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**AUTOLYTICS TECHNOLOGY PRIVATE LIMITED**  
**CIN # U74140KAPTC123726**

2nd Floor, Simpliwork, Salarpuria Sattva Supreme, Marathahalli -  
Sarjapur Outer Ring Rd, Marathahalli, Bengaluru, Karnataka 560037

Composite Corporate Agency License No. CA0839 valid till 22nd January 2026  
URL: [www.actyv.ai](http://www.actyv.ai)  
Email: [legal@actyv.com](mailto:legal@actyv.com)



## **SHORTER NOTICE OF EXTRAORDINARY GENERAL MEETING**

To,

**All Shareholders**

**Board Members; and**

**Statutory Auditors**

Shorter Notice is hereby given that an Extraordinary General Meeting of the members of Autolytics Technology Private Limited (the “**Company**”) will be held on Friday, 31<sup>st</sup> March 2023 at 04.30 P.M. at deemed venue at the registered office of the company situated at 2nd Floor, Wing B, Salarpuria Supreme Marathahalli Village, Marathahalli Bangalore 560037, Karnataka, India to transact the following business through video conference:

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

#### **APPROVAL FOR ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION OF THE COMPANY:**

To consider and, if thought fit, to pass, with or without modifications, the following **Special Resolution:**

“**RESOLVED THAT** pursuant to Sections 5 and 14 and other applicable provisions, if any, of the Companies Act, 2013, Memorandum and Articles of Association of the Company, approval of the shareholders be and are hereby accorded unanimously for adopting new set of Articles of Association of the Company, as enclosed with the notice and initialled by the Chairman.

**RESOLVED FURTHER THAT** any Director of the Company, be and is hereby severally authorized to, sign and file all the necessary forms and other necessary documents as may be required by the statutory authorities to be filed, and specifically, to sign and file the relevant forms with the jurisdictional Registrar of Companies, Bangalore and to do such acts and deeds that may be required for the purpose of effecting the aforesaid resolution and to submit all documents to the concerned authorities with regard to the same and to do all such acts, things and deeds as may be necessary in this regard.”

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The link of the meeting to be held through video conference is provided below:

[Click here to join the meeting.](#)

Request you to kindly accord your written consent to convening the meeting at shorter notice in the form annexed hereto and kindly make it convenient to attend the meeting.

**By the order of Board**

**For Autolytics Technology Private Limited**

A handwritten signature in blue ink, appearing to be 'R. Thirumurthi', written over a horizontal line.



**Ramkumar Thirumurthi**

**Director [DIN: 00893800]**

**Address:** A 001, Ebony Block Godrej  
Woodsman Estate, Bellary Road, Hebbal,  
Bengaluru- 560024, Karnataka, INDIA

Date: 30<sup>th</sup> March 2023

Place: Bengaluru

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## Notes:

1. A member entitled to attend and vote at the extraordinary general 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.

A person can act as proxy on behalf of members not exceeding fifty (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 (10%), of the total share capital of the Company carrying voting rights may appoint a single person as proxy, and such person shall not act as proxy for any other person or shareholder.

2. The instrument(s) appointing the proxy, if any, should be delivered at the registered office of the Company, not less than 48 (forty-eight) hours before the commencement of the meeting. The instrument of proxy if received in default of above shall be treated as invalid. Proxies shall not have any right to speak at the meeting. Proxy form is enclosed as Annexure 3.
3. All documents referred to in the notice and explanatory statement are open for inspection by the members at the registered office of the Company on all working days during business hours up to the date of the meeting or any adjournment thereof.
4. The Corporate Members intending to send their Authorized Representatives to attend the EGM pursuant to Section 113 of the Companies Act, 2013 are requested to send a certified copy of the Board resolution to attend and vote on their behalf at the general meeting.
5. As per the Articles of Association of the company, twenty- one days' notice is sufficient for convening General Meeting of the company and the meeting can also be convened at shorter notice by obtaining consent from members holding 95% of the paid-up capital and voting rights in the Company.
6. Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013 is annexed hereto and forms part of the notice as Annexure 1.

