

**NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING**

Shorter notice is hereby given that the 02/2024-25 Extra-ordinary General Meeting of the shareholders of Axio Capital Private Limited will be held on, Monday, 31st March, 2025 at 05:30 p.m. at the registered office of the Company at New no.3 (Old no. 211), Upper Palace Orchards, Bellary Road, Sadashivnagar, Bengaluru – 560080, Karnataka, India to transact the following business:

SPECIAL BUSINESS:**1. Approval of the proposal for Members Voluntary Liquidation of the Company under the Insolvency and Bankruptcy Code, 2016:**

To consider and, if thought fit, to pass with or without modification(s), the following resolutions as a **Special Resolution**:

“RESOLVED THAT pursuant to Section 59 of the Insolvency and Bankruptcy Code, 2016 (IBC, 2016) read with the Insolvency and Bankruptcy Board of India (Voluntary Liquidation Process) Regulations, 2017 ('the Regulations') made thereunder (including any statutory modification or re-enactment thereof for the time being in force), the consent of the shareholders of the Company be and is hereby accorded to voluntary liquidate the Company under Members' Voluntary Liquidation with effect from the date hereof.

RESOLVED FURTHER THAT pursuant to the commencement of the liquidation proceedings, the Board of Directors of the Company be and are hereby authorised to complete all formalities, as may be applicable, and to do such other acts, deeds, matters and things as may be necessary to give effect to the resolution.”

2. Approval of the appointment of Mr. Pranav J Damania (Reg. Number: IBBI/IPA-001/IP-P00079/2017-18/10164) as the liquidator of the Company:

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

“RESOLVED THAT pursuant to the provisions of Regulation 6 of the Insolvency and Bankruptcy Board of India (Voluntary Liquidation Process) Regulations, 2017 ('Regulations 2017') and the applicable provisions of the Insolvency and Bankruptcy Code, 2016 (IBC, 2016), the consent of the shareholders be and is hereby accorded to appoint Mr. Pranav J Damania (Reg. Number: IBBI/IPA-001/IP-P00079/2017-18/10164), Insolvency Professional as the Liquidator of the Company for the purpose of Members Voluntary Liquidation of the Company at a remuneration of INR 3,50,000/- (Indian Rupees Three Lakh, Fifty Thousand) only, exclusive of Goods and Service Tax, any other out of pocket expenses and other liquidation costs, as may be incurred at actuals to liquidate the Company, payable in such manner as the liquidator may determine subject to other terms mentioned in the said engagement letter dated 31 March 2025 entered into with Mr. Pranav J Damania.



RESOLVED FURTHER THAT Mr. Pranav J. Damania, the liquidator be and is hereby authorized to exercise all the powers and duties mentioned under Clause (a) to (e) of sub-section 1 of Section 35 of the Code, 2016 read with Chapter IV of the Regulations 2017 (including any amendment thereto or re-enactment(s) thereof, for the time being in force).

RESOLVED FURTHER THAT the Directors of the Company be and are hereby authorized to do all such acts, deeds and things as may be necessary to give effect to this resolution."

By the Order of the Board of Directors

For Axio Capital Private Limited

Director / Authorised Signatory

Gaurav Dinesh Hinduja

Director

DIN: 01264801

Date: 31.03.2025

Place: Bangalore



NOTES

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1. Explanatory Statement, pursuant to Section 102(1) of the Companies Act, 2013, relating to Special Business is annexed hereto.
2. Corporate Members are requested to send authorization for their representative to attend and vote on their behalf at the Meeting.
3. The documents related to the business transacted above will be available for inspection by the members at the Extra Ordinary General Meeting and such documents or copies thereof will also be available for inspection in physical or electronic form during business hours at the Registered Office of the Company.
4. The route map and attendance slip are annexed hereto.

axio Capital Private Limited

CIN: U65990KA2022PTC165494

New no. 3 (Old no. 211), Upper Palace Orchards, Bellary Road, Sadashiva Nagar, Bengaluru - 560080

**Item No. 1**

The Company was incorporated on 29 August 2022 under the provisions of Companies Act, 2013. However, the Company is not carrying out any operations since incorporation and hence the management now has decided to wind up the Company through the Members Voluntary Winding up mode in accordance with section 59 and other applicable provisions of the Insolvency and Bankruptcy Code, 2016 ('IBC 2016') read with the Insolvency and Bankruptcy Board of India (Voluntary Liquidation Process) Regulations, 2017 as may be amended from time to time.

The Board of Directors during its meeting held on 31st March 2025 considered the proposal to liquidate the Company by way of Members Voluntary Liquidation in accordance with Section 59 and other applicable provisions of the Insolvency and Bankruptcy Code, 2016 ('IBC 2016') read with the Insolvency and Bankruptcy Board of India (Voluntary Liquidation Process) Regulations, 2017 and as per the provisions of Companies Act, 2013 as may be applicable in this regard.

