

MINUTE BOOK



MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF PALUCK TECHNOLOGIES PRIVATE LIMITED HELD ON MONDAY, THE 27TH DAY OF SEPTEMBER, 2021 COMMENCED AT 11:45 A.M. AT 192/6 NITIN VIHAR OPP. INDIAN OIL PETROL PUMP NEAR HERO HONDA CHOWK-NH-8 GURGAON HARYANA-122001 AND CONCLUDED AT 12:30 P.M.

PRESENT

DESIGNATION

Mr. Praveen Kumar	Director
Ms. Sarika	Director
Mr. Navin Katiyar	Director
Mr. Sumit Kumar Bajaj	Director

ITEM NO. 1 CHAIRMAN

Mr. Praveen Kumar, Director was unanimously elected as the Chairman of the meeting, took the chair in the meeting and proceeded with the agenda of the meeting.

ITEM NO. 2 LEAVE OF ABSENCE

All the directors being present, therefore no leave of absence was required to be granted.

ITEM NO. 3 ASCERTAINMENT OF QUORUM

After ascertaining that the requisite directors were present to form quorum, Chairman declared that proper quorum is present and the meeting is open. Chairman welcomed all the directors to the Board Meeting of the Paluck Technologies Private Limited.

The chairman with the consent of the members conveyed that the notice and agenda calling Board Meeting were considered to be read.

ITEM NO. 4 CONFIRMATIONS OF THE PREVIOUS MINUTES

The minutes of the previous Board Meeting were read at the meeting and after confirmation and adoption by the Board, the same were signed by the Chairman of the meeting.

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ITEM NO. 5: CONVERSION FROM PRIVATE LIMITED TO PUBLIC LIMITED COMPANY

The Chairman informed the Board of Directors about the intention to convert the company from private to public so as it to tap more business opportunities and public markets for fund raising. The Chairman is of the view that conversion to public company will also take the company one step forward towards a future listing of the equity shares of the Company.

"RESOLVED THAT pursuant to the provisions of Section 13, 14,18 and other applicable provisions of the Companies Act,2013 read with Companies (Incorporation) Rules,2014 and all other applicable provisions, if any, subject to the approval of Central Government (power delegated to Registrar of Companies) and such authorities as may be required, the consent of the Directors of the company be and is hereby accorded subject to approval of shareholders in Extra Ordinary General Meeting, for the conversion of this company from "Private Limited" to "Public Limited" and consequently the name of the Company be and is hereby change from " Paluck Technologies Private Limited" to " Paluck Technologies Limited" by deletion the word "Private" from the name of the Company.

RESOLVED FURTHER THAT the word "Private" wherever appearing in the Memorandum of Association and Article of Association of the Company, letter-heads, name plates and at any other place including any registrations/certification and at all the documents of the Company, be and is hereby deleted/to be updated with the Authorities concerned.

RESOLVED FURTHER THAT pursuant to the provisions of Section 13 and any other applicable provisions of the Companies Act,2013 (including any amendment thereto or re-enactment thereto) and the rules framed thereunder the consent of the directors be is hereby accorded, subject to approval of members of the Company, substituting Clause I (Name Clause) of the Memorandum of Association of the Company with the following clause.

"The Name of the Company is **Paluck Technologies Limited**".

RESOLVED FURTHER THAT any one of the Director of the Company be and is hereby severally authorized to: (i) sign and file all the necessary forms and other documents as may be required to be filled with the statutory authorities, including the Registrar of Companies, NCT of Delhi and Haryana (ii) do all such acts, deeds and things as may be required for the purpose of amending the Memorandum of

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Association and Article of Association and (iii) authorize such person or persons to give effect to the resolution.

RESOLVED FURTHER THAT the Name Clause I in the Memorandum of Association of the Company be altered accordingly and substituted by the following clause:

The Name of the Company is **PALUCK TECHNOLOGIES LIMITED.**

RESOLVED FURTHER THAT in terms of Section 14 of the Companies Act, 2013 the Articles of Association of the Company be altered by deleting the existing name of the Company wherever appearing and substituting it with the new name of the Company.

RESOLVED FURTHER THAT new set of Articles of Association are approved and adopted, subject to the approval of members in the Extra Ordinary General Meeting, in substitution for and to the exclusion of the present Articles of Association.

RESOLVED FURTHER THAT any of the Director, jointly and/or severally, be and hereby authorised to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Director(s) to give effect to the aforesaid resolution."

ITEM NO. 6 - CONVENING OF EXTRA ORDINARY GENERAL MEETING OF THE COMPANY

The Chairman informed the members of the board that the Company is required to convene an Extra-Ordinary General Meeting for the purpose of alteration of Memorandum of Association of the Company, for which the consent of the shareholder is required.

The Board considered the same and passed the following resolution:

"RESOLVED THAT the Extra-Ordinary General Meeting of the Company will be convened on Thursday, the 07th day of October, 2021 at 11:00 A.M at the registered office of the Company situated at 192/6 Nitin Vihar OPP. Indian Oil Petrol Pump Near Hero Honda Chowk NH-8 Gurgaon Haryana-122001 to consider the matter given in the notice as draft placed before the meeting

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RESOLVED FURTHER THAT draft notice of Extra Ordinary General Meeting as placed before the Board together with explanatory statement thereto be and is hereby approved and Mr. Navin Katiyar, Director of the Company be and is hereby authorized to sign and issue the same to all the shareholders of the Company."

VOTE OF THANKS

There being no other business to transact, the meeting concluded with a vote of thanks to the Chair.

Date: 27/09/2021
Place: GURGAON


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ATTENDANCE SHEET

MEETING OF BOARD OF DIRECTORS

OF

PALUCK TECHNOLOGIES LIMITED

DATE: 27TH SEPTEMBER, 2021

DAY: MONDAY

TIME: 11:45 A.M.

VENUE: 192/6, NITIN VIHAR, OPP. INDIAN OIL PETROL PUMP,
NEAR HERO HONDA CHOWK, GURGAON, HARYANA-
122001

S. NO.	NAME OF DIRECTORS	SIGNATURE
1.	Mr. Praveen Kumar	<i>Praveen</i>
2.	Ms. Sarika	<i>Sarika</i>
3.	Mr. Navin Katiyar	<i>Navin</i>
4.	Mr. Sumit kumar Bajaj	<i>Sumit Bajaj</i>

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