

ABC Private Limited

Registered Office: Sy No 1009/B, Kukatpally, Hyderabad - 500084

CIN: U70100TG2020PTCXXXXXX, Email id: abc@gmail.com, Phone No: 040 - 12345678

EXTRACTS OF THE MINUTES OF THE MEETING OF BOARD OF DIRECTORS OF M/S ABC PRIVATE LIMITED HELD ON FRIDAY 14TH MAY 2021 AT SY NO 1009/B, KUKATPALLY, HYDERABAD - 500084 AT 11.00 A.M

Increase in Authorised Share Capital of the Company

"RESOLVED THAT pursuant to the provisions of Section 61 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made thereunder or any modification(s) or re-enactment thereof and subject to the provisions of its Articles of Association and approval of shareholders in general meeting, the authorized share capital of the Company, be and is hereby increased from Rs. 10,00,000 [Rupees Ten Lakhs Only] divided into 1,00,000 [One Lakh Only] Equity Shares of Rs. 10/- (Rupees Ten) each to Rs. 50,00,000 [Rupees Fifty Lakhs Only] divided into 3,00,000 (Three Lakhs Only) Equity Shares of Rs. 10/- (Rupees Ten) each and 20,000 (Twenty Thousand Only) preference shares of Rs. 100/- (Rupees Hundred) each, by creation of additional 3,00,000 (Three Lakhs Only) equity shares of Rs. 10/- (Rupees Ten) each and 20,000 (Twenty Thousand Only) preference shares of Rs. 100/- (Rupees Hundred) each.

RESOLVED FURTHER THAT pursuant to Section 13 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made thereunder the existing clause 5 of the Memorandum of Association of the Company relating to share capital be and is hereby deleted and in its place the following new and amended clause 5 be substituted:

Clause 5

The Authorized Share Capital of the Company is Rs. 50,00,000 [Rupees Fifty Lakhs Only] divided into 3,00,000 (Three Lakhs Only) Equity Shares of Rs. 10/- (Rupees Ten) each and 20,000 (Twenty Thousand Only) preference shares of Rs. 100/- (Rupees Hundred) each.

Resolved further that the Directors of the Company be and are hereby authorized severally to file necessary e-forms with Registrar of Companies, Telangana and to do and perform all such other acts, deeds and things as may be necessary or desirable to give effect to the above resolution."

Certified to be true
For ABC Private Limited

Amit
Director
Din: 07452312

ABC Private Limited

Registered Office: Sy No 1009/B, Kukatpally, Hyderabad - 500084

CIN: U70100TG2020PTCXXXXXX, Email id: abc@gmail.com, Phone No: 040 - 12345678

EXTRACTS OF THE MINUTES OF THE MEETING OF BOARD OF DIRECTORS OF M/S ABC PRIVATE LIMITED HELD ON FRIDAY 14TH MAY 2021 AT SY NO 1009/B, KUKATPALLY, HYDERABAD - 500084 AT 11.00 A.M

Convening of Extra – Ordinary General Meeting

"RESOLVED THAT an extra-ordinary general meeting of the company be convened on Saturday 15th May 2021 at 11.00 A.M at Sy No 1009/B, Kukatpally, Hyderabad - 500084 to obtain the consent of shareholders of the company for the proposed increase in the authorised share capital.

RESOLVED FURTHER THAT the draft notice of the extra-ordinary general meeting placed before this meeting and initialed by the chairman/chairperson for the purpose of identification, be and is hereby approved and Mr. Amit, of the company be and is hereby authorised to sign and issue the same to all the directors, members and auditors of the company.

RESOLVED FURTHER THAT any Director of the company be and is hereby authorised to do all act, things and deeds necessary for the said purposes."

Certified to be true
For ABC Private Limited

Amit
Director
Din: 07452312

Minutes of the Meeting of the Board of Directors of ABC Private Limited held on Friday 14th May 2021 at Sy No 1009/B, Kukatpally, Hyderabad - 500084 from 11.00 A.M

Directors Present

1. Mr. Amit
2. Mr. Anuj
3. Mr. Varun
4. Mr.
5. Mr.

1. Chairman for the Meeting

Mr. Amit was elected as the Chairman of the Meeting.