The Board of Directors have made full enquiry into the affairs of the Company and have formed an opinion that the Company will be able to pay off its debts in full, from the proceeds of the assets sold/appropriated during the course of liquidation. In this regard, the Directors have executed the Declaration of Solvency duly verified by an Affidavit by the Directors of the Company.

The Board recommends the **Special Resolution** set out at **Item no. 1** of the notice for approval by the shareholders.

None of the Directors of the Company and their relatives are concerned or interested financially or otherwise in the said resolution.

Item No. 2

In accordance with Regulation 6 of the Insolvency and Bankruptcy Board of India (Voluntary Liquidation Process) Regulations, 2017, ('the Regulations, 2017'), the Company is required to appoint an Insolvency Professional registered with the Insolvency and Bankruptcy Board of India ('IBBI') to act as the liquidator for the Members Voluntary Liquidation process and to represent before the National Company Law Tribunal, Bangalore for and on behalf of the Company.

In this regard, the Board during its meeting held on 31st March 2025 recommended the proposal to appoint Mr. Pranav J Damania (Reg. Number: IBBI/IPA-001/IP-P00079/2017-18/10164) as the liquidator for the Company.

The Board recommends the **Special Resolution** set out at **Item no. 2** of the notice for approval by the shareholders.

None of the Directors of the Company and their relatives is concerned or interested financially or otherwise in the said resolution.

By the Order of the Board of Directors



For Axio Capital Private Limited
For Axio Capital Private Limited

Director / Authorised Signatory

Gaurav Dinesh Hinduja

Director

DIN: 01264801

Date: 31.03.2025

Place: Bangalore

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ATTENDANCE SLIP
AXIO CAPITAL PRIVATE LIMITED
Extraordinary General Meeting

Registered No.

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No. of Shares:

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I certify that I am the registered shareholder / authorized representative of the registered shareholder of the Company.

I hereby record my presence at the **Extraordinary General Meeting** of **Axio Capital Private Limited** scheduled to be held on Monday, 31 March, 2025 at 05:30 p.m. at the registered office of the Company at New no.3 (Old no. 211), Upper Palace Orchards, Bellary Road, Sadashivnagar, Bengaluru – 560080, Karnataka, India.

Name of the registered shareholder/ authorized representative in BLOCK letters:

Mr. _____

Signature of the registered shareholder/ authorized representative for the registered shareholder



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ROUTE MAP FOR TO THE VENUE OF THE 02/2024-25 EXTRA ORDINARY GENERAL MEETING



Kempegowda International Airport Bengaluru to the Meeting Venue:

[https://www.google.com/maps/place/axio+\(formerly+Capital+Float\)/@13.0825824,77.6604938,11.02z/am=t/data=!4m27!1m20!4m19!1m6!1m2!1s0x3bae1cfe75446265:0x296c70e9a129418e!2sKempegowda+International+Airport+Bengaluru+\(BLR\),+Karnataka!2m2!1d77.7068926!2d13.198909!1m6!1m2!1s0x3bae16363afdcc8f:0x4c68c743df78b92a!2saxio+\(formerly+Capital+Float\),+Bellary+Road,+Sadashiva+Nagar,+Armane+Nagar,+Bengaluru,+Karnataka!2m2!1d77.583891!2d13.0042756!3e0!6m3!1i0!2i2!3i0!3m5!1s0x3bae16363afdcc8f:0x4c68c743df78b92a!8m2!3d13.0042756!4d77.583891!16s%2Fg%2F11ckr5x_qq?entry=ttu&g_ep=EgoyMDI1MDMyNC4wIKXMDSoASAFQAw%3D%3D](https://www.google.com/maps/place/axio+(formerly+Capital+Float)/@13.0825824,77.6604938,11.02z/am=t/data=!4m27!1m20!4m19!1m6!1m2!1s0x3bae1cfe75446265:0x296c70e9a129418e!2sKempegowda+International+Airport+Bengaluru+(BLR),+Karnataka!2m2!1d77.7068926!2d13.198909!1m6!1m2!1s0x3bae16363afdcc8f:0x4c68c743df78b92a!2saxio+(formerly+Capital+Float),+Bellary+Road,+Sadashiva+Nagar,+Armane+Nagar,+Bengaluru,+Karnataka!2m2!1d77.583891!2d13.0042756!3e0!6m3!1i0!2i2!3i0!3m5!1s0x3bae16363afdcc8f:0x4c68c743df78b92a!8m2!3d13.0042756!4d77.583891!16s%2Fg%2F11ckr5x_qq?entry=ttu&g_ep=EgoyMDI1MDMyNC4wIKXMDSoASAFQAw%3D%3D)

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