

SATTRIX INFORMATION SECURITY PRIVATE LIMITED

CIN: U72200GJ2013PTC076845

Registered Office: 28, Damubhai Colony, Bhattha, Paldi, Ahmedabad 380007, Gujarat, India.

Email id: sachin.gajjar@satrix.com | Telephone no.: +91 7968196800

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF SATTRIX INFORMATION SECURITY PRIVATE LIMITED AT THE REGISTERED OFFICE OF THE COMPANY AT 28, DAMUBHAI COLONY, BHATTHA, PALDI, AHMEDABAD 380007, GUJARAT, INDIA, HELD ON 30TH OCTOBER, 2023, MONDAY AT 10:00 A.M & CONCLUDED AT 11:00 A.M.

ITEM NO. 1 CONVERSION OF THE COMPANY FROM “PRIVATE LIMITED” TO “PUBLIC LIMITED” BY DELETING THE WORD “PRIVATE” FROM THE NAME OF THE COMPANY

“RESOLVED THAT pursuant to the provision of section 13, 14, 18 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, and subject to approval of such authorities as may be required, the consent of members of the Company be and is hereby accorded for the conversion of the company from “Private Limited” to “Public Limited” and consequently the name of the Company be changed from “**SATTRIX INFORMATION SECURITY PRIVATE LIMITED**” to “**SATTRIX INFORMATION SECURITY LIMITED**” by deletion of the word “PRIVATE” from the name of company.

RESOLVED FURTHER THAT pursuant to the provisions of Section 13 and any other applicable provisions of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the rules framed thereunder the consent of the Members be and is hereby accorded for substituting Clause I (Name Clause) of the Memorandum of Association of the Company with the following:

Clause I: “The Name of the Company is **SATTRIX INFORMATION SECURITY LIMITED**”.

ITEM 2.- TO ADOPT NEW SET OF ARTICLES OF ASSOCIATION DUE TO CONVERSION OF COMPANY FROM PRIVATE LIMITED TO PUBLIC LIMITED

“RESOLVED THAT the word ‘Private’ wherever it appears in the name of company in the Memorandum and Articles of Association of the Company, letter heads, name plates and at any other place including any registrations/ certifications and at all the documents of the Company, be deleted / got updated with the concerned authorities.

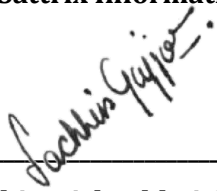


RESOLVED FURTHER THAT pursuant to Section 14 of the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013 read with applicable rules and regulations made thereunder (as may be amended from time to time), the existing set of Article of Association of the Company be and is hereby deleted and replaced by a new set of Articles of Association placed before the meeting initiated by the Chairman be and is hereby substituted and adopted by and the Chairman be and is hereby substituted and adopted and annexed as Annexure-A.

RESOLVED FURTHER THAT any Directors of the Company be and is hereby authorized on behalf of the Company, to do all such acts, deeds, matters and things as deemed necessary, proper or desirable and to sign and execute all necessary documents, application and returns for the purpose of giving effect to the aforesaid resolution”.

“Certified true copy”

For, Satrix Information Security Private Limited

A handwritten signature in black ink, appearing to read 'Sachin Gajjar'.

Sachin Kishorbhai Gajjar

Managing Director

DIN: 06688019

THE EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

As required by Sub Section 1 of Section 102 of the Companies Act, 2013, the following Explanatory Statement set out all the material facts relating to Item no. 1 & 2 of the accompanying Notice dated 27th October, 2023.

Item No. 1 Conversion of the Company from “Private Limited” to “Public Limited” by deleting the word “Private” from the name of the Company &

Our Company was incorporated as a Private Limited Company within the meaning of the Companies Act, 2013. The Board in its meeting held on 27th October, 2023 resolved to change the status of the Company from ‘Private Limited’ Company to a ‘Public Limited’ Company, subject to the approval of the members of the Company in the General Meeting. Board of Directors of the Company considered that looking into the expanded business activities of the Company and its future expansion plans, it is deemed fit to get converted into Public Limited Company. The Directors may also approach public for equity participation. It is Proposed to delete the word ‘Private’ wherever appearing from the name of the Company by alteration of its Memorandum & Articles of Association. Further to meet the statutory requirements of a Public Company, the present Articles of Association of the Company are proposed to be altered in the manner as set out in the above resolution so as to suit the requirements of the Public Limited Company.

The Board of Directors of the company, therefore, recommends passing of the resolution set out in the Item-1 of the notice as Special Resolution.

None of the Directors and their relatives of the company may be deemed concerned or interested in the proposed resolutions except to the extent of their shareholding in the company.

Item No. 2 To Adopt New Set Of Articles Of Association Due To Conversion Of Company From Private Limited To Public Limited

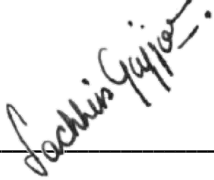
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Association of the Company are proposed to be altered in the manner as set out in the above resolution so as to suit the requirements of the Public Limited Company.

The Board of Directors of the company, therefore, recommends passing of the resolution set out in the Item-1 of the notice as Special Resolution.

None of the Directors and their relatives of the company may be deemed concerned or interested in the proposed resolutions except to the extent of their shareholding in the company.

For, Satrix Information Security Private Limited

A handwritten signature in black ink, reading 'Sachin Kishorbhai Gajjar'.

Sachin Kishorbhai Gajjar

Managing Director

DIN: 06688019