



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : Plot No. A-305, Backside National Handloom Corporation
Vaishali Nagar, Jaipur, Rajasthan, 302021
E-mail : team@macobstech.com

NOTICE OF 5th ANNUAL GENERAL MEETING

Date: 6th September 2024

Dear Members,

Notice is hereby given that the 5th Annual General Meeting of the members of the Macobs Technologies Limited will be held on Monday, September 30, 2024, at Plot No. A-305, Backside National Handloom Corporation, Vaishali Nagar, Jaipur, Rajasthan, 302021 at 01:00 P.M. through video conference (VC)/ other audio-visual means (OAVM) to transact the following business:

AGENDA

ORDINARY BUSINESS:

1. To Consider And Adopt Financial Statements, Board Report And Annual Report For The Financial Year Ended 31st March, 2024.
2. Appointment of Director in place of Ms. Divya Gandotra (DIN: 07674807) who retires by rotation and being eligible offers herself for re-appointment.

SPECIAL BUSINESS:

3. Appointment of Statutory Auditors to fill casual vacancy.
4. Appointment of M/s NGMKS & Associates as the Statutory Auditors of the company.
5. To consider & approve regularization of appointment of Ms. Priya Goel from Additional non-executive director to Independent Director of the company.
6. To consider & approve regularization of appointment of Mr. Sunil Kumar Rana from Additional non-executive director to Independent Director of the company.

Yours faithfully,

For **MACOBS TECHNOLOGIES LIMITED**

Sd/-

ANKITA SONI
(Company Secretary & Compliance Officer)
M. No. A52911



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ORDINARY BUSINESS:

1. To consider and Adopt Financial Statements, Board Report and Annual Report for the year ended 31st March, 2024

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

The Chairman placed before the meeting the Audited Financial Statements, Annual Report, Auditor's Report and Director's Report thereon for the year ended 31st March, 2024 for the adoption of the same;
The following resolution is proposed to be passed with or without modification:

"RESOLVED THAT Audited Balance sheet and Profit & Loss Accounts for the year ending on March 31, 2024 along with Accounting Policies, Schedules, Explanatory Notes forming parts of financial Statement, Auditor's Report are hereby confirmed and approved;

FURTHER RESOLVED THAT the Board of Director's Report for the year ended on March 31, 2024 be and is hereby approved;

FURTHER RESOLVED THAT Mr. Shivam Bhateja, Director (DIN: 07674360), of the Company be and is hereby authorized to sign and submit necessary form(s)/ return(s) with the Registrar of Companies and to intimate the same to appropriate authorities/ regulatory bodies and to do all such acts and deeds as may be necessary in this regard"

2. Appointment of Director in place of Ms. Divya Gandotra (DIN: 07674807) who retires by rotation and being eligible offers herself for re-appointment

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the shareholders of the Company be, and is hereby accorded to the reappointment of Ms. Divya Gandotra (DIN: 07674807), as a director, who is liable to retire by rotation."

SPECIAL BUSINESS:

3. Appointment of statutory auditors to fill casual vacancy:

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

"RESOLVED THAT subject to the provisions of Section 139, 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, **M/s NGMKS & Associates**, Chartered Accountants, (Registration No: 024492N), be and are hereby appointed as Statutory Auditors of the Company, to fill the casual vacancy caused by the resignation of **M/s NAVP & Associates**, Chartered Accountants, (Firm Regn. No. 025043C).



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RESOLVED FURTHER THAT M/s NGMKS & Associates, Chartered Accountants, be and are hereby appointed as Statutory Auditors of the Company to hold the office from 22nd July, 2024, until the conclusion of the 05th Annual General Meeting of the Company, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.

RESOLVED FURTHER THAT Mr. Shivam Bhateja, Director (DIN: 07674360), of the Company be and is hereby authorized to sign and submit necessary form(s)/ return(s) with the Registrar of Companies and to intimate the same to appropriate authorities/ regulatory bodies and to do all such acts and deeds as may be necessary in this regard”.

4. Appointment of M/s NGMKS & Associates as the Statutory Auditors of the company

“**RESOLVED THAT** subject to the provisions of Section 139, 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, **M/s NGMKS & Associates**, Chartered Accountants [Firm Registration No: 024492N], be and are hereby appointed as the Statutory Auditor of the Company for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the Tenth (10th) Annual General Meeting, at such remuneration and out of pocket expenses, as maybe determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.

RESOLVED FURTHER THAT Mr. Shivam Bhateja, Director (DIN: 07674360), of the Company be and is hereby authorized to sign and submit necessary form(s)/ return(s) with the Registrar of Companies and to intimate the same to appropriate authorities/ regulatory bodies and to do all such acts and deeds as may be necessary in this regard”.

