexure I

**CONSENT OF SHAREHOLDER FOR SHORTER NOTICE
[Pursuant to Section 101(1) and any other section applicable to the Company]**

To,
Aequs Private Limited
Aequs SEZ, No. 437/A, Hattargi Village,
Hukkeri Taluk, Belgaum - 591245, Karnataka

I/We, _____, holding _____ equity shares of INR 10/- each, amounting to _____ % of share capital in the Company in my/our own name hereby give consent, pursuant to Section 101(1) of the Companies Act, 2013, to hold the Extra-Ordinary General Meeting on Saturday, Twenty Ninth (29th) day of March, 2025, at a shorter notice.

The required corporate actions and approvals have been secured, for issuing this consent by the below mentioned authorized signatory.

Name:
Designation:
Address:

Date:
Place:

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Annexure II

ATTENDANCE SLIP OF GENERAL MEETING OF THE COMPANY

Date of the meeting	
Type of the meeting <i>(i.e. Annual General Meeting or Extra-Ordinary General Meeting)</i>	
Full Name of the Member/ Authorized representative	
As an authorized representative of (If applicable)	
No. of shares held	
Name of Proxy (if any)	
Signature	

Note:

1. Please fill up this attendance slip and hand it over at the entrance of the meeting hall.

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Annexure III

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]

1.	CIN	U80302KA2000PTC026760
2.	Name of the Company	Aequs Private Limited
3.	Registered office address	No.55, Whitefield Main Road, Mahadevapura Post, Bengaluru – 560048, Karnataka, India

1.	Name of the Member(s)	
2.	Registered Address	
3.	E-mail Id	
4.	Folio No/Client Id	
5.	DP ID	

I/We, being the member(s) of Aequs Private Limited holding shares of the above-named Company, hereby appoint:

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

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

3. 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 Extra-Ordinary General Meeting of the Company, to be held on Saturday, Twenty Ninth (29th) day of March 2025 at the corporate office of the Company situated at Aequs SEZ, No. 437/A, Hattargi Village, Hukkeri Taluk, Belagavi - 591243, Karnataka, India at 14:00 HRS IST and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Particular of Resolutions
1.	Increase of the authorized share capital of the Company

Signed this _____ day of _____ 2025

Signature of Member

Signature of Proxy holder(s)

Note:

- i. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company *before the commencement of the Meeting.*

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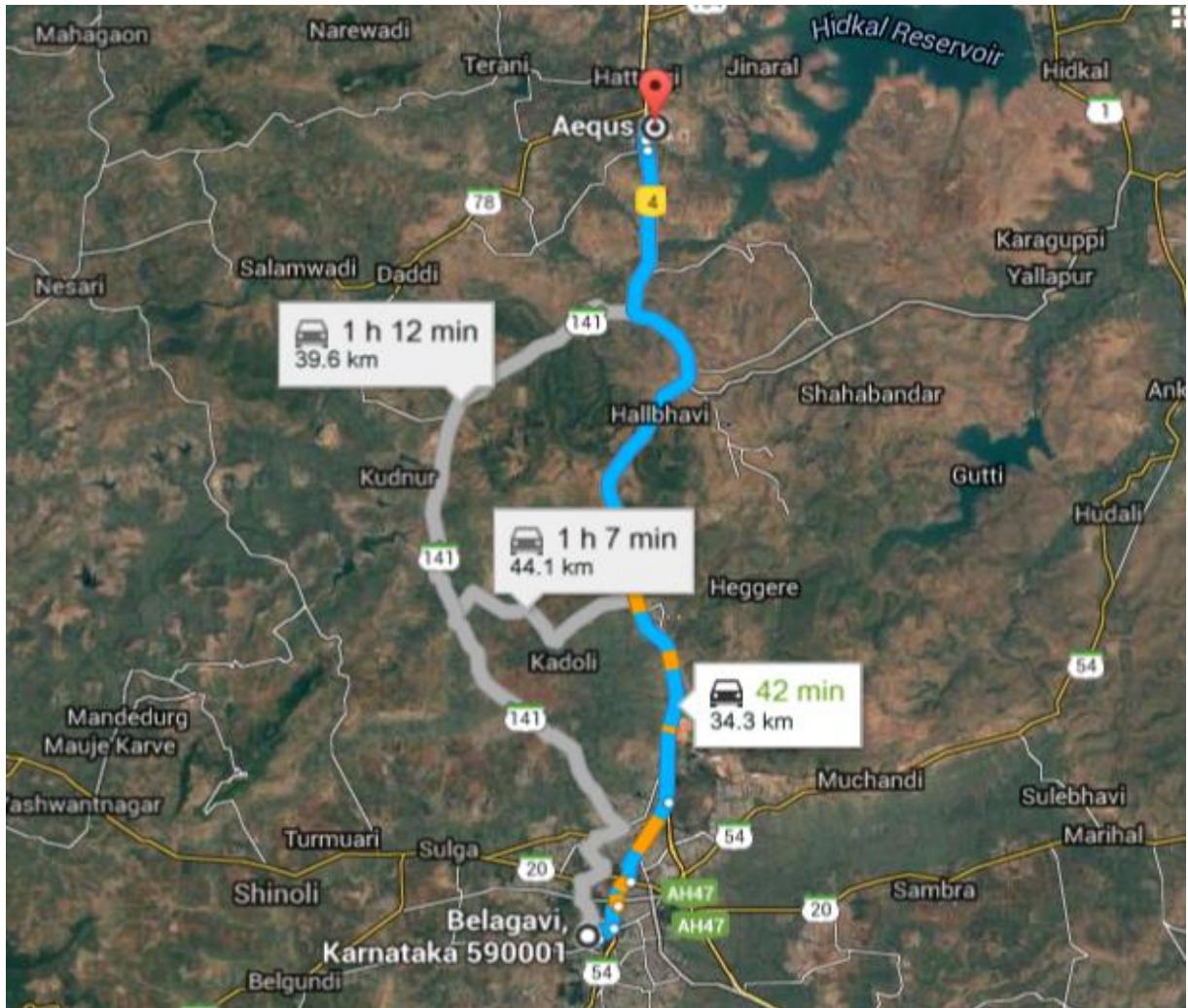


Annexure IV

ROUTE MAP FOR THE VENUE OF THE MEETING

Venue: Aequs Private Limited

Aequs SEZ, No. 437/A, Hattargi Village, Hukkeri Taluk, Belagavi - 591243, Karnataka, India



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