

OLATECH SOLUTIONS LIMITED

NOTICE IS HEREBY GIVEN THAT THE EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF OLATECH SOLUTIONS LIMITED WILL BE HELD ON FRIDAY, NOVEMBER 03, 2023 AT 01:00 P.M. AT REGISTERED OFFICE OF THE COMPANY SITUATED AT OFFICE NO. 310, 3RD FLOOR, RUPA SOLITAIRE, MILLENNIUM BUSINESS PARK, THANE - BELAPUR ROAD MAHAPE NAVI MUMBAI RAIGARH MH 400710 IN TO TRANSACT THE FOLLOWING BUSINESSES:

SPECIAL BUSINESS:**1. INCREASE IN AUTHORIZED SHARE CAPITAL AND ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION:**

To consider and, if though fit to pass with or without modification the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provision of section 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory amendment there to or re-enactment thereof) and the rules framed there under and in accordance with the applicable provisions of the Articles of Association of the Company, the Authorized share capital of the Company be and is hereby increased from Rs. 3,00,00,000 (Rupees Three Crores Only) divided into 30,00,000 (Thirty Lakhs) Equity shares of Rs. 10/- each to Rs. 5,00,00,000 (Rupees Five Crores Only) divided into 50,00,000 (Fifty Lakhs) Equity Share of Rs. 10/- each by creation of additional 20,00,000 (Twenty Lakhs) Equity shares of Rs.10/- each aggregating Rs. 2,00,00,000 (Rupees Two Crores Only) ranking *pari-passu* in all respect with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT the Memorandum of Association of the company be and is hereby altered by substituting the existing clause V thereof by the following clause V:

“The Authorised Share Capital of the Company is Rs. 5,00,00,000/- (Rupees Five Crores Only), divided into 50,00,000 (Fifty Lakhs) Equity Shares of Rs. 10/- (Rupee One Only) each.”

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, things and matters and to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Address: Office No. 310, 3rd Floor, Rupa Solitaire, Millennium Business Park, Thane-Belapur Road, Mahape, Navi Mumbai – 400710, Maharashtra, India

Website: www.olatechs.com

Phone: 022-27780129

Email: investor@olatechs.com

CIN: U72100MH2014PLC251672

OLATECH SOLUTIONS LIMITED**2. ISSUE OF BONUS SHARES:**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT, in accordance with Section 63 and other applicable provisions of the Companies Act, 2013, including any statutory modification(s) or re-enactment thereof for the time being in force), the relevant provisions of the Memorandum and Articles of Association of the Company and the recommendation of the Board of Directors (hereinafter referred to as 'The Board', which expression shall be deemed to include a committee of directors duly authorized in this behalf) of the Company and subject to the regulations and guidelines issued by the Securities and Exchange Board of India (SEBI), including the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (as amended from time to time) and applicable Regulatory Authorities, and such permissions, sanctions and approvals as may be required in this regard, the consent of the Members of the Company be and is hereby accorded to the Board for capitalization of such sum standing to the credit of securities premium / free reserves of the Company, as may be considered necessary by the Board, for the purpose of issuance of 19,89,000 equity shares of Rs.10/- (Rupees Ten Only) each as bonus shares, credited as fully paid-up shares to the holders of the existing equity shares of the Company, whose names appear in the Register of Members maintained by the Company's Registrars and Transfer Agents / List of Beneficial Owners, as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), on such date ('record date') as may be fixed in this regard by the Board, in the proportion of 17 (Seventeen) equity share for every 20 (Twenty) existing equity shares held by the Members.

RESOLVED FURTHER THAT, the Bonus Shares so allotted shall rank *pari passu* in all respects with the fully paid-up equity shares of the Company as existing on the 'record date' (as determined by the Board) and shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT if as a result of implementation of this resolution, any member becomes entitled to a fraction of new equity shares to be allotted as bonus shares, the Company shall not issue any certificate or coupon in respect of such fractional shares, but the total number of such new equity shares representing such fractions shall be allotted by board to a nominee to be selected by the Board who would have been entitled to such fractions, in case the same were issued. Such nominee will as soon as possible sell such equity shares allotted to him at the prevailing market rate and the net sale proceeds of such shares after adjusting the cost and expenses in respect thereof be distributed among such members who are entitled to such fractions in the proportion of their respective holding and allotment of fractions thereof.

