

## **EGM NOTICE**

Shorter Notice is hereby given that the (01/2025-26) Extraordinary General Meeting (EGM) of the members of **SOLIZE India Technologies Private Limited** will be held on Monday 23<sup>rd</sup> June 2025 at 11:30 AM (IST) at the registered office of the company situated at 2<sup>nd</sup> Floor, Unit Nos. 201 B & 202, Brigade Opus, No. 70/401, Kodigehalli Gate, Hebbal, Bangalore- 560092 to transact the following businesses:

### **SPECIAL BUSINESS:**

#### **1. TO APPROVE THE CHANGE OF THE NAME OF THE COMPANY AND TO ALTER THE MEMORANDUM OF ASSOCIATION OF THE COMPANY CONSEQUENT TO THE NAME CHANGE.**

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

**"RESOLVED THAT** pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 read along with the Rule 29 of the Companies (Incorporation) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 framed thereunder (including any statutory modifications, amendments thereto or re-enactment thereof, the circulars, notifications, regulations, rules, guidelines, if any, issued by the Government of India) of the Companies Act, 2013, and subject to the approval of Central Government, the consent of the Members be and is hereby accorded for change of the name of the Company from "SOLIZE INDIA TECHNOLOGIES PRIVATE LIMITED" to "**SOLIZE PARTNERS INDIA PRIVATE LIMITED.**"

**"RESOLVED FURTHER THAT** Clause I of Memorandum of Association of the Company be and is hereby substituted with the following:

*I. The Name of the Company is "**SOLIZE PARTNERS INDIA PRIVATE LIMITED.**"*

**"RESOLVED FURTHER THAT** any of the Directors and/ or the Company Secretary of the Company be and is hereby authorized to do the necessary filings with the statutory authorities and to do such other acts, deeds as may be required to give effect to the aforesaid resolution including filing any e-forms with the Registrar of Companies."

**“RESOLVED FURTHER THAT** subsequent to obtaining all necessary approvals the name **“SOLIZE INDIA TECHNOLOGIES PRIVATE LIMITED”** wherever it appears on all the business letters, billheads, letter heads and other official publications be substituted with **“SOLIZE PARTNERS INDIA PRIVATE LIMITED”** and also the former name will be mentioned for a period of two years.”

**2. TO APPROVE THE ALTERATION OF THE ARTICLES OF ASSOCIATION OF THE COMPANY CONSEQUENT TO THE NAME CHANGE.**

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

**“RESOLVED THAT** pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 read along with the rules framed thereunder (including any statutory modifications, amendments thereto or re-enactment thereof, the circulars, notifications, regulations, rules, guidelines, if any, issued by the Government of India) of the Companies Act, 2013, and subject to the approval of Central Government, the approval of the Members be and is hereby accorded, in consequent to the change of the name of the Company, to amend the Articles of Association of the Company by replacing the words **“SOLIZE INDIA TECHNOLOGIES PRIVATE LIMITED”** with **“SOLIZE PARTNERS INDIA PRIVATE LIMITED”** wherever appearing.”

**“RESOLVED FURTHER THAT** any of the Directors and/ or the Company Secretary of the Company be and is hereby authorized to do the necessary filings with the statutory authorities and to do such other acts, deeds as may be required to give effect to the aforesaid resolution including filing any e-forms with the Registrar of Companies.”

**By order of the Board**

For **SOLIZE India Technologies Private Limited**



Sandeep K V

CS Membership Number: **A70091**

**Address:** Flat No-101, Ground Floor, Siri Spoorthi Enclave, No.78/3, 3<sup>rd</sup> Cross,  
1<sup>st</sup> Main, Simha Layout, Doctors Colony, Chikkalasandra, Karnataka -560061

**Date:** 12<sup>th</sup> June 2025

**Place:** Bengaluru

**Notes:**

1. Pursuant to the General circular no. 14/2020 dated 8th April 2020, General Circular no.17/2020 dated 13th April 2020, General Circular No. 20/2020 dated 5th May 2020, General Circular no. 02/2022 dated 5th May 2022, General Circular No. 10/2022 dated 28th December 2022, General Circular No. 09/2023 dated 25th September 2023 and latest being General Circular No. 09/2024 dated 19th September 2024 issued by the Ministry of Corporate Affairs (MCA) companies are allowed to convene their EGMs through video conferencing ("VC") or other audio-visual means ("OAVM"), without the physical presence of the members at a common venue. Hence, in accordance with the MCA Circulars, the Extra-Ordinary General Meeting (EGM) of the Company is being held through VC / OAVM. The members are requested to attend and participate in the EGM through VC/OAVM. In accordance with the Secretarial Standard-2 ("SS-2") on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") the proceedings of the EGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the EGM.
2. In terms of Section 113 of the Companies Act, 2013, a body corporate whether a company within the meaning of the Act or not, which is a member of this Company, may by a resolution of its Board, authorize such person as it thinks fit to act as representative at any meeting of the Company and a person so authorized shall be entitled to exercise the same powers on behalf of the Company which he represents, as if he is an individual shareholder of the Company.
3. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and proxy need not be a member. Since this EGM is being held through OAVM, physical attendance of the members has been dispensed with. Accordingly, the facility for the appointment of proxies by the members will not be available for this EGM. Hence the proxy form and the attendance slip are not annexed to this notice.
4. The time of the meeting is as per the Time Zone in India (Indian Standard Time).
5. The meeting allows two-way teleconferencing for the ease of participation of the members. The participants are allowed to pose questions concurrently and given time to submit questions in advance to the e-mail address of the company.

