



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021
E-mail : team@macobstech.com

Date: 06.08.2025

To,
National Stock Exchange of India Limited
Listing Department,
Exchange Plaza, C-1, Block - G,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400051

SYMBOL: MACOBSTECH

Subject: Intimation Regarding Extra-Ordinary General Meeting, E-Voting and Submission of Notice.

Dear Sir/Madam,

We would like to inform you that the (01/2025-26) Extra-Ordinary General Meeting (EGM) of Macobs Technologies Limited is scheduled to be held on **Monday, 1st September, 2025 at 04:00 P.M.** through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 the Company is pleased to provide the remote e-voting facility to its shareholders to exercise their vote by electronic means and the business may be transacted through e-voting services provided by National Securities Depository Limited (NSDL) vide EVEN-134885.

The remote e-voting period shall commence on 28th August, 2025 (09:00 A.M.) and ends on 31st August, 2025 (05:00 P.M.). The shareholders of the Company holding shares in dematerialized form as on August 25, 2025 ("the cut-off date") may cast their vote.

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, please find attached herewith the Notice of Extra-Ordinary General Meeting.

Kindly take the same on record.

Thanking You

Yours faithfully,

For **MACOBS TECHNOLOGIES LIMITED**

SAKSHI GUPTA
(Company Secretary & Compliance Officer)
M. No. A52916



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021
E-mail : team@macobstech.com

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE is hereby given that the (01/2025-26) Extra-Ordinary General Meeting ("EGM") of the Members of **MACOBS TECHNOLOGIES LIMITED ("the Company")** will be held on **Monday, September 01, 2025 at 04:00 P.M.** through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"). The venue of the meeting shall be deemed to be the registered office of the company at 1st Floor, Office No. 2, Plot No. 184, Sarthi Marg, Doctors Colony, Near Sec-09, Chitrakoot Scheme, Vaishali Nagar, Jaipur, Rajasthan, 302021 to transact the following business:

ITEM NO. 1: ISSUE OF WARRANTS CONVERTIBLE INTO EQUITY SHARES ON PREFERENTIAL BASIS:

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

"RESOLVED THAT pursuant to the provisions of Sections 42, 62(1) (c) and other applicable provisions, if any, of the Companies Act, 2013, as amended (the "Act"), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof), for the time being in force, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI ICDR Regulations") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), as amended from time to time, and subject to any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs, the Reserve Bank of India, the Securities and Exchange Board of India ("SEBI") and/or any other statutory or regulatory authorities, including the NSE Limited (the "NSE"), on which the equity shares of the Company having face value of Rs. 10/- (Indian Rupees Ten) each ("Equity Shares") are listed (hereinafter collectively referred to as "Applicable Regulatory Authorities") from time to time to the extent applicable, and the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to such approval(s), consent(s) and permission(s) as may be necessary or required, from Applicable Regulatory Authorities (including the NSE) and subject to such conditions and modifications as may be imposed or prescribed while granting such approvals, consents and permissions, which the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to mean and include one or more committee(s) constituted by the Board to exercise its powers including the powers conferred by this resolution), the consent of the Members of the Company be and is hereby accorded to the Board to create, issue, offer and allot, from time to time, in one or more tranches, **24,80,000 (Twenty Four Lakhs Eighty Thousand) convertible warrants ("Warrants")**, each convertible into, or exchangeable for, one fully paid up equity share of the Company of face value of Rs. 10/- to persons as mentioned below (**"Warrant Holders/Proposed Allottees"**) at a price of **Rs. 170/- (Rupees one hundred seventy only)** each payable in cash (**"Warrant Issue Price"**) aggregating up to **Rs. 42,16,00,000/- (Rupees Forty-two crores sixteen lakhs only)**, which may be exercised in one or more tranches during the period commencing from the date of allotment of the Warrants until expiry of 18 (Eighteen) months to the following persons/entities:



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021
E-mail : team@macobstech.com

Sr. No.	Name of Investors	Category (Promoter/Non-Promoter)	No. of Warrants proposed to be issued	Amount
1.	Divya Gandotra	Promoter	4,80,000	8,16,00,000
2.	Raman Talwar HUF	Non-Promoter	10,00,000	17,00,00,000
3.	Capital Vision Partners	Non-Promoter	5,00,000	8,50,00,000
4.	Pinnacle Investments	Non-Promoter	5,00,000	8,50,00,000
		TOTAL	24,80,000	42,16,00,000

(hereinafter referred to as “Proposed Allottees”) by way of a preferential issue in accordance with the terms of the Warrants as set out herein and in the explanatory statement to this Notice calling EGM, and on such other terms and conditions as set out herein, subject to applicable laws and regulations, including the provisions of Chapter V of the SEBI ICDR Regulations and the Act, as the Board may determine (the “Preferential Issue”).

