

NOTICE

Shorter Notice is hereby given that an Extraordinary General Meeting of the members of Expression 360 Services India Limited (the "Company") (EGM/III/2025-26) will be held on Thursday, July 10, 2025, at 11:30 a.m. at the registered office of the company at 203/1, A.J.C Bose Road, circus Avenue, Kolkata- 700017 to transact the following businesses:

SPECIAL BUSINESS:

To increase the Authorized Share Capital of the Company and consequential amendment in the Memorandum of Association of the Company

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

"RESOLVED THAT pursuant to the provisions of Section 13 and Section 61(1)(a), and all other applicable provisions, if any, of the Companies Act, 2013, read with Rule 15 of Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) and re-enactment(s) thereof for the time being in force), and the Rules framed there under and in accordance with Article 34 of the Article of Association of the company, the consent of members of the Company be and is hereby accorded to increase the authorized share capital of the Company from Rs. 25,00,00,000/- (Rupees Twenty five Crores Only) divided into 2,50,00,000 (Two crore Fifty Lacs) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 30,00,00,000/- (Rupees Thirty Crores Only) divided into 3,00,00,000 (Three Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each."

"RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof with the following new Clause V as under:

V. The Authorized Share Capital of the Company is Rs. 30,00,00,000 (Rupees Thirty Crore Only) divided into 3,00,00,000 (Three Crore) Equity Shares of Rs.10/- (Rupees Ten Only) each."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby severally authorized to sign, verify and submit necessary e-forms, papers or documents including payment of applicable stamp duty with the concerned Registrar of Companies, as may be required, in accordance with the applicable provisions of the Companies Act, 2013 and to do all such acts, deeds, matters and things as may, in their absolute discretion, deem necessary, expedient, usual or proper and to and to settle any question, difficulty, or doubt that may arise with regard to the above resolutions"

Date: 07.07.2025

Place: Kolkata

By Order of the Board of Directors

For Expression 360 Services India Limited
Expression 360 Services India Ltd.

Mohit Gupta
Managing director

DIN: 02269890

**Address: GC-4, Tank-11, Salt lake Sector-3
IB Market, Bidhannagar,
North 24 Parganas-700106 (West Bengal)**

NOTES:

1. An Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013 with respect to the Special Business set out in the Shorter Notice convening this meeting is annexed hereto and forms part of this Notice.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument appointing the Proxy duly completed, stamped and signed should, however, be deposited at the registered office of the company not less than forty-eight hours before the time scheduled for commencement of the Meeting. 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 person or shareholder.
3. 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 would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
4. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative together with their respective specimen signatures of those representative(s) authorized under the said resolution to attend and vote on their behalf at the Meeting pursuant to Section 113 of the Companies Act, 2013.
5. All documents referred to in the Shorter Notice and the Explanatory Statement and other statutory Registers shall be available for inspection by the Members at the Registered Office of the Company during the normal business hours on all working days between 10.00 A.M. and 01.00 P.M. (i.e., except Sundays and public holidays) up to the date of the Extra-Ordinary General Meeting and at the venue during the continuance of the Meeting.
6. In terms of provision of Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Amendment Rules, 2015, the Company is not required to provide the e-voting facility to shareholders of the Company and therefore your company has opted to hold this meeting of the members physically only.
7. Members/Proxies are requested to write their Client ID and Depository Participant ID on the attendance slip and bring their attendance slip enclosed herewith duly filled in and signed for attending the Meeting and hand it over at the entrance.
8. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Companies Act, 2013 ("the Act") and Register of Contracts or Arrangements in which directors are interested maintained under section 189 of the Act will be available during the meeting for inspection by the members during the time of Extra Ordinary General Meeting.
9. The Meeting is conveyed at a shorter notice after obtaining the necessary consent of the members as required under the Companies Act, 2013. The format for the consent letter for holding the EGM at shorter notice is annexed herewith and marked As Annexure-A.

10. In terms of the requirements of the Secretarial Standard on General Meetings (SS-2) a route map of the venue of the Meeting is enclosed.

Place: Kolkata
Date: 07.07.2025

By order of the Board
for and on behalf of,
Expression 360 Services India Limited

Expression 360 Services India Ltd.