6. The facility for joining the meeting through Video Conferencing (VC) shall be opened before 15 minutes from the time scheduled to start the meeting and shall not be closed till the expiry of 15 minutes after the scheduled time.
7. Attendance of Members through Video Conferencing (VC) or Other Audio-Visual Means (OAV) be counted for the purpose of reckoning the quorum under section 103 of the Act.
8. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act 2013 and The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection electronically. The Members who want to inspect the registers are requested to send an email to sandeep.kv@solize.com
9. During the meeting held through VC or OAVM facility, where a poll on any item is required, the members shall cast their vote on the resolutions only by sending emails through their email addresses which are registered with the Company to designated email address of the Company.
10. Members are requested to address all correspondence to the Registered Office of the Company.
11. The detailed instructions to access and participate in the meeting is as follows:

**INSTRUCTIONS FOR VIDEO CONFERENCING (VC) OR OTHER AUDIO-VISUAL MEANS (OAVM)\*:**

Please click on link [Join the meeting now](#) .

1. Designated E-mail ID of the Company: sandeep.kv@solize.com
2. Contact No: +91 9901306630

\* Instructions for Video Conferencing (VC) or Other Audio-Visual Means is strictly for the purpose of Extra-ordinary General Meeting (EGM) to be held on Monday 23<sup>rd</sup> June 2025 at **11:30 AM (IST)**

## **EXPLANATORY STATEMENT**

### **Statement pursuant to section 102(1) of the Companies Act, 2013**

(setting out material facts concerning the item of special business to be transacted at the extra-ordinary general meeting is detailed hereunder)

#### **ITEM NO. 1**

Your directors proposed to change the name of the Company at their Board Meeting held on 04<sup>th</sup> June 2025 and subsequently filed for the name reservation form with Central Registration Centre (CRC), MCA, vide SRN AB4441936. The proposed name i.e., **SOLIZE PARTNERS INDIA PRIVATE LIMITED** got approved by the CRC. The proposed change in name is being undertaken to reflect the Company's evolving business structure and future direction, including its alignment with group branding and strategic objectives.

Consequent to the proposed name change, it is necessary to amend the Name Clause (Clause I) of the Memorandum of Association (MOA) of the Company to reflect the new name. Other provisions of the MOA remain unaltered. The draft copy of the MOA of the Company is available for inspection through electronic mode on any working day during business hours till the date of the Extra- ordinary General Meeting.

Pursuant to Section 13 of the Companies Act, 2013, any alteration of the Memorandum of Association, including a change in the name of the company, requires approval of the members by way of a Special Resolution and subsequent approval of the relevant authorities.

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

The Board recommends the resolution as set out in Item No. 1 for the approval of the members as a **Special Resolution**.

#### **ITEM NO. 2**

In view of the proposed change in the name of the Company as stated in Item No. 1 above, it is necessary to make consequential amendments to the Articles of Association (AOA) of the Company by substituting the existing name wherever it appears with the new name "**SOLIZE PARTNERS INDIA PRIVATE LIMITED**."

Pursuant to Section 14 of the Companies Act, 2013, any alteration to the Articles of Association of a company requires the approval of the members by way of a Special Resolution.

Accordingly, the Board recommends that the members approve the alteration of the Articles of Association to reflect the new name of the Company. The draft copy of the Articles of Association of the Company is available for inspection through electronic mode on any working day during business hours till the date of the Extra- Ordinary General Meeting.

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

The Board recommends the resolution as set out in Item No. 2 for the approval of the members as a **Special Resolution**.

**By order of the Board**

For **SOLIZE India Technologies Private Limited**



Sandeep K V

CS Membership Number: **A70091**

**Address:** Flat No-101, Ground Floor, Siri Spoorthi Enclave, No.78/3, 3<sup>rd</sup> Cross,  
1<sup>st</sup> Main, Simha Layout, Doctors Colony, Chikkalasandra, Karnataka -560061

**Date:** 12<sup>th</sup> June 2025

**Place:** Bengaluru