2. Leave of absence:

All Directors were duly present.

3. Quorum

The business before the Meeting was taken up after having established that the requisite quorum was present.

4. Minutes of the previous Board Meeting

The Minutes of the previous Board Meeting was placed before the meeting, and noted as read, confirmed and correctly recorded.

5. Review of Performance

The Chairman placed before the Board a note on the performance of the Company.

6. Increase in Authorised Share Capital of the Company and alteration of Memorandum of Association

The Chairman informed the board that the present authorized share capital of the company is Rs. 10,00,000 [Rupees Ten Lakhs Only] divided into 1,00,000 [One Lakh Only] equity shares of Rs. 10/- (Rupees Ten). The growth of the company's operations requires augmentation of resources.

As the Company may need to raise fresh capital in the near future, it was decided to increase the Authorized Capital of the Company by creation of Preference Share Capital.

The Board discussed the matter and passed the following resolution

"RESOLVED THAT pursuant to the provisions of Section 61 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made thereunder or any modification(s) or re-enactment thereof and subject to the provisions of its Articles of Association and approval of shareholders in general meeting, the authorized share capital of the Company, be and is hereby increased from Rs. 10,00,000 [Rupees Ten Lakhs Only] divided into 1,00,000 [One Lakh Only] Equity Shares of Rs. 10/- (Rupees Ten) each to Rs. 50,00,000 [Rupees Fifty Lakhs Only] divided into 3,00,000 (Three Lakhs Only) Equity Shares of Rs. 10/- (Rupees Ten) each and 20,000 (Twenty Thousand Only) preference shares of Rs. 100/- (Rupees Hundred) each, by creation of additional 3,00,000 (Three

Lakhs Only) equity shares of Rs. 10/- (Rupees Ten) each and 20,000 (Twenty Thousand Only) preference shares of Rs. 100/- (Rupees Hundred) each.

RESOLVED FURTHER THAT pursuant to Section 13 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made thereunder the existing clause 5 of the Memorandum of Association of the Company relating to share capital be and is hereby deleted and in its place the following new and amended clause 5 be substituted:

Clause 5

The Authorized Share Capital of the Company is Rs. 50,00,000 [Rupees Fifty Lakhs Only] divided into 3,00,000 (Three Lakhs Only) Equity Shares of Rs. 10/- (Rupees Ten) each and 20,000 (Twenty Thousand Only) preference shares of Rs. 100/- (Rupees Hundred) each.

Resolved further that the Directors of the Company be and are hereby authorized severally to file necessary e-forms with Registrar of Companies, Telangana and to do and perform all such other acts, deeds and things as may be necessary or desirable to give effect to the above resolution."

7. Convening of Extra – Ordinary General Meeting

The Chairman informed the Board that an extra ordinary general meeting has to be convened for obtaining shareholders' approval for increase in Authorised Capital. The Board members discussed and approved the following resolution:

"RESOLVED THAT an extra-ordinary general meeting of the company be convened on Saturday 15th May 2021 at 11.00 A.M at Sy No 1009/B, Kukatpally, Hyderabad - 500084 to obtain the consent of shareholders of the company for the proposed increase in the authorised share capital.

RESOLVED FURTHER THAT the draft notice of the extra-ordinary general meeting placed before this meeting and initialed by the chairman/chairperson for the purpose of identification, be and is hereby approved and Mr. Amit, of the company be and is hereby authorised to sign and issue the same to all the directors, members and auditors of the company.

RESOLVED FURTHER THAT any Director of the company be and is hereby authorised to do all act, things and deeds necessary for the said purposes."

8. Conclusion of the Meeting

There being no other business, the Meeting concluded at 11.30 A.M with a vote of thanks to the Chair.

Chairman

Date:

Place:

Entered on

ABC Private Limited

Board Meeting Attendance Sheet

Date of Board Meeting	Friday 14th May 2021
Place of Board Meeting	Sy No 1009/B, Kukatpally, Hyderabad - 500084
Time	11.00 A.M

S.No	Name of the Director	Signature of the Director
1	Mr. Amit	
2	Mr. Anuj	
3	Mr. Varun	
4	Mr.	
5	Mr.	