RESOLVED FURTHER THAT in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the “Relevant Date” for the purpose of determination of the floor price for the issue and allotment of Warrants is **Friday, August 1, 2025** being the date 30 (thirty) days prior to the date of this Extraordinary Ordinary General Meeting.

RESOLVED FURTHER THAT the Preferential Issue of Warrants and allotment of equity shares on the exercise of the Warrants, shall be subject to the following terms and conditions, apart from others as detailed in the explanatory statement to this Notice and as prescribed under applicable laws:

- the Warrant holder shall subject to the SEBI ICDR Regulations and other applicable rules and regulations be entitled to apply for and be allotted 1 (one) equity share against each Warrant.
- the minimum amount of **Rs. 10,54,00,000** which is equivalent to 25% (Twenty-five percent) of the Warrants Issue Price in aggregate shall be paid at the time of subscription and allotment of each Warrant. The Warrant holders will be required to make further payments of **Rs. 31,62,00,000** which is equivalent to 75% (Seventy-five percent) of the Warrants Issue Price in aggregate at the time of exercise of the right attached to the Warrant(s), to convert the Warrant(s) into equity share(s) of the Company (“Warrant Exercise Amount”).
- the Warrants shall be allotted in dematerialized form within a period of 15 (fifteen) days from the date of passing of the special resolution by the shareholders of the Company for their issuance, provided that where the allotment of Warrants is subject to receipt of any approval or permission from any regulatory authority, the allotment shall be completed within a period of 15 (fifteen) days from the date of receipt of last of such approval, or permission;
- the equity shares to be allotted on exercise of the Warrants shall be in dematerialized form and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company and shall rank pari-passu with the then existing equity shares of the Company in all respects including the payment of dividend and voting rights;



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021
E-mail : team@macobstech.com

- e) the equity shares allotted upon conversion of the Warrants shall be listed on the Stock Exchange(s) where the existing equity shares of the Company are listed, subject to the receipt of necessary permissions or approvals as the case may be;
- f) the Warrants shall not carry any voting rights until they are converted into equity shares and the Warrants by itself, until exercised and converted into equity shares, shall not give the Warrant holders any rights with respect to that of an equity shareholder of the Company;
- g) the right attached to the Warrants may be exercised by the Warrant holder, in one or more tranches, at any time on or before the expiry of 18 (eighteen) months from the date of allotment of the Warrants by issuing a written notice ("**Conversion Notice**") to the Company specifying the number of Warrants proposed to be converted and the date designated as the specified conversion date ("**Conversion Date**"). The Company shall accordingly, without any further approval from the Members, allot the corresponding number of equity shares in dematerialized form on the Conversion Date mentioned in the Conversion Notice, subject to receipt of the relevant Warrant Exercise Amount by the Warrant holder to the designated bank account of the Company;
- h) the tenure of the Warrants shall not exceed 18 (eighteen) months from the date of allotment of the Warrants. If the entitlement against the Warrants to apply for the equity shares of the Company is not exercised by the Warrant holder within the aforesaid period of 18 (eighteen) months, the entitlement of the Warrant holder to apply for equity shares of the Company along with the rights attached thereto shall expire and any amount paid by the Warrant holder on such Warrants shall stand forfeited by the Company;
- i) the Warrants allotted in terms of this resolution and the resultant equity shares arising on exercise of rights attached to such Warrants shall be subject to lock-in as specified in the provisions of Chapter V of the SEBI ICDR Regulations;
- j) the pre-preferential allotment shareholding of the Proposed Allottees, if any, in the Company shall be subject to lock-in as specified in the provisions of **Chapter V** of the SEBI ICDR Regulations.