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RESOLVED FURTHER THAT no letter of allotment shall be issued in respect of the Bonus Shares and in case of Members who hold shares in dematerialized form, the bonus shares shall be credited to the respective beneficiary accounts of the Members with their respective Depository participants.

RESOLVED FURTHER THAT the issue and allotment of the Bonus shares to Non- resident Members, Foreign Institutional investors (FIIs) & other foreign investors, be subject to the approval of the RBI, as may be necessary.

RESOLVED FURTHER THAT, for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary or expedient and to settle any question, difficulty or doubt that may arise in this regard, as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding.”

3. ALTERATION IN OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATIONS (MOA) OF COMPANY:

To consider and, if though fit to pass with or without modification the following resolution as Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section(s) 4, 13 and 15 and all other applicable provisions, if any, of the Companies Act 2013, read with applicable Rules and Regulations framed thereunder (including any statutory modification or re-enactment(s) thereof for the time being in force), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or any other applicable law(s), regulation(s), guideline(s) and subject to the approvals, consents, sanctions and permissions of the Central Government / Stock exchange(s) / appropriate regulatory and statutory authorities, the consent of members of the Company be and is hereby accorded for alterations in the “Objects Clause” of the Memorandum of Association of the Company (“MOA”) **by addition of point no. 5 of Sub-clause (A) of Clause III in the MOA of Company as mentioned below:**

“**To offer internet based services, To provide a broad range of network development and execution services, including network design, site acquisition, excavation, underground cable wiring and laying services, zoning and other regulatory approvals, tower construction and antennae installation in India and elsewhere either on its own or in contact or sub contract basis or in alliance with any other Person/Body/Bodies Corporate incorporated in India or abroad either under a strategic alliance or Joint Venture or investment in these Companies or any other type of arrangement.”**

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to file, sign verify and execute all such e-forms, papers or documents, as may be required and do all such acts, deeds, matters and things as may be necessary or incidental for giving effect to this resolution and as

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may be considered desirable or expedient by the Board in the best interest of the Company and its Members.”

4. APPOINTMENT OF MS. VASANTIBEN JAYANTIBHAI MENAT (DIN: 10337501) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

To consider and, if though fit to pass with or without modification the following resolution as Ordinary Resolution:

To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152, 160 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“Act”) and the rules framed thereunder, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”) and other applicable laws, if any, based on the recommendation of the Nomination and Remuneration Committee, the approval of Members of the Company be and is hereby accorded for the appointment of Ms. Vasantiben Jayantibhai Menat (DIN: 10337501) who was appointed as an additional director in the capacity of Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) consecutive years with effect from September 29, 2023 till September 28, 2028.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to modify the terms and conditions of appointment of Ms. Vasantiben Jayantibhai Menat (DIN: 10337501) as may be recommended by the Nomination and Remuneration Committee of the Company, from time to time, subject to such approvals as may be required under the applicable provisions of the Act and SEBI Listing Regulations.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to file, sign verify and execute all such e-forms, papers or documents, as may be required and do all such acts, deeds, matters and things as may be necessary or incidental for giving effect to this resolution and as may be considered desirable or expedient by the Board in the best interest of the Company and its Members.”

Thanking You,

FOR OLATECH SOLUTIONS LIMITED

MR. AMIT KUMAR SINGH
MANAGING DIRECTOR
DIN: 06582830

Place- Navi Mumbai
Date- 07th October, 2023

Address: Office No. 310, 3rd Floor, Rupa Solitaire, Millennium Business Park, Thane-Belapur Road, Mahape, Navi Mumbai – 400710, Maharashtra, India

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OLATECH SOLUTIONS LIMITED**NOTES:**

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”) with respect to the Special Business set out in the Notice is annexed herewith.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRA ORDINARY GENERAL MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY.

A person can act as a Proxy on behalf of Members not exceeding fifty (50) and holding in aggregate not more than ten percent (10%) of the total share capital of the Company. A Member holding more than ten percent (10%) of the total share capital of the Company may appoint a single person as Proxy and such Proxy shall not act as a Proxy for any other Member.

