

**TECHNO XO PRIVATE LIMITED**

CIN: U72900KA2020PTC135163

**Registered office:** No. B-910, Tower B, Brigade Golden Triangle, Budigere Cross,

Sannatammanahalli, Bangalore - 560049, Karnataka, India.

Mobile No.: +91 98730 60792 | Email id: utsav@esportsxo.in

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**NOTICE TO THE SHAREHOLDERS**

Notice is hereby given that the first annual general meeting of the members of Techno XO Private Limited will be held at a shorter notice on Friday, December 31, 2021 at 11.00 AM IST at the registered office at No. B-910, Tower B, Brigade Golden Triangle, Budigere Cross, Sannatammanahalli, Bangalore - 560049, Karnataka, India. to transact the following business:

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**ORDINARY BUSINESS**

1. To receive, consider and adopt the audited financial statements of the company for the first financial year ended March 31, 2021 and the reports of the board of directors and auditors thereon.
2. **REAPPOINTMENT OF VRJA & ASSOCIATES, CHARTERED ACCOUNTANTS AS THE STATUTORY AUDITORS OF THE COMPANY**

To consider and, if thought fit, to pass, with or without modifications, the following resolution as an ordinary resolution:

**"RESOLVED THAT** pursuant to the provisions of Sections 139(1) and 142(1) of the Companies Act 2013 and Rules there under, the Auditors, M/s. VRJA & Associates, Chartered Accountants, (FRN: 0175395) be and are hereby re-appointed as the Statutory Auditors of the company, to hold office for a term of Five (5) years, from the conclusion of this first Annual General Meeting until the conclusion of the sixth Annual General Meeting pertaining to financial year 2025-26, at such remuneration as may be mutually agreed upon between the board of directors and the auditors and reimbursement of out of pocket expenses incurred in connection with the audit.

**RESOLVED FURTHER THAT** any of the directors of the company be and are hereby severally authorized to do all such acts, deeds and things as may be required or considered necessary or incidental thereto to give effect to the above resolution along with the filing of necessary forms with the Registrar of Companies."

**SPECIAL BUSINESS**

3. **REGULARIZATION OF ADDITIONAL DIRECTOR OF THE COMPANY**

To consider and, if thought fit, to pass, with or without modifications, the following resolution as an ordinary resolution:

**"RESOLVED THAT** pursuant to the provisions of section 149,152 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder including any statutory modification(s) or re-enactment thereof for the time being in force Mr. Rohit Raj, DIN 09242345 who was appointed as an additional director by the board on 31.03.2021 and in respect of whom the company has received a notice in writing from a member proposing his

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candidature for the office of director be and shall hereby appointed as a director of the company"

**"RESOLVED FURTHER THAT** directors/company secretary of the company be and is hereby severally authorized to file necessary returns/forms to the Registrar of the companies and to do all such acts/ deeds/ things that may be necessary, proper, expedient or incidental for the purpose giving effect to the aforesaid resolution.

**By order of the board  
For Techno XO Private Limited**



**Vikas Devendra Goel**

**Designation: Director**

**DIN: 07166797**

**Address: No. B-910, Tower B, Brigade Golden Triangle, Budigere Cross, Sannatammanahalli, Bangalore - 560049, Karnataka, India.**

**Date: December 29, 2021**

**Place: Bangalore**

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## Notes:

1. All the documents referred to in accompanying notice are available for inspection at the registered office of the company during office hours on all days except Saturday, Sunday and public holiday up to the date of this AGM.
2. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the company. Accordingly, the facility for appointment of proxies by the members will be available for the AGM and the proxy form and attendance slip are annexed to this notice.
3. In terms of the provisions of Section 113 of the Act read with the said circulars, corporate members are entitled to appoint their authorized representatives to attend the AGM.
4. The notice is being sent to all the members; whose names appeared in the Register of Members as on December 29, 2021 ("Record Date").
5. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. The route map of the venue "No. B-910, Tower B, Brigade Golden Triangle, Budigere Cross, Sannatammanahalli, Bangalore - 560049, Karnataka, India." Is enclosed herein with this notice



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**EXPLANATORY STATEMENT**

The following explanatory statement pursuant to Section 102 of the Companies Act, 2013 ("Act"), sets out all material facts relating to the business of the accompanying notice:

**REGULARIZATION OF ADDITIONAL DIRECTOR OF THE COMPANY**

Mr. Rohit Raj was first inducted to the board 31.03.2021 as an additional director of the company pursuant to section 161(1) of the Companies Act, 2013 and shall hold office until the conclusion of the ensuing first annual general meeting with respect to the same, the company has received a notice from a member proposing his candidature for the office of director of the company.

The board is of the opinion appointment and presence of Mr. Rohit Raj on the board as a director will be desirable, beneficial and in the best interest of the company The board recommends the resolution set out in item no. 3 of the accompanying notice for approval and adoption of the members.

**By order of the board  
For Techno XO Private Limited**



**Vikas Devender Goel  
Designation: Director  
DIN: 07166797**

**Address: No. B-910, Tower B, Brigade Golden  
Traingle, Budigere Cross, Sannatammanahalli,  
Bangalore - 560049, Karnataka, India.**

**Date: December 29, 2021**

**Place: Bangalore**

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**FORM NO. MGT-11**

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

**CIN:** U72900KA2020PTC135163

**Name of the company:** Techno XO Private Limited

Registered office: No. B-910, Tower B, Brigade Golden Triangle, Budigere Cross, Sannatammanahalli, Bangalore - 560049, Karnataka, India.

Name of the member (s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID: NA

I, being the being the member of [\_\_\_\_\_]shares of the above-named company, hereby appoint

1. Name:

Address:

E-mail Id:

Signature: \_\_\_\_\_

as my proxy to attend and vote (on a poll) for me and on my behalf at the annual general meeting of the company, to be held on the Friday, December 31, 2021 at 11.00 AM IST at the registered office at No. B-910, Tower B, Brigade Golden Triangle, Budigere Cross, Sannatammanahalli, Bangalore - 560049 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

Affix  
Revenue

1. To receive, consider and adopt the audited financial statements of the company for the first financial year ended March 31, 2021 and the reports of the board of directors and auditors thereon.
2. Reappointment of VRJA & associates, chartered accountants as the statutory auditors of the company
3. Regularization of additional director of the company

Signed this on [\_\_\_\_], 2021

**Signature of shareholder holder**

**Signature of Proxy**

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

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**ATTENDANCE SLIP**

**First Annual General Meeting, Friday, the 31<sup>st</sup> day of December, 2021 at 11:00 A.M.**

Regd. Folio No \_\_\_\_\_

No. of shares held \_\_\_\_\_

I certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the First Annual General Meeting of the Company on Friday, the 31<sup>st</sup> day of December, 2021 at 11.00 AM at at No. B-910, Tower B, Brigade Golden Triangle, Budigere Cross, Sannatammanahalli, Bangalore - 560049, Karnataka, India.

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\_\_\_\_\_  
Member's/Proxy's name in Block Letters  
Signature

Member's/Proxy's

Note: Please fill this attendance slip and hand it over at the entrance of the hall.