ABC Private Limited

Regd Office: Sy No 1009/B, Kukatpally, Hyderabad - 500084

CIN: U70100TG2020PTCXXXXXX Email: abc@gmail.com, Phone: 040 - 12345678

NOTICE is hereby given that the Extraordinary General Meeting of the Members of the Company will be held on Saturday 15th May 2021 at 11.00 A.M at Sy No 1009/B, Kukatpally, Hyderabad - 500084 to transact the following business:-

SPECIAL BUSINESS:

Increase in Authorised Share Capital of the Company and consequential amendment in Memorandum of Association of the Company

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 61 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the Rules framed thereunder, consent of the members of the Company be and is hereby accorded for increase in the Authorised Share Capital of the Company from existing Rs. 10,00,000 [Rupees Ten Lakhs Only] divided into 1,00,000 [One Lakh Only] Equity Shares of Rs. 10/- (Rupees Ten) each to Rs. 50,00,000 [Rupees Fifty Lakhs Only] divided into 3,00,000 (Three Lakhs Only) Equity Shares of Rs. 10/- (Rupees Ten) each and 20,000 (Twenty Thousand Only) preference shares of Rs. 100/- (Rupees Hundred) each, by creation of additional 3,00,000 (Three Lakhs Only) equity shares of Rs. 10/- (Rupees Ten) each and 20,000 (Twenty Thousand Only) preference shares of Rs. 100/- (Rupees Hundred) each.

RESOLVED FURTHER THAT pursuant to Section 13 and all other applicable provisions, if any, of the Companies Act, 2013, consent of the members of the Company be and is hereby accorded, for alteration of Clause 5 of the Memorandum of Association of the Company by substituting in its place and stead the following:-

"5. The Authorized Share Capital of the Company is Rs. 50,00,000 [Rupees Fifty Lakhs Only] divided into 3,00,000 (Three Lakhs Only) Equity Shares of Rs. 10/- (Rupees Ten) each and 20,000 (Twenty Thousand Only) preference shares of Rs. 100/- (Rupees Hundred) each."

RESOLVED FURTHER THAT approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard."

For and on behalf of the Board of Directors

Amit

Director

Din: 07452312

Place:

Date: Friday 14th May 2021
Regd Office: Sy No 1009/B, Kukatpally, Hyderabad - 500084
CIN: U70100TG2020PTCXXXXXX

Notes:

1. The explanatory statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013, relating to special business to be transacted at the Meeting is annexed.

2. A Member entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and, on a poll, to vote instead of himself and the Proxy need not be a Member of the company.

3. Proxies, in order to be effective, must be received in the enclosed Proxy Form at the Registered Office of the company not less than forty-eight hours before the time fixed for the Meeting.

4. A person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A Member holding more than ten percent of total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

5. A Corporate Member intending to send its authorised representatives to attend the Meeting in terms of Section 113 of the Companies Act, 2013 is requested to send to the company a certified copy of the Board Resolution authorizing such representative to attend and vote on its behalf at the Meeting.

**Explanatory Statement
(Pursuant to Section 102(1) of the Companies Act, 2013)**

The present Authorised Share Capital of the Company is Rs. 10,00,000 [Rupees Ten Lakhs Only] comprising of 1,00,000 [One Lakh Only] Equity Shares of Rs. 10/- (Rupees Ten) each. Considering the increased fund requirements of the Company, the Board at its Meeting held on Friday 14th May 2021, had accorded its approval for increasing the Authorised Share Capital from Rs. 10,00,000 [Rupees Ten Lakhs Only] to Rs. 50,00,000 [Rupees Fifty Lakhs Only] by creation of 3,00,000 (Three Lakhs Only) additional equity share of Rs. 10/- (Rupees Ten) each and 20,000 (Twenty Thousand Only) preference shares of Rs. 100/- (Rupees Hundred) , subject to shareholders approval.