The Proxy form is annexed with this Notice. The instrument appointing the Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed, stamped and signed, not less than 48 hours before the commencement of the Meeting.

Corporate Members intending to send their authorized representatives to attend the Extra Ordinary General Meeting (“the Meeting”) are requested to send to the Company a certified true copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting.

During the period beginning 24 hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the Meeting, a Member is entitled to inspect the Proxies lodged, at any time during the business hours of the Company, provided that not less than 3 days of notice in writing is given to the Company by such Member.

3. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
4. The Members/Proxies are requested to bring the attendance slip duly filled in for attending the Meeting.
5. The Register of Directors and Key Managerial Personnel and their Shareholding, the Register of Contracts or Arrangements in which Directors are interested will be available for inspection at the Meeting.
6. All the documents referred to in the Notice of the meeting are open for inspection by the Members, without any fees, at the Registered Office at Office No. 310, 3rd Floor, Rupa Solitaire, Millennium Business Park, Thane - Belapur Road Mahape Navi Mumbai Raigarh MH 400710 IN of the Company between 11.00 a.m. and 01.00 p.m. on all working days up to the date of the Meeting and the same shall also be made available for inspection by Members at the Meeting.

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Members holding shares in physical form are requested to approach, Skyline Financial Services Private Limited the Registrar and Share Transfer Agents of the Company situated at D-153 A, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi - 110 020, for:

- (a) intimating any change in their address and/or bank mandate;
 - (b) submitting requests for transfer, transmission, name change, split, consolidation, etc.;
 - (c) nominating any person to whom the shares shall vest in the event of death;
 - (d) updating/registering their e-mail address for correspondence; and
 - (e) Any other queries with respect to shares held by them.
7. Members holding shares in electronic form are hereby informed that the Company or its Registrar cannot act on any request received directly from them for any change of address and/or bank mandate or change in e-mail address. Such changes are to be intimated only to the Depository Participants of the Members.
8. Members who have not registered their e-mail address for receiving all communications including Annual Report, Notices and Circulars, etc. from the Company electronically, are requested to register the same with their Depository Participants (for shares held in electronic form) and with Skyline Financial Services Private Limited, the Registrar and Share Transfer Agents of the Company (for shares held in physical form). Members, who have registered their e-mail address, are also entitled to receive such communication in physical form, upon request.
9. The Board of Director vide resolution dated 07th October, 2023 has appointed M/s. Dilip Swarnkar & Associates as Practicing Company Secretaries as scrutinizer for the Extra Ordinary General Meeting of the Company.
10. Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 states that the e-voting facility shall be provided to shareholders in compliance with the conditions specified under Companies (Management and Administration) Rules, 2014, or amendments thereto. However, the Company, being listed on the SME platform of BSE, has been exempted from complying with e-voting requirements vide MCA Notification dated 19th March, 2015 by amendment in Rule 20 of the Companies (Management and Administration) Rules, 2014. Hence pursuant to the aforementioned notification, the e-voting facility has not been provided.
11. Notice of the Extra-Ordinary General Meeting, inter- alia, indicating the process and manner of voting along with Attendance Slip and Proxy Form are being sent in electronic mode to all the Members holding shares in dematerialized form and having their e-mail address registered with their Depository Participants and such other Members who have positively consented in writing to receive the same by electronic mode. Further physical copies of the above-mentioned documents are being sent to all other

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Members by the permitted mode. Members, who have received the above documents in electronic mode, are entitled to receive the same, free of cost, in physical form, upon making a request in this regard to Skyline Financial Services Private Limited, the Registrar and Share Transfer Agents of the Company or to the Company. The abovementioned documents are also available for download on the Company's website i.e. www.olatechs.com and on the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com

12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are required to submit their PAN details to the Company.