RESOLVED FURTHER THAT pursuant to the provisions of the Act, the name of the Proposed Allottees be recorded for the issuance of invitation to subscribe to the Warrants and a private placement offer letter in **Form No. PAS-4 ("Offer cum Application Form")** together with an application form be issued to the Proposed Allottees inviting them to subscribe to the Warrants.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution any of the Directors of the Company be and are hereby authorised on behalf of the Company to do all such other acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary or desirable for such purpose, without being required to seek any further consent or approval of the members of the Company, including but not limited to the following:



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021
E-mail : team@macobstech.com

- a) to issue and allot the Warrants and such number of equity shares may be required to be issued and allotted upon exercise/ conversion/ exchange of the Warrants, without requiring any further approval of the Members;
- b) to negotiate, finalise and execute all necessary agreements/ documents/ form filings/ applications to effect the above resolutions, including to make applications to Applicable Regulatory Authorities, like applications to the Stock Exchanges for obtaining in-principle approval for the Warrants to be allotted pursuant to the Preferential Issue, and for obtaining listing approval and trading approval for the equity shares to be allotted upon conversion of the Warrants;
- c) to vary, modify or alter any of the relevant terms and conditions, attached to the Warrants to be allotted to the Proposed Allottees, and to effect any modifications, changes, variations, alterations, additions and/or deletions to the Preferential Issue, as may be required by any regulatory or other authorities involved in or concerned with the issue and allotment of the Warrants;
- d) to resolve and settle any matter, question, difficulty or doubt that may arise in regard to the issuance and allotment of Warrants and the equity shares to be allotted pursuant to the conversion of the Warrants, without requiring any further approval of the Members, and to authorise all such persons as may be deemed necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit;
- e) to issue clarifications on the offer, issue and allotment of the equity shares to be allotted pursuant to the conversion of the Warrants and listing of the equity shares to be allotted pursuant to the conversion of the Warrants on the Stock Exchanges, without limitation, as per the terms and conditions of the SEBI ICDR Regulations, the SEBI Listing Regulations, and other applicable guidelines, rules and regulations;
- f) to execute the necessary documents and enter into contracts, arrangements, agreements, documents (including appointment of agencies, intermediaries, monitoring agency and advisors, as may be required, for the Preferential Issue of the Warrants and the equity shares to be allotted pursuant to the conversion of Warrants on a preferential and private placement basis);
- g) to undertake all such actions and compliances as may be necessary, desirable or expedient for the purpose of giving effect to this resolution in accordance with applicable law including the SEBI ICDR Regulations and the SEBI Listing Regulations and to take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing, and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of its powers conferred upon it by this resolution, as it may deem fit in its absolute discretion, to any director(s), committee(s), executive(s), officer(s), company secretary or authorised signatory(ies) to give effect to this resolution, including execution of any documents on behalf of the Company and to represent the Company before any governmental or regulatory authorities and to appoint any professional advisors, bankers, consultants, advocates and advisors to give effect to this resolution and further to take all other steps which may be incidental, consequential, relevant or ancillary in this regard.



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021

E-mail : team@macobstech.com

RESOLVED FURTHER THAT all actions taken by the Board or committee(s) duly constituted for this purpose in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.”

For **MACOBS TECHNOLOGIES LIMITED**

SAKSHI GUPTA
(Company Secretary & Compliance Officer)
M. No. A52916



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021
E-mail : team@macobstech.com

NOTES:

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM shall be conducted through VC / OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the EGM 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 EGM through VC/OAVM will be made available for 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 EGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. 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) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the EGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at www.macobstech.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com respectively and the EGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021

E-mail : team@macobstech.com

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on August 28, 2025 at 09:00 A.M. and ends on August 31, 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 25th August, 2025 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 25th August, 2025.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021
E-mail : team@macobstech.com

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none">For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.If you are 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.jspVisit 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.







GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021

E-mail : team@macobstech.com

	<p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div>   </div>
Individual Shareholders holding securities in demat mode with CDSL	<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 Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting 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.



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021
E-mail : team@macobstech.com

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
--	--

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

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

Login type	Helpdesk details
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.com or call at 022 - 4886 7000
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



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021
E-mail : team@macobstech.com

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021
E-mail : team@macobstech.com

- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 8. Now, you will have to click on "Login" button.
 9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of Company for which you wish to cast your vote during the remote e-voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-voting as the voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021
E-mail : team@macobstech.com

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to neeta@apns.in with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.com.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of E-mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 compliance@macobstech.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to compliance@macobstech.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021
E-mail : team@macobstech.com

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE EGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM 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 in the EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at compliance@macobstech.com. The same will be replied by the company suitably.



