

MACHINEPULSE TECH PRIVATE LIMITED
Reg. Off.: Mahindra Towers, P. K. Kurne Chowk, Worli, Mumbai - 400 018
Tel. No. (022) 24931441, Fax No. (022) 24975081
CIN: U40100MH2016PTC271679
www.machinepulse.com

NOTICE

NOTICE IS HEREBY GIVEN THAT AN EXTRA - ORDINARY GENERAL MEETING OF THE MEMBERS OF MACHINEPULSE TECH PRIVATE LIMITED ("THE COMPANY") IS SCHEDULED AT A SHORTER NOTICE ON TUESDAY, MARCH 12, 2019 AT 5.30 P.M. AT 5TH FLOOR, MAHINDRA TOWERS, P. K. KURNE CHOWK, WORLI, MUMBAI, 400 018 TO TRANSACT THE FOLLOWING SPECIAL BUSINESS:

SPECIAL BUSINESS:

ITEM NO. 1

Approval for Change of Name of the Company:

To consider and if thought fit to pass following resolution as Special Resolution:-

"RESOLVED THAT pursuant to the provisions of Section 13, Section 14 of the Companies Act, 2013 read with Rule 8 of the companies (Incorporation) Rules, 2014 and other applicable provisions of the Companies Act, 2013 and subject to the approval of the Central Government and other authorities, if any, consent of the members of the Company, be and is hereby accorded to change the name of the Company from 'MachinePulse Tech Private Limited' to 'Mahindra Teqo Private Limited' as approved by the Registrar of Companies, Mumbai, Maharashtra;

RESOLVED FURTHER THAT the name 'MachinePulse Tech Private Limited' wherever it appears in Memorandum and Articles of Association of the Company, Common Seal of the Company and such other records and documents be substituted by the new name 'Mahindra Teqo Private Limited', subject to approval of Registrar of Companies;

RESOLVED FURTHER THAT any Director of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things, as may be deemed necessary, desirable, incidental or expedient to give effect to the foregoing resolution and to resolve and settle all questions and difficulties that may arise in connection therewith and incidental thereto.”

NOTES:

- 1) An Explanatory Statement as required under section 102 of the Companies Act, 2013, is annexed hereto and forms part of Notice.
- 2) A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. The instrument of proxy should be duly filled, stamped, signed, and be deposited at the registered office of the Company not later than forty eight hours before the commencement of the meeting. A proxy form for the EGM is enclosed.
- 3) A person can act as a proxy on behalf of Members not exceeding fifty 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 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 a proxy for any other Member. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution/ authority as applicable. The Proxy-holder shall prove his identity at the time of attending the Meeting.

- 4) Corporate Members intending to send their authorized representative are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the meeting.
- 5) Members are requested to produce the enclosed attendance slip duly signed as per the specimen signature recorded with the Company for admission to the meeting venue. In all correspondences with the Company, Members are requested to quote their account/folio numbers.
- 6) A member desirous of inspecting the proxies received by the Company is requested to forward his/her request in writing at least three days before the commencement of the meeting. The proxy register will be made available for inspection by the member entitled to vote, 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.
- 7) The MOA & AOA will be available for inspection by the Members of the Company in physical or in electronic form at the Registered Office of the Company on all working days during business hours, upto the date of the Meeting and copies thereof shall also be made available for inspection in physical or in electronic form at the Corporate Office situated at Mahindra Susten, 6th Floor, AFL House, Lok Bharati Complex, Marol-Maroshi Road, Andheri (East), Mumbai - 400059 on all working days during business hours, upto the date of the Meeting as well as during the EGM at the venue thereof.

- 8) As per revised secretarial standard 2, Route map is not required to be attached since it is a wholly owned subsidiary of Mahindra Susten Private Limited having its registered office at Mahindra Towers, P. K. Kurne Chowk, Worli, Mumbai - 400018.

	By Order of the Board of Directors
	For MachinePulse Tech Private Limited
<u>Registered Office:</u> Mahindra Towers, P. K. Kurne Chowk, Worli, Mumbai - 400018	
Place: Mumbai Date: March 12, 2019	Basant Jain Director (DIN: 00220395) jain.basant@mahindra.com Contact no. 022 61741601 3 rd Floor, AFL House, Lok Bharati Complex, Marol-Maroshi Road, Andheri (East), Mumbai - 400059

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE
COMPANIES ACT, 2013

ITEM NO. 1

Approval for Change in the name of the Company:

The Board of Directors of the Company, had at their meeting held on January 30, 2019 decided to change the name of the Company from “MachinePulse Tech Private Limited” to “Mahindra Teqo Private Limited” so as to undertake large scale power projects at multiple locations.