Managing Director

Mohit Gupta
Managing Director
DIN: 02269890
Address: GC-4, Tank-11, Salt lake Sector-3
IB Market, Bidhannagar,
North 24 Parganas-700106 (West Bengal)

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT 2013

To increase the Authorized Share Capital of the Company and consequential amendment in the Memorandum of Association of the Company

The members of the Company are hereby informed that, the present Authorized Share Capital of the Company is Rs. 25,00,00,000/- (Rupees Twenty Five Crore Only) divided into 2,50,00,000 (Two Crore Fifty Lacs) Equity Shares of Rs. 10/- (Rupees Ten Only) each. The Company proposes to increase its Authorized Share Capital to Rs. 30,00,00,000/- (Rupees Thirty Crore Only) divided into 3,00,00,000 (Three Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each in order to expand the capital base.

The increase in the Authorized Share Capital of the Company will also require consequential amendment in Clause V of the Memorandum of Association of the Company. Pursuant to Section 13 and 61 of the Companies Act, 2013, alteration of the Capital Clause in Memorandum of Association requires approval of the members of the Company by way of passing an Ordinary Resolution to that effect. The Board of Directors recommend the resolutions set forth at item no.1 of the accompanying Shorter Notice for approval by the Members of the company as an Ordinary Resolution.


Concern or interest, financial or otherwise of Directors and Key Managerial Personnel and their relatives

None of the Directors, Key Managerial Personnel and their relatives (as defined in the Companies Act, 2013) of the Company are concerned or interested, financially or otherwise in the proposed resolution as set out at Item No. 1 of the Shorter Notice, except to the extent of their shareholding in the Company, if any.

Place: Kolkata

Date: 07.07.2025

By order of the Board
For and on behalf of,
Expression 360 Services India Limited
Expression 360 Services India Ltd.

Mohit Gupta 
Managing Director
DIN: 02269890
Address: GC-4, Tank-11, Salt lake Sector-3
IB Market, Bidhannagar,
North 24 Parganas-700106 (West Bengal)

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]*

Name of the Company: Expression 360 Services India Limited
CIN: U74300WB2010PLC143636

Registered Office:

203/1, A.J.C Bose Road
Circus Avenue, Kolkata- 700017
Phone: 9330634616
E-mail: accounts@expression360.co.in

Name of the Member :

Registered Address :

E-mail Id :

Folio No. :

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/her

2. Name :
 Address :
 E-mail Id :
 Signature : , or failing him/her

3. Name :
 Address :
 E-mail Id :
 Signature : , or failing him/her

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 **Thursday, July 10, 2025 at 11:30 A.M.** at the Registered Office of the Company and at any adjournment thereof, in respect of such resolutions set out in the Notice convening the Extra – Ordinary General Meeting, as are indicated below:

Item No.	Resolutions	Optional	
		For	Against
1.	<i>To increase the Authorized Share Capital of the Company and consequential amendment in the Memorandum of Association of the Company</i>		

Signed this day of 2025

Signature of shareholder:

Signature of Proxy holder:

Notes:

1. This form of 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. Please complete all details including details of member(s) before submission

ATTENDANCE SLIP FOR EXTRA ORDINARY GENERAL MEETING
(Please bring this Attendance Slip to the Venue and hand it over at the entrance)

Venue of the meeting	203/1, A.J.C Bose Road, Circus Avenue, Kolkata-700017
Day, Date & Time	Thursday, July 10 th , 2025 at 11:30 A.M.

Name of the Member/Proxy* (in Block Letters)	
Address	
Folio No.	
No. of Shares held	

I certify that I am a member/proxy* for the member of the company.

I hereby record my presence at the **Extra – Ordinary General Meeting** of the Company held on **Thursday, July 10th, 2025 at 11:30 A.M.** at the Registered Office of the Company at 203/1, .A.J.C Bose Road, Circus Avenue, Kolkata-700017, West Bengal.

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Signature of the Member / Proxy holder* attending the meeting

Notes:

1. Member/Proxy holder who wishes to attend the meeting must bring this Attendance Slip and handover the Slip at the entrance of the meeting hall duly signed.
2. *Please strike off whichever is not applicable.

Annexure -A

**Consent for Holding Extra Ordinary General Meeting at shorter notice
[Pursuant to Section 101 of the Companies Act, 2013]**

Date:

The Board of Directors
Expression 360 Services India Limited
203/1, A.J.C Bose Road, circus Avenue
Kolkata-700017

With reference to the notice dated 07th July, 2025, I /We..... Member of the Company holding Equity Shares of Rs. 10 each in the Company do and hereby give consent, pursuant to Section 101 of the Companies Act, 2013, to hold EGM/III/2024-25 Extra Ordinary General meeting of the Company on Thursday, July 10, 2025 at 11:30 a.m at, 203/1, A.J.C Bose Road, circus Avenue, Kolkata-700017 at a shorter notice in order to transact the items specified in the notice.

Thanking You,

.....

(Name and signature)