- Attendance slip and proxy form forms part of this notice convening the extraordinary general meeting is Annexed as Annexure 2 and 3 respectively.
- Route map and landmark details for the venue of Extra-Ordinary General Meeting of the Company are as below:

**Landmark: Salarpuria Supreme, Marathahalli**



## ANNEXURE 1

### EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

#### ITEM NO. 1

#### APPROVAL FOR ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION OF THE COMPANY

Keeping in view, the cancellation of Autolytics Technology Employee Stock Option Plan – 2021 (“ESOP”) by way of an ordinary resolution passed by the members of the Company as on 09<sup>th</sup> January 2023, the Board proposes to adopt a new set of Articles of Association (AOA) in accordance with the provisions of the Companies Act, 2013. The copies of the new set of AOA will be tabled before the board and are available for inspection at the Registered Office of the Company during working days till the date of the Meeting.

The additional information as per section 102(1) (a) and (b) is as follows:

- a. The nature of concern or interest, financial or otherwise, if any:
  - a. Every director and the manager, if any : *None*
  - b. Every other key managerial personnel : *None*
  - c. Relatives of the persons mentioned in sub-clauses (i) and (ii) above : *None*
- b. Any other information and facts that may enable members to understand the meaning, scope and implication of the items of business to take decision thereon. – *As above.*

Your directors have accordingly recommended the aforesaid resolution as ***Special Resolution*** for your approval.

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**By the order of Board**

**For Autolytics Technology Private Limited**

A handwritten signature in blue ink, appearing to read 'R. Thirumurthi', positioned above a horizontal line.



**Ramkumar Thirumurthi**

**Director [DIN: 00893800]**

**Address:** A 001, Ebony Block Godrej

Woodsman Estate, Bellary Road, Hebbal,

Bengaluru- 560024, Karnataka, INDIA

Date: 30<sup>th</sup> March 2023

Place: Bengaluru

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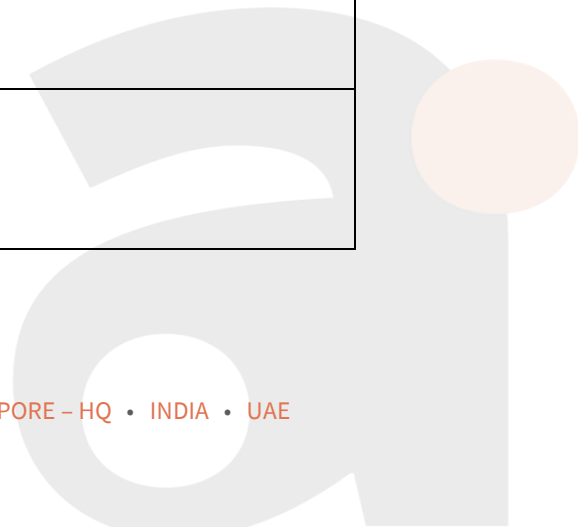


**ANNEXURE 2**

**ATTENDANCE SLIP OF GENERAL MEETINGS OF THE COMPANY**

(Please complete this attendance slip and hand it over at the entrance of the venue)

<b>Date of the meeting</b>	
<b>Type of the meeting</b> <i>(i.e. Annual General Meeting or Extra-Ordinary General Meeting)</i>	
<b>Full Name of the Shareholder/ Authorized representative</b>	
<b>As an authorized representative of (If applicable)</b>	
<b>No. of shares held</b>	
<b>Name of Proxy (if any)</b>	
<b>Signature</b>	





**ANNEXURE -3**

**FORM OF APPOINTMENT OF PROXY**

(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014)

CIN :  
Name of the Company :  
Registered Office :  
Name of the Member :  
Registered Address :  
E-mail id :  
Folio No/Client id :  
DP ID :

I/We, being the member (s) of ..... shares of the above-named company, hereby appoint

1. Name:  
Address:  
E-mail id:  
Signature:..... or failing him

2. Name:  
Address:  
E-mail id:  
Signature:..... or failing him

3. Name:  
Address:





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E-mail id:

Signature:.....

or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the ..... Annual General Meeting/Extra-ordinary General Meeting of the company, to be held on the .....day of .....at.....a.m. /p.m. at (place) and at any adjourned thereof in respect of such resolutions as are indicated below:

Resolution No.

- 1.....
- 2.....
- 3.....

Affix  
Revenue  
Stamp

Signed this ..... day of .....2023

\_\_\_\_\_  
**Signature of shareholder**

\_\_\_\_\_  
**Signature of Proxy holder(s)**

*Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours the commencement of the Meeting.*

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