The name “Mahindra Teqo Private Limited” has been duly approved and made available for changing the name of the Company by the Registrar of Companies, Mumbai vide its name approval letter dated March 08, 2019 which is valid for 60 days.

The proposed change of name will not affect any of the rights of the Company or of the shareholders/stakeholders of the Company. All existing share certificates bearing the current name of the Company will, after the change of name, continue to be valid for all purposes.

As per the provisions of Sections 13 of the Companies Act, 2014, approval of the shareholders is required to be accorded for changing the name of the Company & consequent alteration in the Memorandum of Association and Articles of Association by way of passing a Special Resolution.

The Memorandum of Association and Articles of Association of the Company is available for inspection of members in physical or in electronic form at the Registered Office of the Company on all working days during business hours, upto the date of the Meeting and copies thereof shall also be made available for inspection in physical or in electronic form at the Corporate Office situated at Mahindra Susten, 6th Floor, AFL House, Lok Bharati Complex, Marol-Maroshi Road, Andheri (East), Mumbai - 400059 on all working days

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during business hours, upto the date of the Meeting as well as during the EGM at the venue thereof.

Hence, the Board recommends the Special Resolution set out in the Notice for approval by the Members. Hence, the resolution is put up for shareholders approval.

None of the Directors of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out in the Notice.

	By Order of the Board of Directors
	For MachinePulse Tech Private Limited
Registered Office: Mahindra Towers, P. K. Kurne Chowk, Worli, Mumbai - 400018	
Place: Mumbai Date: March 12, 2019	Basant Jain Director (DIN: 00220395) jain.basant@mahindra.com Contact no. 022 61741601 3 rd Floor, AFL House, Lok Bharati Complex, Marol-Maroshi Road, Andheri (East), Mumbai - 400059

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ATTENDANCE SLIP

MachinePulse Tech Private Limited
Registered Office: Mahindra Towers, Dr. G. M. Bhosale Marg, P. K. Kurne Chowk,
Worli, Mumbai - 400018
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EXTRA - ORDINARY GENERAL MEETING HELD ON TUESDAY, MARCH 12, 2019

Folio No. / DP ID Client ID No.

Name of First named member/ proxy/ authorized representatives

Name of Joint member(s), if any

No. of shares held

I/we certify that I/we am/are member(s)/proxy for the member(s) of the Company.

I / We, hereby record my/our presence at the Extra-ordinary General Meeting of the Company being held at 05.30 P. M. at 5th Floor, Mahindra Towers, P. K. Kurne Chowk, Worli, Mumbai - 400 018.

Signature of first holder/ proxy/authorized representative

Signature of 1st Joint holder

Signature of 2nd Joint holder

Date: -----

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PROXY FORM

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

Machinepulse Tech Private Limited
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Name of the member(s) :
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: _____ E-mail Id: _____

Address: _____

Signature:

or failing him,

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2. Name: _____ E-mail Id: _____

Address: _____

Signature:

or failing him,

3. Name: _____ E-mail Id: _____

Address: _____

Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary General Meeting of the Company, to be held at a shorter notice on Tuesday, March 12, 2019 at 5.30 P.M. at 5th Floor, Mahindra Towers, P. K. Kurne Chowk, Worli, Mumbai, 400 018 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Nature of Resolutions	Voting (Please see note no. 3)	
		For	Against
1.	Approval for Change of Name of the Company		

Signed this _____ day of _____ 2019.

Signature of shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp

Notes:

1. A Proxy need not be a Member of the Company. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as Proxy on behalf of not more than fifty Members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as Proxy, who shall not act as Proxy for any other Member.
2. This form of Proxy, to be effective, should be completed, signed, stamped & deposited at the Registered Office of the Company not later than FORTY-EIGHT HOURS before the commencement of the aforesaid meeting.
3. It is optional to indicate your preference. If you leave the 'for', 'against' and 'abstain' column blank on all/any resolutions, your Proxy(ies) will be entitled to vote on Poll (if taken) in the manner as he/she thinks fit.