5. To Regularize the Appointment of Additional Non-executive Director As independent Director:

“**RESOLVED THAT** pursuant to provisions of Sections 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014, including any enactment, re-enactment or modifications thereof, **Ms. Priya Goel (DIN: 07053397)** who was appointed as Additional Director by the Board of Directors of the company at their meeting held on 28th November, 2023, and who holds office up to the date of this Annual General Meeting be and is hereby appointed as the Non-Executive independent Director of the Company;

FURTHER RESOLVED THAT Mr. Shivam Bhateja, Director (DIN: 07674360), of the Company be and is hereby authorized to sign and submit necessary form(s)/ return(s) with the Registrar of Companies and to intimate the same to appropriate authorities/ regulatory bodies and to do all such acts and deeds as may be necessary in this regard”.



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6. To Regularize the Appointment of Additional non-executive Director as Independent Director:

“RESOLVED THAT pursuant to provisions of Sections 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014, including any enactment, re-enactment or modifications thereof, **Mr. Sunil Kumar Rana (DIN: 08747109)** who was appointed as Additional Director by the Board of Directors of the company at their meeting held on 28th November, 2023, and who holds office up to the date of this Annual General Meeting be and is hereby appointed as the Non-Executive independent Director of the Company;

FURTHER RESOLVED THAT Mr. Shivam Bhateja, Director (DIN: 07674360), of the Company be and is hereby authorized to sign and submit necessary form(s)/ return(s) with the Registrar of Companies and to intimate the same to appropriate authorities/ regulatory bodies and to do all such acts and deeds as may be necessary in this regard”.



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NOTE:

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <https://macobstech.com/>. The Notice can also be accessed from the website of National Stock Exchange of India Limited at www.nseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.



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7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. In continuation to this Ministry's **General Circular No. 20/2020** dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022 and General Circular No. 10/2022 dated 28.12.2022 and after due examination, it has been decided to allow companies whose AGMs are due in the Year 2023 or 2024, to conduct their AGMs through VC or OAVM on or before 30th September, 2024 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on 26th September 2024 from 10.00 A.M. and ends on 29th September 2024 till 05.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date, 23rd September 2024, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.



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- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

| Type of shareholders | Login Method |
|--|---|
| Individual Shareholders holding securities in Demat mode with CDSL Depository | <ol style="list-style-type: none">1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab.2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers. |



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| | |
|---|---|
| <p>Individual Shareholders holding securities in demat mode with NSDL Depository</p> | <ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |
| <p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p> | <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> |



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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

| Login type | Helpdesk details |
|---|--|
| Individual Shareholders holding securities in Demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911 |
| Individual Shareholders holding securities in Demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000 |

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**
- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
 - 2) Click on "Shareholders" module.
 - 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
 - 4) Next enter the Image Verification as displayed and Click on Login.
 - 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 - 6) If you are a first-time user follow the steps given below:

| | For Physical shareholders and other than individual shareholders holding shares in Demat. |
|-----|--|
| PAN | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) |



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| | |
|--|---|
| | <ul style="list-style-type: none">Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. |
| Dividend Bank Details OR Date of Birth (DOB) | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none">If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field. |

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.



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- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz;compliance@macobstech.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at compliance@macobstech.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **3 days prior to meeting** mentioning their name, demat



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account number/folio number, email id, mobile number at compliance@macobstech.com. These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**
3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

For **MACOBS TECHNOLOGIES LIMITED**

Sd/

ANKITA SONI

(Company Secretary & Compliance Officer)

M. No. A52911



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : Plot No. A-305, Backside National Handloom Corporation
Vaishali Nagar, Jaipur, Rajasthan, 302021
E-mail : team@macobstech.com

Annexure-I

ANNEXURE TO NOTICE

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

ITEM NO.3:

The company obtained the status of listed entity on **24th July, 2024**. Pursuant to the change, in accordance with Regulation 33 of SEBI (LODR) Regulations, 2015 the Company is required to appoint a statutory auditor who has subjected himself to the peer review process and holds a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India. The statutory auditor of the company, **M/s NAVP & Associates** tendered their resignation on 20th July, 2024, due to which casual vacancy occurred in the office of auditors. Therefore, to fill the casual vacancy occurred due to resignation of the statutory auditor, the Board of directors of the company at their board meeting held on 22nd July, 2024 accorded their consent to appoint **M/s NGMKS & Associates (A peer reviewed audit firm)** as the statutory auditor of the company.

M/s NGMKS & Associates, Chartered Accountants, have consented to act as Statutory Auditors and have confirmed that their appointment, if made, would be within the limits specified under Section 141(3) (g) of the Act. They have also confirmed, that they are not disqualified to be appointed as Auditors in terms of the provisions of the proviso to Section 139(1), Section 141(2) and Section 141(3) of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014.

The Board recommends the Resolution as set out at item no. 3 of the Notice for approval of the Members as an Ordinary Resolution.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested in the passing of the aforesaid Resolution.