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OLATECH SOLUTIONS LIMITED**EXPLANATORY STATEMENT**

(PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013)

As per Section 102 of the Companies Act, 2013 (Act), the following explanatory statement sets out all the material facts relating to the business mentioned of the accompanying Notice:

Item No. 1:

Considering the overall business growth, future expansion and the operational needs, the Company needs to raise funds for its operations by various means. Further the Company also want to capitalise the profit of Company. Hence while the Company considers various options for fund raising and capitalisation of profit, it is proposed to increase the Authorised Share Capital as per applicable provisions of the Companies Act, 2013 and rules made there under.

It is therefore deemed appropriate to increase the existing authorized share capital of the Company from Rs. 3,00,00,000 (Rupees Three Crores) divided into 30,00,000 (Thirty Lakhs Only) equity shares of the face value of Rs. 10/- (Rupees Ten Only) each to Rs. 5,00,00,000 (Rupees Five Crores Only) divided into 50,00,000 (Fifty Lakhs) Equity Share of Rs. 10/- each by creation of additional 20,00,000 (Twenty Lakhs) Equity shares of Rs.10/- each aggregating Rs. 2,00,00,000 (Rupees Two Crores Only) ranking pari-passu in all respect with the existing Equity Shares of the Company.

Consequently, the existing clause V of the Memorandum of Association of the Company needs to be altered accordingly for deletion of the previous authorised share capital and substitution of the proposed increased Authorised Share Capital.

The aforesaid increase in Authorised Share Capital and subsequent alteration of clause V of Memorandum of Association will require approval of the Members through Ordinary Resolution.

The proposed resolution is in the interest of the Company and your Directors recommend the resolution set out in the Notice as Item No. 1 for your approval.

None of the Directors and Key Managerial Personnel of the Company or their relatives are directly or indirectly concerned or interested in the Resolutions.

Item No. 2:

As you all are aware that the Company's shares have been listed on BSE SME platform since August 29, 2022. Over the years, the Company has performed significantly well both in terms of profit and business. As on March 31, 2023 total Free Reserves and Surplus of the Company is Rs. 203.07 Lakhs. With a view to capitalize the Security Premium Account and Free Reserve and to rationalize the capital structure, Board of Directors in its meeting held on Saturday, October 07, 2023 have proposed to issue bonus shares

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at the ratio of 17:20 [i.e. 17 (Seventeen) fully paid up equity shares for every 20 (Twenty) equity shares held]. This bonus allotment will also rationalize the paid up capital of the company.

As per the provisions of Sections 63 of the Companies Act, 2013, approval of the shareholders is required to be accorded for issuance of Bonus Shares to the members of the Company by way of passing an Ordinary Resolution.

Accordingly, the Directors recommend the matter and the resolution set out under Item no. 2 for the approval of the Members by way of passing an Ordinary Resolution.

Pursuant to Section 102 of the Companies Act, 2013, The Board of Directors of the Company do hereby confirm that none of its Director or Key Managerial Personnel and their immediate relatives are concerned or interested, financially or otherwise, except to their shareholding, in the aforesaid resolution.

The Board recommends the an Ordinary Resolutions set out at Item Nos. 2 of this Notice for approval by the members.

Item No. 3

The Company requires to alter the Objects Clause' contained in its Memorandum of Association to broaden the scope of its activities considering the expansion in the field of network development & execution services, tower construction and antennae installation in India and elsewhere.

In view of above, the Company requires approval of members by way of special resolution to alter its Objects Clause of the Memorandum of Association of the Company ("MOA") by addition of point no. 5 of Sub-clause (A) of Clause III in the MOA of Company to enable the Company to continue the existing business operations of the Company and also to undertake other business(es), at opportune time, stated in the proposed special resolution set out at item no 3 of this Notice.

The MOA, proposed to be altered in the aforesaid manner is being uploaded on the Company's website for perusal by the Shareholders. A copy of the existing and proposed MOA would also be available for inspection by the members at the Registered Office of the Company on all working days (Monday to Friday) during the working hour up to November 03, 2023 (i.e. date of EGM).

In view of above, a special resolution, for altering the Objects Clause of the Company's MOA, is proposed to the members to seek their prior consent for said alterations. The Board recommends the Special Resolution as set out in the accompanying Notice for approval by the Members.

None of the Directors or Key Managerial Persons of the Company or their relatives is/are in any way concerned or interested, in the said resolution.

