

MINUTE BOOK



MINUTES OF THE EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF PALUCK TECHNOLOGIES PRIVATE LIMITED HELD ON FRIDAY, THE 01ST DAY OF MARCH, 2019 AT SHORTER NOTICE COMMENCED 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 GURGAON HARYANA-122001 AND CONCLUDED AT 11:30 A.M.

PRESENT:

Mrs. Sarika
Mr. Praveen Kumar
Mr. Navin Katiyar
Mr. Sumit kumar Bajaj

DESIGNATION:

Director & Member
Director & Member
Director & Member
Director & Member

The following documents and Registers were placed on the table:

- (i) Notice convening the EOGM;
- (ii) The Proxy Register with no proxy lodged with the Company in connection with the EOGM (remained open for inspection during the meeting);
- (iii) The Register and Index of Members of the Company (remained open for inspection during the meeting);
- (iv) The Register of Directors' and Key Managerial Personnel and their shareholdings (remained open for inspection during the meeting)
- (v) The Register of Contracts or arrangements in which the Directors were interested (remained open for inspection during the meeting).
- (vi) Draft of the Amended Memorandum of Association

In accordance with the provisions of Companies Act, 2013 Mr. Praveen Kumar was elected as chairman of the Meeting. At 11:00 A.M., Mr. Praveen Kumar commenced the meeting by welcoming the Members to the EOGM and announced that the requisite quorum being present, the meeting was called to order.

Thereafter, the Chairman commenced the formal agenda of the EOGM and with the consent of the Members present, the Notice dated 20th February, 2019, convening the EOGM along with explanatory statement annexed thereto, was taken as read.

The Chairman then announced that until 48 hours before the time of the commencement of the EOGM, no valid proxy was received.

The Chairman informed the shareholders about the flow of the events of EOGM and stated that after his speech will move to discussion and Q&A session and on the conclusion of the discussion and Q&A session, the shareholders could cast their votes on the resolutions through Show Hand.

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The Shareholders gave their consent to the said flow of that EOGM proceedings and the Chairman then shared his views on the subject that was relevant with respect to current environment and performance for the Company.

The meeting concluded at **11:30 A.M.** when the last vote was cast. The Chairman thanked the members for smooth conduct of the meeting.

1. APPROVAL FOR THE ISSUE OF BONUS SHARES

"RESOLVED THAT in accordance with the provisions of Section 63 and other applicable provisions of the Companies Act, 2013, read with Rule 14 of the Companies (Share Capital & Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the relevant provisions of the Memorandum and Articles of Association of the Company and the recommendation of the Board of Directors of the Company and other permissions, sanctions and approvals as may be required in this regard, consent of the members of the Company be and is hereby accorded to the Board for capitalization of such sum standing to the credit of the free reserves and security premium account of the Company, as may be considered necessary by the Board, for the purpose of issuance of bonus Equity Shares of Rs. 10/- (Rupees ten only) each, credited as fully paid-up Equity shares to the holders of the existing equity shares of the Company, whose names appear in the Register of Members, on such date as may be fixed in this regard by the Board, in the proportion of 2 (two) equity shares for every 1 (one) existing equity share held by the Members.

RESOLVED FURTHER THAT the Bonus Shares so allotted shall rank pari passu in all respects with the fully paid-up equity shares of the Company as existing and shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take all other steps as may be necessary to give effect to the aforesaid resolution and determine all other terms and conditions of the issue of bonus shares as the Board may in its absolute discretion deem fit."

The voting was done through the Show off Hand at the Extra Ordinary General Meeting for the above resolution. Voting results was as follows:

Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes	
	Nos.	%age	Nos.	%age	Nos.	%age
Total	4	100	0	0	0	0



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2. TO INCREASE THE AUTHORIZED SHARE CAPITAL

“RESOLVED THAT pursuant to the provisions of Section 61 read with Section 64 and other applicable provisions, if any, of the companies Act,2013 (including any amendment thereto or re-enactment thereto) and rules framed thereunder, the consent of the members of the company be and is hereby accorded to increase the Authorized Share Capital of the company from the existing Rs. 150,00,000/- (Rupees One Crore and Fifty Lakh) divided into 15,00,000 (Fifteen Lakh) Equity Share of Rs. 10/- (Rupees Ten) each to Rs. 3,00,00,000/- (Rupees Three Crore) divided into 30,00,000 (Thirty Lakh) Equity Shares of Rs. 10/- (Rupees Ten) each in all respect with the existing Equity Shares of the Company.

Alteration in the Capital Clause of Memorandum of Association

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 Section 13,61 and 64 and other applicable provisions of the companies Act,2013 (including any amendment thereto or re-enactment thereto) and the rules framed there under, the consent of the members of the Company be and is hereby accorded for substituting Clause V of the Memorandum of Association of the Company with the following clause.

V. The Authorized Share Capital of the Company is Rs. 300,00,000/- (Rupees Three Crore) divided into 30,00,000/- (Thirty Lakh) Equity Shares of face value of Rs. 10/- (Rupees Ten) each.”

The voting was done through the Show off Hand at the Extra Ordinary General Meeting for the above resolution. Voting results was as follows:

Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes	
	Nos.	%age	Nos.	%age	Nos.	%age
Total	4	100	0	0	0	0

Date of Entry: 01/03/2019


(Chairman)

Date of Sign: 01/03/2019

Place: Gurgaon

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ATTENDANCE SHEET

EXTRA ORDINARY GENERAL MEETING OF MEMBERS

OF

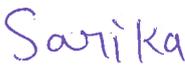
PALUCK TECHNOLOGIES PRIVATE LIMITED

DATE: 1st MARCH, 2019

DAY: FRIDAY

TIME: 11:00 A.M.

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

S. NO.	NAME OF MEMBER	SIGNATURE
1.	Mr. Praveen Kumar	
2.	Ms. Sarika	
3.	Mr. Navin Katiyar	
4.	Mr. Sumit Kumar Bajaj	

CHAIRMAN'S
INITIALS