

# **TECHNO XO PRIVATE LIMITED**

NO B-910 TOWER B BRIGADE GOLDEN TRIANGLE BUDIGERE  
CROSS SANNATAMMANAHALLI BANGALORE KA 560049 IN

CIN: U72900KA2020PTC135163

Email ID : [utsav@esportsxo.in](mailto:utsav@esportsxo.in)

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**NOTICE IS HEREBY GIVEN THAT AN EXTRA-ORDINARY GENERAL MEETING OF TECHNO XO PRIVATE LIMITED TO BE HELD ON WEDNESDAY 13<sup>TH</sup> OCTOBER, 2021 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT NO B-910 TOWER B BRIGADE GOLDEN TRIANGLE BUDIGERE CROSS SANNATAMMANAHALLI BANGALORE KA 560049 IN AT 11:00 A.M.**

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To Consider, if thought fit, to pass with or without modifications, the following Resolution.

## **ITEM NO. 1 SUB DIVISION OF SHARES FROM RS. 10/- TO RS. 1/-**

**"RESOLVED THAT** pursuant to the provisions of Section 61 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force) and in accordance with the provisions of the Memorandum and Articles of Association of the Company and subject to such other approval(s), consent(s), permission(s) and sanction(s) as may be necessary from the concerned Statutory Authority(ies) equity share of the Company having a face value of Rs.10/- each fully paid-up be sub-divided into 10 (TEN) equity shares of the face value of Rs.1/- each fully paid-up.

**RESOLVED FURTHER THAT** the Memorandum of Association of the Company be altered in the following manner i.e., existing Clause V of the Memorandum of Association be deleted and the same be substituted with the following new clause as Clause V:

**V. The Share Capital of the Company is Rs. 1,00,000/- [Rupees One Lakh only] divided into 1,00,000 Equity Shares of Rs. 1/- each."**

**"RESOLVED FURTHER THAT** on sub-division, 10 (Ten) equity shares of face value of Rs.1/- each be issued in lieu of existing 1 (One) equity share of Rs.10/- each subject to the terms of the Memorandum and Articles of Association of the Company and shall rank pari passu in all respects with the existing fully paid Equity Shares of Rs.10/- each of the Company and shall be entitled to participate in full after the subdivided equity shares are issued.

**"RESOLVED FURTHER THAT** on sub-division of equity shares as aforesaid, the existing share certificate(s) in relation to the existing equity shares of the face value of Rs. 10/- each held in physical form shall be deemed to have been automatically cancelled and be of no effect on and from the Record Date and the Company may, without requiring the surrender of the existing share certificate(s), issue and dispatch the new share certificate(s) of the Company in lieu of such existing share certificate(s) subject to the provisions of the Companies (Share Capital and Debentures) Rules, 2014.

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be authorised to take such steps as may be necessary including the delegation of all or any of its powers herein conferred to any Director(s) of the Company for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to execute all deeds, applications, documents and writings that may be required, on behalf

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of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution."

//CERTIFIED TRUE COPY  
On Behalf of the Board  
TECHNO XO PRIVATE LIMITED

  
VIKAS DEVENDER GOEL  
Director  
DIN: 07166797

  
UTSAV UMANG  
Director  
DIN: 08622537

Date: 15/09/2021  
Place: BANGALORE



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## ***Explanatory Statement in respect of special businesses pursuant to Section 102(1) of the Companies Act, 2013:***

### **Item 1**

Board of Directors proposed to consider and approve the sub-division of one equity share of the Company having a face value of Rs.10/- (Rupees Ten only) each into 10 (Ten) equity shares of face value of Rs.1/- (Rupee One only) each subject to approval of the Members and any other statutory and regulatory approvals, as applicable.

The provisions of Section 61 of the Companies Act, 2013 require the Company to seek approval of members by way of special resolution to the Sub-division of equity share capital of the Company.


The Company, pursuant to the provisions of Section 13, 61 and 64 of the Companies Act, 2013 and rules framed there under, intends to change the Authorized Share capital as mentioned in Memorandum of Association of the Company due to change in Face Value of existing 1 Equity Shares of Rs. 10/- being subdivided into 10 Equity Share of Rs. 1/- each.


Pursuant to the provisions of Section 13 of the Companies Act, 2013, alteration of Authorized Share Capital under Memorandum of Association of the Company requires approval of the Shareholders of the Company by way of Special Resolution and hence the Board recommends the Special Resolution set out in Item No. 1 of this notice for approval by the Shareholders.

A copy of the proposed new set of Memorandum of Association of the Company would be available for inspection at the registered office of the Company on all working days up to and including the date of Extra Ordinary General Meeting.

None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company is, in any way, financially or otherwise, concerned or interested in the resolution.

Certified True Copy  
On Behalf of The Board  
TECHNO XO PRIVATE LIMITED

  
VIKAS DEVENDER GOEL  
Director  
DIN: 07166797

  
UTSAV UMANG  
Director  
DIN: 08622537

Route map and prominent landmark for extraordinary general meeting venue:

No. B-910, Tower B, Brigade Golden Triangle, Budigere Cross, Sannatammanahalli, Bangalore - 560049, Karnataka, India.