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021
E-mail : team@macobstech.com

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

As required by Section 102 of the Companies Act, 2013 (the "Act"), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the following Explanatory Statement sets out all material facts relating to the business mentioned under Item No. 1 of the accompanying Notice dated **August 06, 2025**:

In respect of Item No. 1:

The Board of Directors of the Company ("Board") at their meeting held on July 19, 2025, has approved raising of funds aggregating up to **Rs. 42,16,00,000/- (Rupees Forty-two crores sixteen lakhs only)** by way of issuance of up to **24,80,000 (Twenty-Four Lakhs eighty thousand only) warrants**, each convertible into, or exchangeable for, 1 (one) fully paid up equity share of the Company of face value of Rs. 10/- each ("Warrants") to persons as mentioned below ("Warrant Holders"/"Proposed Allottees") at a price of **Rs. 170/- (Rupees one hundred seventy only)** each payable in cash (including the warrant subscription price and the warrant exercise price), aggregating up to **Rs. 42,16,00,000/- (Rupees Forty-two crores sixteen lakhs only)**, which may be exercised in one or more tranches during the period commencing from the date of allotment of the Warrants until expiry of 18 (Eighteen) months, to the proposed allottee(s).

The information required in terms of Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13(2)(d) of the Companies (Share Capital and Debentures) Rules, 2014 of Companies Act, 2013 and Chapter V of the SEBI ICDR Regulations, and other relevant details in respect of the proposed Preferential Issue of Convertible Warrants into Equity Shares are as under:

1) Particulars of the Preferential Issue including date of passing of Board resolution:

The Board, at its meeting held on July 19, 2025 has, subject to the approval of the Members and such other approvals as may be required, approved the issuance of up to **24,80,000** Convertible Warrants to the Proposed Allottee(s), each at a price of **Rs. 170/- (Rupees one hundred seventy only) each payable in cash ("Warrant Issue Price") aggregating upto Rs. 42,16,00,000/- (Rupees Forty-two crores sixteen lakhs only)**, within a period of 18 (Eighteen) months from the date of allotment of Warrants, to persons / entity enlisted below ("Warrant Holder"/"Proposed Allottees") belonging to Promoters and/or Promoters Group and certain identified non-promoter persons on a preferential basis ("Preferential Issue"), for consideration payable through electronic means/banking channels and in such manner and upon such terms and conditions as may be deemed appropriate by the Board in accordance with the terms of this Preferential Issue, provisions of SEBI ICDR Regulations, or other applicable laws in this respect:

Sr. No.	Name of Investors	Category (Promoter/Non-Promoter)	No. of Warrants proposed to be issued	Amount
1.	Divya Gandotra	Promoter	4,80,000	8,16,00,000
2.	Raman Talwar HUF	Non-Promoter	10,00,000	17,00,00,000
3.	Capital Vision Partners	Non-Promoter	5,00,000	8,50,00,000
4.	Pinnacle Investments	Non-Promoter	5,00,000	8,50,00,000
		TOTAL	24,80,000	42,16,00,000



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021
E-mail : team@macobstech.com

2) Kinds of securities offered and the price at which security is being offered, and the total/ maximum number of securities to be issued:

The Company proposes to offer, issue and allot, in one or more tranches, upto **24,80,000** (Twenty-Four Lakhs Eighty Thousand) convertible warrants into equity shares ("Warrants"), at a price of **Rs. 170/- (Rupees one hundred seventy only)** per warrant, aggregating upto **Rs. 42,16,00,000/- (Rupees Forty-two crores sixteen lakhs only)** ("Total Issue Size"), by way of a Preferential Issue.

3) Purpose/Objects of the Issue:

The proceeds of the preferential issue will be utilized for any one or in combination with any one or more of the purposes such as:

- a) To broad base the capital structure of the Company required for business growth and future expansion plans.
- b) To meet increased working capital requirements.
- c) General corporate purpose or such other objects, as the Board may from time to time decide in the best interest of the Company.