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OLATECH SOLUTIONS LIMITED**Item No. 4:**

The Nomination and Remuneration Committee and the Board of Directors of the Company in their respective meetings held on September 29, 2023, recommended the appointment of Ms. Vasantiben Jayantibhai Menat (DIN:10337501) as an additional director in the capacity of Independent Director, and subsequently, as an Independent Director, not liable to retire by rotation, for a term of five consecutive years with effect from September 29, 2023.

Ms. Vasantiben Jayantibhai Menat has more than two years of experience in the debt collection department and her founded her own consulting business. She has a total of more than three years of expertise in financial services and debt collection. In view of the Board, her induction to the Board not only will strengthen the Corporate Governance but also be of immense benefits to the Company.

Ms. Vasantiben Jayantibhai Menat has given her consent to act as a Director in terms of Section 152 of the Companies, Act, 2013 ("Act"). Further, the Company had received in writing a notice in terms of Section 160 of the Act, from a member, signifying her candidature as a Director. Ms. Vasantiben Jayantibhai Menat has also given a declaration to the effect that she meets the criteria of independence as provided in Section 149(6) and (7) of the Act, read with Rules framed thereunder. The Company had also received a declaration to the effect that Ms. Vasantiben Jayantibhai Menat is not disqualified from being appointed as a Director in terms of Section 164 of the Act, 2013 and she is not debarred from holding the office of Director by virtue of SEBI Order or any other authority, pursuant to BSE circular dated June 20, 2018.

Pursuant to the provisions of Rule 6 of the Companies (Appointment and qualifications) Rules, 2014. Ms. Vasantiben Jayantibhai Menat has registered herself in the databank of Independent directors.

Further, the Board of Directors of the Company is of the opinion that Ms. Vasantiben Jayantibhai Menat is possesses appropriate skills, experience, knowledge and capabilities to be appointed as Independent Director of the Company for the aforesaid term and she is independent of the management of the Company.

Ms. Vasantiben Jayantibhai Menat will be entitled to a remuneration by way of sitting fees as approved by the Board of Directors from time to time.

The Board recommends the resolution for the approval of Members by way of an Ordinary Resolution.

The brief profile of Ms. Vasantiben Jayantibhai Menat is given herein below and other relevant details as required pursuant to the provisions of Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, are provided in Annexure - I to the Notice.

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Save and except Ms. Vasantiben Jayantibhai Menat and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the Directors or Key Managerial Personnel of the Company, and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

Thanking You,

FOR OLATECH SOLUTIONS LIMITED

**MR. AMIT KUMAR SINGH
MANAGING DIRECTOR
DIN: 06582830**

**Place- Navi Mumbai
Date- 07th October, 2023**

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OLATECH SOLUTIONS LIMITED
Annexure - I

THE DETAILS OF THE DIRECTORS PURSUANT TO PARA 1.2.5 OF SS-2 ("SECRETARIAL STANDARD ON GENERAL MEETINGS"), REGULATION 36(3) OF THE SEBI LISTING REGULATIONS AND OTHER APPLICABLE PROVISIONS, ARE PROVIDED IN THE TABLE BELOW:

PARTICULARS	MS. VASANTIBEN JAYANTIBHAI MENAT
FATHER'S NAME	JAYANTIBHAI MENAT
DATE OF BIRTH	15/03/1994
AGE	29 YEARS
DATE OF FIRST APPOINTMENT	29/09/2023
BRIEF RESUME AND EXPERTISE IN SPECIFIC FUNCTIONAL AREAS	MS. VASANTIBEN JAYANTIBHAI MENAT HAS MORE THAN TWO YEARS OF EXPERIENCE IN THE DEBT COLLECTION DEPARTMENT AND HER FOUNDED HER OWN CONSULTING BUSINESS. SHE HAS A TOTAL OF MORE THAN THREE YEARS OF EXPERTISE IN FINANCIAL SERVICES AND DEBT COLLECTION.
QUALIFICATION	B.A., M.A., B.ED.
TERMS AND CONDITIONS OF APPOINTMENT	AS DETAILED IN THE RESPECTIVE RESOLUTION AND EXPLANATORY STATEMENT.
DIRECTORSHIP HELD IN OTHER COMPANIES INCLUDING LISTED COMPANIES	NIL
CHAIRMAN/MEMBER OF THE COMMITTEE OF THE BOARD OF DIRECTORS OF THE COMPANY	NIL
CHAIRMAN/MEMBER OF THE COMMITTEE OF THE BOARD OF DIRECTORS OF OTHER COMPANIES (INCLUDING LISTED COMPANIES) IN WHICH HE/SHE IS A DIRECTOR	NIL