It is therefore proposed to increase the Authorised Share Capital of the Company from Rs. 10,00,000 [Rupees Ten Lakhs Only] to Rs. 50,00,000 [Rupees Fifty Lakhs Only] by creation of 3,00,000 (Three Lakhs Only) additional equity share of Rs. 10/- (Rupees Ten) each and 20,000 (Twenty Thousand Only) preference shares of Rs. 100/- (Rupees Hundred) each.

Consequently, Clause 5 of the Memorandum of Association would also require alteration so as to reflect the changed Authorised Share Capital.

The proposal for increase in Authorised Share Capital and amendment of Memorandum of Association of the Company requires approval of members at a general meeting.

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

The consent of the members is, therefore, being sought for passing the aforesaid resolution of the notice as an Ordinary Resolution.

For and on behalf of the Board of Directors

Amit
Director
Din: 07452312

Place:

Date: Friday 14th May 2021

Regd Office: Sy No 1009/B, Kukatpally, Hyderabad - 500084

CIN: U70100TG2020PTCXXXXXX

ABC Private Limited

Regd Office: Sy No 1009/B, Kukatpally, Hyderabad - 500084

CIN: U70100TG2020PTCXXXXXX Email: abc@gmail.com

EXTRACTS OF THE MINUTES OF THE EXTRA ORDINARY GENERAL OF THE MEMBERS OF ABC PRIVATE LIMITED HELD ON SATURDAY 15TH MAY 2021 AT 11.00 A.M AT SY NO 1009/B, KUKATPALLY, HYDERABAD - 500084

"RESOLVED THAT pursuant to the provisions of Section 61 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the Rules framed thereunder, consent of the members of the Company be and is hereby accorded for increase in the Authorised Share Capital of the Company from existing Rs. 10,00,000 [Rupees Ten Lakhs Only] divided into 1,00,000 [One Lakh Only] Equity Shares of Rs. 10/- (Rupees Ten) each to Rs. 50,00,000 [Rupees Fifty Lakhs Only] divided into 3,00,000 (Three Lakhs Only) Equity Shares of Rs. 10/- (Rupees Ten) each and 20,000 (Twenty Thousand Only) preference shares of Rs. 100/- (Rupees Hundred) each, by creation of additional 3,00,000 (Three Lakhs Only) equity shares of Rs. 10/- (Rupees Ten) each and 20,000 (Twenty Thousand Only) preference shares of Rs. 100/- (Rupees Hundred) each.

RESOLVED FURTHER THAT pursuant to Section 13 and all other applicable provisions, if any, of the Companies Act, 2013, consent of the members of the Company be and is hereby accorded, for alteration of Clause 5 of the Memorandum of Association of the Company by substituting in its place and stead the following:-

"5. The Authorized Share Capital of the Company is Rs. 50,00,000 [Rupees Fifty Lakhs Only] divided into 3,00,000 (Three Lakhs Only) Equity Shares of Rs. 10/- (Rupees Ten) each and 20,000 (Twenty Thousand Only) preference shares of Rs. 100/- (Rupees Hundred) each."

RESOLVED FURTHER THAT approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard."

**Explanatory Statement
(Pursuant to Section 102(1) of the Companies Act, 2013)**

The present Authorised Share Capital of the Company is Rs. 10,00,000 [Rupees Ten Lakhs Only] comprising of 1,00,000 [One Lakh Only] Equity Shares of Rs. 10/- (Rupees Ten) each. Considering the increased fund requirements of the Company, the Board at its Meeting held on Friday 14th May 2021, had accorded its approval for increasing the Authorised Share Capital from Rs. 10,00,000 [Rupees Ten Lakhs Only] to Rs. 50,00,000 [Rupees Fifty Lakhs Only] by creation of 3,00,000 (Three Lakhs Only) additional equity share of Rs. 10/- (Rupees Ten) each and 20,000 (Twenty Thousand Only) preference shares of Rs. 100/- (Rupees Hundred) , subject to shareholders approval.

It is therefore proposed to increase the Authorised Share Capital of the Company from Rs. 10,00,000 [Rupees Ten Lakhs Only] to Rs. 50,00,000 [Rupees Fifty Lakhs Only] by creation of 3,00,000

(Three Lakhs Only) additional equity share of Rs. 10/- (Rupees Ten) each and 20,000 (Twenty Thousand Only) preference shares of Rs. 100/- (Rupees Hundred) each.

