

**TECHNO XO PRIVATE LIMITED**

CIN: U72900KA2020PTC135163

**Registered office:** No. B-910, Tower B, Brigade Golden Triangle, Budigere Cross,  
Sannatammanahalli, Bangalore - 560049, Karnataka, India.  
Mobile No.: +91 98730 60792 | Email id: utsav@esportsxo.in

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**NOTICE TO THE SHAREHOLDERS**

Notice is hereby given that the extraordinary general meeting of Techno XO Private Limited will be held at shorter notice on Monday, April 18, 2022, at the registered office of the company at No. B-910, Tower B, Brigade Golden Triangle, Budigere Cross, Sannatammanahalli, Bangalore - 560049, Karnataka, India at 11.00 AM to transact the following business:

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**1. RESTATEMENT OF ARTICLES OF ASSOCIATION OF THE COMPANY**

To consider and, if thought fit, to pass, with or without modifications, the following resolution as a special resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 5 and 14 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, with statutory modifications and amendments thereto and subject to necessary approvals, permissions and sanctions, if any, from the competent authorities, approval of the members be and is hereby accorded to restate the articles of association of the company with such necessary terms and conditions of the share subscription and shareholders' agreement dated November 02, 2021, addendum to share subscription and shareholders' agreement dated December 22, 2021 and second addendum to share subscription and shareholders' agreement dated February 03, 2022 executed by the company.

**RESOLVED FURTHER THAT** for the purpose of giving full effect to this resolution, the board be and is hereby authorized on behalf of the company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable to give effect to aforementioned resolution, including but not limited to filing of necessary e-form with the Registrar of Companies, and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the board to secure any further consent or approval of the members of the company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution."

**By order of the board  
For Techno XO Private Limited**



**Vikas Devender Goel  
Director  
07166797**

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

**Date: April 15, 2022**

**Place: Bangalore**

**TECHNO XO PRIVATE LIMITED**

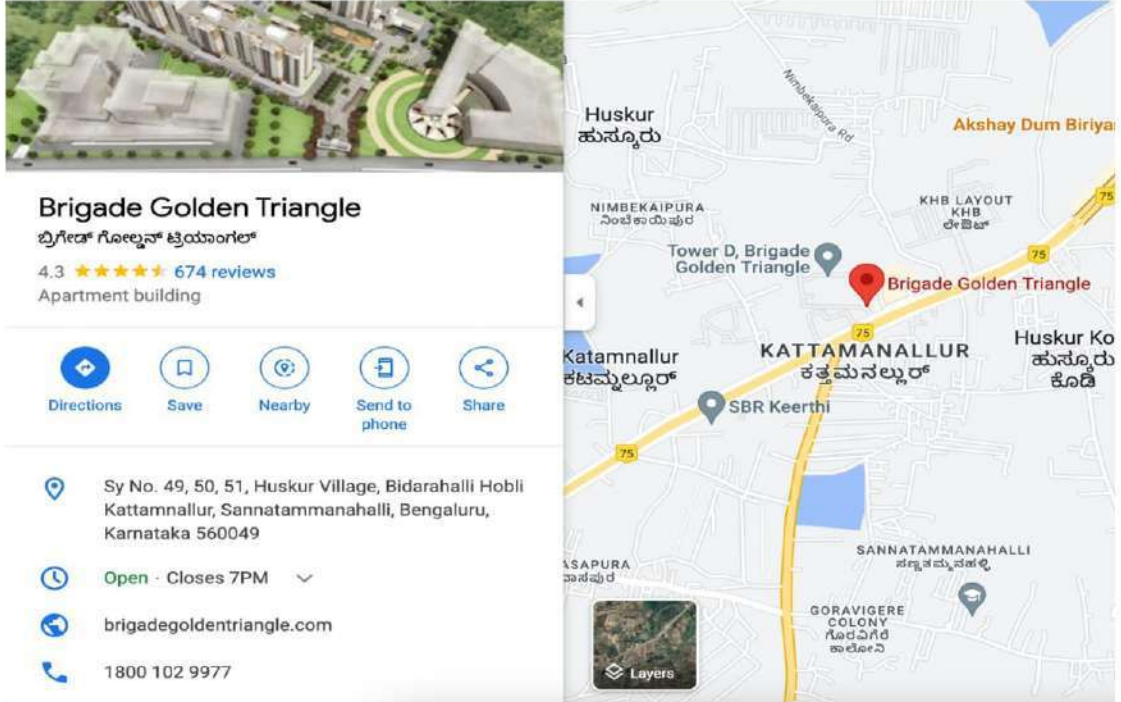
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**NOTES:**

1. A member entitled to attend and vote at an extra-ordinary general meeting is entitled to appoint a proxy to attend and vote for himself / herself and such proxy needs to be a member of the company.
2. Proxy Forms in order to be valid and effective should be deposited at the registered office of the company not less than 48 hours before the time scheduled for the commencement of the meeting.
3. Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 is attached hereto.
4. The notice is being sent to all the members; whose names appeared in the register of members as on April 14, 2022 ("Record Date").
5. The statutory registers or other documents referred to the agendas mentioned above are available for inspection at the registered office of the company.
6. 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.





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**EXPLANATORY STATEMENT**

The following Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act"), sets out all material facts relating to the business of the accompanying notice:

**RESTATEMENT OF ARTICLES OF ASSOCIATION OF THE COMPANY**

The company is required to restate its articles of association with that of the terms and conditions of the share subscription and shareholders' agreement dated November 02, 2021, addendum to share subscription and shareholders' agreement dated December 22, 2021 and second addendum to share subscription and shareholders' agreement dated February 03, 2022 executed by the company.

Accordingly, in order to complete the aforementioned action, it is proposed to restate the existing articles of association. the board of directors has approved the restatement, subject to the member's approval, at its meeting held on March 27, 2022. In order to restate the articles of association of the company, approval of members by way of special resolution is necessary in terms of the provisions of Companies Act, 2013.

Hence, the said special resolution, as set out under item no. 1 of the Notice, is hereby recommended for consideration and approval by the members of the company. A copy of new set of restated articles of association is open for inspection at the registered office of the company on all working days during the office hours. None of the directors of the company including their relatives are in any way, concerned or interested in the said resolution.

**By order of the board  
For Techno XO Private Limited**



**Vikas Devender Goel  
Director  
07166797**

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

**Date: April 15, 2022**

**Place: Bangalore**