



Exato Technologies Pvt. Ltd.

Previously Known as Exato Technologies (OPC) Private Limited

To,

All the members, directors and auditors,
Exato Technologies Private Limited.

Notice is hereby given that 03rd (Third) Annual General Meeting of the Members of Exato Technologies Private Limited will be held on Monday, the 28th day of August, 2020 at the registered office of the Company situated at: House No. 359, First Floor, Alipur Road, Narela Mandi, New Delhi – 110040 at 11:00 A.M., to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the audited standalone financial statements of the Company for the financial year ended 31st March, 2020 and the reports of the Board of Directors and Auditors thereon and to consider and if thought fit, pass with or without modification(s), the following resolutions as Ordinary Resolutions:

“RESOLVED THAT the audited standalone financial statements of the Company for the financial year ended 31st March, 2020 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

“RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized to do all such acts and deeds as may be necessary to give effect to the aforesaid resolution.”

SPECIAL BUSINESS:

2. To regularize appointment of Mr. Varun Gupta (DIN: 08675648) as Executive Director of the Company and to consider and if thought fit, pass with or without modification(s), the following resolutions as Ordinary Resolutions:

“RESOLVED THAT pursuant to the provisions of Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification/s or re-enactment thereof for the time being in force) and upon recommendation of the Board at its meeting held on 17.08.2020, Mr. Varun Gupta (DIN: 08675648) who was

Registered Office: H. No, 359, Alipur Road Narela Mandi, New Delhi-110040

Corporate Office: A-90, Sector-4, Noida-201301

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appointed as an Additional Director on the Board of the Company w.e.f 28.09.2020 in terms of Section 161 (1) of the Companies Act, 2013 and Article 66 of the Articles of Association of the Company; be and is hereby appointed as Executive director of the Company.”

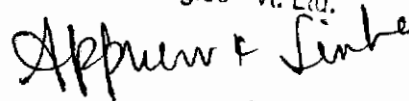
“RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to do all such acts and deeds as may be required to give effect to the aforesaid resolution.”

**Registered Office: House No.359,
First Floor, Alipur Road, Narela
Mandi, New Delhi – 110040.**

**Place: New Delhi
Date: 18.08.2020**

**By order of the Board of Directors
For: Exato Technologies Private Limited**

Exato Technologies Pvt. Ltd.



(Appuorv Kumar Sinha)^{Director}

Director

DIN: 07918398

Contact No.: +91 97118 30002

Email id: account@exatotechnologies.com

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 (1) OF THE COMPANIES ACT, 2013 FOR ABOVE RESOLUTIONS:

The following explanatory statement sets out the material facts relating to the special business mentioned in the accompanying notice dated 18.08.2020:

Item No. 2:

Mr. Varun Gupta (DIN: 08675648) was appointed as an 'Additional Director (Executive)' by the Board of Directors w.e.f 28.01.2020. The said appointment was made in terms of Section 152, 161 of the Companies Act, 2013 and Article 66 of Articles of Association of the Company. His tenure is expiring at the ensuing Annual General Meeting.

Presence of Mr. Varun Gupta as a Director in the Board will be beneficial for the Company. Keeping in view the dedication and contribution made by Mr. Varun Gupta towards the growth of the Company it is proposed to regularize the appointment of Mr. Varun Gupta as Executive Director of the Company.

The Board of Directors of the Company has approved the regularization of Mr. Varun Gupta as an Executive Director of the Company at its meeting held on 17.08.2020 and recommended to shareholders of the Company for their approval by passing Ordinary Resolution.

None of the Director and their relatives is in any way interested or concerned in the resolution except to the extent of their shareholding.

Resolution No.	Resolution	Vote (optional see Note 2) (Please mention no. of shares)		
		For	Against	Abstain
1.	To consider and adopt the audited standalone financial statements of the Company for the financial year ended 31 st March, 2020 and the reports of the Board of Directors and Auditors thereon.			
2.	To regularize appointment of Mr. Varun Gupta (DIN: 08675648) as Executive Director of the Company.			

Signed this..... day of..... 2020

Signature of shareholder

Signature of Proxy holder(s)

Note:

1. This form of proxy in order to be effective should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the meeting.
2. It is optional to indicate your preference, if you leave the "for, against or abstain" column blank against the resolution, your proxy will be entitled to vote in the manner as he / she may deem appropriate.