Consequently, Clause 5 of the Memorandum of Association would also require alteration so as to reflect the changed Authorised Share Capital.

The proposal for increase in Authorised Share Capital and amendment of Memorandum of Association of the Company requires approval of members at a general meeting.

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

The consent of the members is, therefore, being sought for passing the aforesaid resolution of the notice as an Ordinary Resolution.

Certified to be true
For ABC Private Limited

Amit
Director
Din: 07452312

MINUTES OF THE PROCEEDINGS OF EXTRA ORDINARY GENERAL OF ABC PRIVATE LIMITED HELD ON SATURDAY 15TH MAY 2021 AT 11.00 A.M AT SY NO 1009/B, KUKATPALLY, HYDERABAD - 500084

The following were present:

1	Mr. Amit	Director / Member
2	Mr. Anuj	Director / Member
3	Mr. Varun	Director / Member
4	Mr.	Director / Member
5	Mr.	Director / Member
6		

Chairman

Mr. Amit was elected as Chairman of the Meeting.

The Chairman welcomed the Members and introduced the Directors seated on the Dias.

Quorum was present at the commencement of the Meeting as well as at the time of consideration of each item of business.

With the consent of the Members present, the Notice convening the Extra- Ordinary General Meeting of the company was taken as read.

The business of the Meeting, as per the Notice thereof, was thereafter taken up item- wise.

Increase in Authorised Share Capital of the Company and consequential amendment in Memorandum of Association of the Company

Proposed by: Mr. Vishal

Seconded by: Mr. Vineet

The following Resolution having been proposed and seconded by the aforementioned two Members, was put to the vote as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 61 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the Rules framed thereunder, consent of the members of the Company be and is hereby accorded for increase in the Authorised Share Capital of the Company from existing Rs. 10,00,000 [Rupees Ten Lakhs Only] divided into 1,00,000 [One Lakh Only] Equity Shares of Rs. 10/- (Rupees Ten) each to Rs. 50,00,000 [Rupees Fifty Lakhs Only] divided into 3,00,000 (Three Lakhs Only) Equity Shares of Rs. 10/- (Rupees Ten) each and 20,000 (Twenty Thousand Only) preference shares of Rs. 100/- (Rupees Hundred) each, by creation of additional 3,00,000 (Three Lakhs Only) equity shares of Rs. 10/- (Rupees Ten) each and 20,000 (Twenty Thousand Only) preference shares of Rs. 100/- (Rupees Hundred) each.

RESOLVED FURTHER THAT pursuant to Section 13 and all other applicable provisions, if any, of the Companies Act, 2013, consent of the members of the Company be and is hereby accorded, for alteration of Clause 5 of the Memorandum of Association of the Company by substituting in its place and stead the following:-

"5. The Authorized Share Capital of the Company is Rs. 50,00,000 [Rupees Fifty Lakhs Only] divided into 3,00,000 (Three Lakhs Only) Equity Shares of Rs. 10/- (Rupees Ten) each and 20,000 (Twenty Thousand Only) preference shares of Rs. 100/- (Rupees Hundred) each."

RESOLVED FURTHER THAT approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard."

The Chairman enquired if there were any clarifications required on the same.

Since none of the Members required any clarification, the Ordinary Resolution was put to vote and on a show of hands declared carried by the requisite majority.

Close of the Meeting

There being no other business to transact, the Meeting closed at 11.45 A.M with a vote of thanks to the Chair.

Chairman

Place:

Date:

ABC Private Limited

Extra Ordinary General Meeting Attendance Sheet

Date of Extra Ordinary General Meeting	Saturday 15th May 2021
Place of Extra Ordinary General Meeting	Sy No 1009/B, Kukatpally, Hyderabad - 500084
Time	11.00 A.M

S.No	Name of the Director / Member	Signature of the Director / Member
1	Mr. Amit	
2	Mr. Anuj	
3	Mr. Varun	
4	Mr.	
5	Mr.	

