

## NOTICE

Dear Members,

Shorter Notice is Hereby Given That An Extra-Ordinary General Meeting Of The Members Of **Meta Infotech Private Limited** Will Be Held On **Wednesday, The 24<sup>th</sup> Day Of July, 2024**, At **01:00 P.M.** At The Registered Office Of The Company situated at 118/119, first floor, Ackruti Star, Opposite Ackruti Centre Point, MIDC, Andheri (E), Mumbai-400093, Maharashtra, India, To Transact The Following Business at a shorter notice:

### SPECIAL BUSINESS:

#### ITEM NO. 1: APPROVAL FOR CONVERSION OF COMPANY INTO PUBLIC LIMITED COMPANY

To consider and if thought fit to pass with or without modification(s) the following resolution as **Special Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 18 read with Section 13 and 14 and such other provisions, rules and regulations of the Companies Act, 2013 (including any statutory modification(s) or re-enactments thereof), as may be applicable, and subject to the approval of the Central Government (power delegated to Registrar of Companies), the consent of the members of **Meta Infotech Private Limited** (“the Company”) be and is hereby accorded to convert the Company into a Public Limited Company, and the name of the company be changed from ‘**Meta Infotech Private Limited**’ to ‘**Meta Infotech Limited**’ by deletion of the word “**Private**” from the name of the Company and wherever the same appears in the Memorandum and Articles of association of the Company.”

**“RESOLVED FURTHER THAT** the word ‘**Private**’ wherever it appears in the name of company in the Memorandum and Articles of Association of the Company, letter heads, name plates and at any other place including any registrations/ certifications and at all the documents of the Company, be deleted / got updated with the concerned authorities.”

**“RESOLVED FURTHER THAT** consequent to conversion of the Company from private company to public company and subject to such approvals as may be necessary, consent of the Members be and is hereby accorded for substituting Clause 1 of the Memorandum of Association of the Company with the following clause:

1. The Name of the Company is “**Meta Infotech Limited**”.

**“RESOLVED FURTHER THAT** pursuant to the conversion of the Company to a “**Public Limited**” necessary alterations be made in the Articles of Association of the Company by deleting the restrictive clauses as are applicable for a “**Private Limited**” Company.”

**“FURTHER RESOLVED THAT** any of the Directors of the Company be and is hereby jointly and/or severally authorized to make an application to the jurisdictional Registrar of Companies in prescribed form and file **e-forms MGT-14** and **e-form INC-27** and to do all such acts, deeds and things as may be required to give effect to the above said resolution.”

**ITEM NO. 2: ADOPTION OF ARTICLES OF ASSOCIATION AS PER PROVISIONS OF COMPANIES ACT, 2013**

To consider and if thought fit to pass with or without modification(s) the following resolution as **Special Resolution**:

“**RESOLVED THAT** in pursuance with the provisions of section 5, 14, 18 of the Companies Act, 2013 (“the Act”), Schedule I made there under read with Companies (Incorporation ) Rules, 2014 and other applicable provisions if any, of the Companies Act, 2013 (including any statutory modification (s) or re-enactment thereof for the time being in force and the consent of the members of the company be and is hereby accorded to adopt the new set of Articles of Association pursuant to the Companies Act, 2013 so as to incorporate the new clauses as specified under the definition of Public Company under section 2(71) of the Companies Act, 2013 and other applicable clauses as may be suitable for Public Limited Company.”

“**RESOLVED FURTHER THAT** for the purpose of giving full effect to this resolution, the Board be and is hereby authorised 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 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.

“**RESOLVED FURTHER THAT** any of the Directors of the Company be and is hereby jointly and/or severally authorised to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the e-forms MGT-14 with the jurisdictional Registrar of Companies or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto.”

For and on behalf of Board of Directors  
Meta Infotech Private Limited

  
Venu Gopal Peruri  
Director  
DIN: 01179369



Date: 23/07/2024  
Place: Mumbai

**NOTES:**

1. A statement setting out material facts pursuant to section 102 of the Companies Act, 2013 (the Act) with respect to the items covered under special business of the notice is annexed hereto.
2. In terms of section 105 of the Companies Act, 2013, a member of a Company entitled to attend and vote at the Extra-ordinary General Meeting is entitled to appoint another person as a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the company.
3. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send to the Company, a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. All relevant documents referred in this Notice and the Explanatory Statement shall be open for inspection by the Members at the Corporate office of the Company during the business hours on all working days upto the date of EGM.
5. Members/Proxies should fill the Attendance Slip for attending the Meeting and bring their Attendance Slips to the Meeting.
6. The instrument appointing the proxy, in order to be effective, must be deposited at the Corporate office of the Company, duly completed and signed, not less than 48 HOURS before the commencement of the meeting. Proxies submitted on behalf of companies, societies, etc., must be supported by an appropriate resolution/authority, as applicable. A person can act as proxy on behalf of shareholders not exceeding fifty (50) and/or holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a shareholder holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

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