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LISTED ENTITIES FROM WHICH THE PERSON HAS RESIGNED IN THE PAST THREE YEARS	NIL
NUMBER OF SHARES HELD IN THE COMPANY INCLUDING SHAREHOLDING AS A BENEFICIAL OWNER	NIL
NO. OF BOARD MEETINGS ATTENDED DURING THE FINANCIAL YEAR 2022-23	NIL
RELATIONSHIP WITH OTHER DIRECTORS, MANAGER AND KMPS OF THE COMPANY	NONE
DETAILS OF REMUNERATION SOUGHT TO BE PAID, IF ANY	MS. VASANTIBEN JAYANTIBHAI MENAT WILL BE ENTITLED TO A REMUNERATION BY WAY OF SITTING FEES AS APPROVED BY THE BOARD OF DIRECTORS FROM TIME TO TIME.
REMUNERATION LAST DRAWN, IF ANY	NOT APPLICABLE
JUSTIFICATION FOR CHOOSING THE APPOINTEE FOR APPOINTMENT	IN THE OPINION OF THE BOARD, MS. MENAT POSSESSES APPROPRIATE SKILLS, EXPERIENCE & KNOWLEDGE AND FULFILLS THE CONDITIONS FOR APPOINTMENT AS DIRECTOR AS SPECIFIED IN THE ACT AND THE SEBI LISTING REGULATIONS.

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OLATECH SOLUTIONS LIMITED**Form No. MGT-11****Proxy Form**

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

CIN: U72100MH2014PLC251672
Name of the Company: Olatech Solutions Limited
Registered Office: Office No. 310, 3rd Floor, Rupa Solitaire,
Millennium Business Park, Thane-Belapur Road,
Mahape, Navi Mumbai – 400 710, Raigarh,
Maharashtra, India
E-mail Id: investor@olatechs.com
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

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-Ordinary General Meeting of the Company, to be held on Friday, 03rd November, 2023 at Office No. 310, 3rd Floor, Rupa Solitaire, Millennium Business Park, Thane-Belapur Road, Mahape, Navi Mumbai – 400 710, Raigarh, Maharashtra, India at 01:00 PM and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

- 1. INCREASE IN AUTHORIZED SHARE CAPITAL AND ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION:**
- 2. ISSUE OF BONUS SHARES:**
- 3. ALTERATION IN OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATIONS (MOA) OF COMPANY:**
- 4. APPOINTMENT OF MS. VASANTIBEN JAYANTIBHAI MENAT (DIN: 10337501) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:**

Address: Office No. 310, 3rd Floor, Rupa Solitaire, Millennium Business Park, Thane-Belapur Road, Mahape, Navi Mumbai – 400710, Maharashtra, India

Website: www.olatechs.com

Phone: 022-27780129

Email: investor@olatechs.com

CIN: U72100MH2014PLC251672

OLATECH SOLUTIONS LIMITED

Signed this day of 2023

Affix Revenue Stamp

Signature of shareholder

Signature of Proxy holders(s)

Notes:

- 1) This Form of the proxy in order 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.
- 2) A proxy need not be a member of the Company.
- 3) A person can act as a proxy on behalf of the members not exceeding 50 and holding in aggregate not more than 10% of the total share capital of the Company carry voting rights.
- 4) If a member holding more than 10% of the total share capital carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other member.
- 5) In case of Joint holder, the vote of the senior who tender as vote, whether in person or by proxy, shall be accepted to the exclusion to the vote of other joint holders. Seniority shall be determined by the order in which the name stand in the register of members.
- 6) This is optional please put a tick mark () in appropriate column against the resolution indicated above. In case of members wishes his/her vote to be used differently, he/she should indicate the number of shares under the columns "For", "Against". In case the members leave the column(s) blank, the proxy will be entitled to vote in the manner he/she thinks appropriate.