ITEM NO.4:

The Board of Directors of the Company at their Board Meeting held on 31ST August, 2024 appointed **M/s NGMKS & Associates, Chartered Accountants (Firm Registration No. 024492N)** as the Statutory Auditors of the Company to hold for a period of 5 (Five) years from the conclusion of the Fifth (5th) Annual General Meeting till the conclusion of Tenth (10th) Annual General Meeting on a remuneration plus out-of-pocket, travelling and living expenses, etc. as may be fixed by the Board of Directors of the Company in consultation with them.

The Audit Committee, at their meeting held on August 30, 2024, have recommended the appointment of M/s NGMKS & Associates, Chartered Accountants (Firm Registration No. 024492N) from the conclusion of the ensuing Annual General Meeting till the conclusion of 10th Annual General Meeting of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors."

M/s NGMKS & Associates, Chartered Accountants, have consented to act as Statutory Auditors and have confirmed that their appointment, if made, would be within the limits specified under Section 141(3) (g) of the Act. They have also confirmed that they are not disqualified to be appointed as Auditors in terms of the provisions of the proviso to Section 139(1), Section 141(2) and Section 141(3) of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014.



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The Board recommends the Resolution as set out at item no. 4 of the Notice for approval of the Members as an Ordinary Resolution.

ITEM NO.5:

The Board of Directors of the Company in their meeting held on 28th November 2023, appointed **Ms. Priya Goel (DIN: 07053397)**, as an Additional Director of the Company pursuant to section 161 of the Companies Act, 2013, who holds office up to the date of this Annual General Meeting, be and is hereby appointed as the Non-Executive Independent Director of the Company.

The Board considers that her association would be of immense benefit to the Company and it is advantageous to have **Ms. Priya Goel (DIN: 07053397)**, on Board. Accordingly, the Board recommends the resolution for approval of the Shareholders of the Company.

None of the Directors, Key Managerial Personnel or their relatives other than **Ms. Priya Goel (DIN: 07053397)**, is concerned or interested financially or otherwise in the proposed resolution.

ITEM NO.6:

The Board of Directors of the Company in their meeting held on 28th November 2023, appointed **Mr. Sunil Kumar Rana (DIN: 08747109)**, as an Additional Director of the Company pursuant to section 161 of the Companies Act, 2013, who holds office up to the date of this Annual General Meeting, be and is hereby appointed as the Non-Executive independent Director of the Company.

The Board considers that his association would be of immense benefit to the Company and it is advantageous to have **Mr. Sunil Kumar Rana (DIN: 08747109)**, on Board. Accordingly, the Board recommends the resolution for approval of the Shareholders of the Company.

None of the Directors, Key Managerial Personnel or their relatives other than **Mr. Sunil Kumar Rana (DIN: 08747109)**, is concerned or interested financially or otherwise in the proposed resolution.



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Annexure-II

Annexure to Notice of 5th Annual General Meeting

Disclosure under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015 and Secretarial Standards-II issued by ICSI for Item No.3:

| | |
|---|--|
| Name | Ms. Priya Goel |
| Date of Birth | 15/12/1987 |
| Qualification | Executive Post Graduate Certificate in Financial Management |
| Experience- Expertise in specific functional areas- Job profile and suitability | 15 years in the field of stock market |
| Date of appointment | November 28, 2023 |
| Brief Profile | Ms. Priya goel aged 37 years is a Non-Executive Independent Director of our Company. She was appointed on the Board of our Company w.e.f. November 28, 2023. She has completed her Post Graduate Certificate in Financial Management. She has an experience of about 15 years in the field of Stock Market. |
| Directorship held in public companies including deemed public companies | Nil |
| Memberships/Chairmanships of committees of public companies | Nil |
| Inter-se Relationship with other Directors | None |
| Information as required pursuant to BSE Circular No. LIST/COMP/14 2018-19 dated June 20, 2018 | Ms. Priya Goel is not debarred from holding the office of Director pursuant to any SEBI order. |



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Disclosure under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015 and Secretarial Standards-II issued by ICSI for Item No.4:

| | |
|---|---|
| Name | Mr. Sunil Kumar Rana |
| Date of Birth | 28/02/1983 |
| Qualification | Bachelors of Art |
| Experience- Expertise in specific functional areas- Job profile and suitability | 18 years in the field of stock market |
| Date of appointment | November 28, 2023 |
| Brief Profile | Mr. Sunil Kumar Rana aged 41 years is a Non-Executive Independent Director of our Company. He was appointed on the Board of our Company w.e.f November 28, 2023. He has completed his Bachelors of Art. He has an experience of about 18 years in the field of Stock Market. |
| Directorship held in public companies including deemed public companies | Nil |
| Memberships/Chairmanships of committees of public companies | Nil |
| Inter-se Relationship with other Directors | None |
| Information as required pursuant to BSE Circular No. LIST/COMP/14 2018-19 dated June 20, 2018 | Mr. Sunil Kumar Rana is not debarred from holding the office of Director pursuant to any SEBI order. |