Notes for Proxy Form

1. The Proxy, to be effective should be deposited at the Registered Office of the Company not less than **FORTY- EIGHT HOURS** before the commencement of the Meeting. Proxies may be accepted at a shorter period, being not less than twenty-four hours before the commencement of the Meeting, if the Articles so provide.
2. A Proxy need not be a member of the Company.
3. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
4. This form of proxy confers authority to demand or join in demanding a poll.

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5. The submission by a member of this form of proxy will not preclude such member from attending in personal voting at the Meeting.
6. ****This is optional.** Please put a tick mark (✓) in the appropriate column against the Resolutions indicated in the Box. If a member leaves the 'For' or 'Against' column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a member wishes to abstain from voting on a particular Resolution, he/she should write "Abstain" across the boxes against the Resolution.
7. In case a member wishes his/her votes to be used differently, he/she should indicate the number of shares under the columns 'For' or 'Against' as appropriate.
8. An instrument of Proxy duly filled, stamped and signed, is valid only for the Meeting to which it relates including any adjournment thereof.
9. An instrument of Proxy is valid only if it is properly stamped. Unstamped or inadequately stamped Proxies or Proxies upon which the stamps have not been cancelled are invalid.
10. The Proxy-holder should prove his identity at the time of attending the meeting.
11. An authorised representative of a body corporate or of the President of India or of the Governor of a State, holding shares in a company, may appoint a Proxy under his signature.
12. A proxy form which does not state the name of the Proxy should not be considered valid.
13. If an undated Proxy, which is otherwise complete in all respects, is lodged within the prescribed time limit, it should be considered valid.
14. If a company receives multiple Proxies for the same holdings of a Member, the proxy which is dated last is considered valid; if they are not dated or bear the same date without specific mention of time, all such multiple Proxies should be treated as invalid.
15. If a Proxy had been appointed for the original Meeting and such Meeting is adjourned, any Proxy given for the adjourned Meeting revokes the Proxy given for the original Meeting.
16. A Proxy later in date revokes any Proxy/Proxies dated prior to such Proxy.
17. A Proxy is valid until written notice of revocation has been received by the company before the commencement of the Meeting or adjourned Meeting, as the case may be. A Proxy need not be informed of the revocation of the Proxy issued by the Member. Even an undated letter of revocation of Proxy should be accepted. Unless the Articles provide otherwise, a notice of revocation should be signed by the same person who had signed the Proxy.
18. Requisitions, if any, for inspection of Proxies should be received in writing from a Member at least three days before the commencement of the Meeting.
19. Proxies should be made available for inspection during the period beginning twenty-four hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the Meeting.

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OLATECH SOLUTIONS LTD.

ATTENDANCESLIP

To be surrendered at the time of entry

Folio No./Client ID:.....

No. of Shares:

Name of Member/Proxy :

I hereby record my presence at the Extra-Ordinary General Meeting of the Company on Friday, 03rd November, 2023 at Office No. 310, 3rd Floor, Rupa Solitaire, Millennium Business Park, Thane-Belapur Road, Mahape, Navi Mumbai – 400710, Maharashtra, India at 01:00 PM.

Member's/Proxy's

Signature

Notes:

1. Please refer to the instructions printed under the Notes to the Notice of the Extra-Ordinary General Meeting.
2. Shareholders/Proxy holders are requested to bring the attendance Slip with them when they come to the meeting.
3. No attendance slip will be issued at the time of meeting.
4. Shareholders who come to attend the meeting are requested to bring their copies of the Annual Report with them, as spare copies will not be available at the meeting.

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OLATECH SOLUTIONS LTD.

Route Map to venue of EGM of Olatech Solutions Limited

Venue: Office No. 310, 3rd Floor, Rupa Solitaire, Millennium Business Park, Thane-Belapur Road, Mahape, Navi Mumbai – 400710, Maharashtra, India

Date: 03rd November, 2023

Day and Time: Friday at 01:00 PM



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