4) Monitoring of utilisation of funds:

Given that the issue size is less than Rs. 100 Crore (Indian Rupees One Hundred Crore), the company is not required to appoint monitoring agency in terms of Regulation 162A of the SEBI ICDR Regulations.

5) Relevant Date:

The "Relevant Date" as per Chapter V of the SEBI ICDR Regulations, for the determination of the floor price for Warrants to be issued is **Friday, August 1, 2025 i.e. 30 (thirty)** days prior to the date of this Extra Ordinary General Meeting which is **Monday, September 1, 2025** to approve the proposed preferential issue.

6) Basis on which the price has been arrived at along with report of the registered valuer:

Considering that the allotment shall be more than 5% of the post issue fully diluted share capital of the Company, the minimum price of **Rs. 170/- (Rupees one hundred seventy only)** has been determined taking into account the valuation report dated 4th August, 2025 issued by **IBBI Registered Valuer, Mr. Harshit Kumar Goyal, Independent Registered Valuer (IBBI Reg No. IBBI/RV/11/2021/14251)** having office at 401, 4th Floor, Apeksha Rudraksh, Murlipura, Opp. Murlipura Police Station, Jaipur, Rajasthan – 302039 in accordance with Regulation 164 & 166A of the ICDR Regulations ("Valuation Report").

Accordingly, the floor price in terms of SEBI (ICDR) Regulations is **Rs. 170/- (Rupees one hundred seventy only)** per equity Share. The issue price is **Rs. 170/- (Rupees one hundred seventy only)** per equity share which is not lower than the minimum price determined in compliance with applicable provisions of SEBI (ICDR) Regulations.



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021
E-mail : team@macobstech.com

The Valuation Report shall be available for inspection by the members and the same may be accessed on the Company's website at the link: www.macobstech.com

7) Amount which the company intends to raise by way of such securities:

Aggregating up to **Rs. 42,16,00,000/- (Rupees Forty-two crores sixteen lakhs only)** out of which Rs. 10,54,00,000/- (Rupees Ten Crore fifty-four lakhs Only), which is 25% of the warrants issue, will be raised at the time of allotment, and the rest of the amount will be raised at the time of exercise of the right attached to Warrant(s) to subscribe to equity share(s).

8) The class or classes of persons to whom the allotment is proposed to be made:

The Preferential Issue of Warrants is proposed to be made to the Proposed Allottees, who are the Promoters as well as Non-Promoters.

9) The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as the price.

The Company has not made any preferential allotment during the current Financial Year 2025-26.

10) Maximum number of securities to be issued:

The Company proposes to offer, issue and allot, in one or more tranches, up to 24,80,000 (Twenty-Four Lakhs Eighty Thousand) convertible warrants into equity shares ("Warrants"), at a price of **Rs. 170/- (Rupees one hundred seventy only)** per warrant, aggregating upto **Rs. 42,16,00,000/- (Rupees Forty-two crores sixteen lakhs only)** ("Total Issue Size") by way of a Preferential Issue.

Minimum amount of Rs. 42.50/- per Warrant, which is equivalent to 25% (twenty-five percent) of the Warrants Issue Price shall be paid at the time of subscription and allotment of each Warrant. The warrant holder will be required to make further payments of Rs. 127.50/- for each Warrant, which is equivalent to 75% (seventy-five percent) of the Warrants Issue Price at the time of exercise of the right attached to Warrant(s) to subscribe to equity share(s).

11) Intent of the promoters, directors or key managerial personnel of the Company to subscribe to the offer:

The warrant convertible into equity shares shall be issued to Ms. Divya Gandotra, Promoter of the Company. It has indicated her intention to subscribe to the Convertible Warrants on Preferential basis. Other than the above, none of the Directors or Key Managerial Personnel of the Company intends to subscribe to any of the warrants convertible into equity shares proposed to be issued under the Preferential Issue or otherwise contribute to the Preferential Issue or separately in furtherance of the objects specified herein above.



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021
E-mail : team@macobstech.com

12) Time frame within which the Proposed Preferential Issue shall be completed:

In accordance with Regulation 170 of the SEBI ICDR Regulations, the allotment of the Warrants shall be completed within a period of 15 (fifteen) days from the date of passing of the resolution by the shareholders, provided that where the allotment is pending on account of pendency of any approval(s) or permission(s) from any regulatory authority / body, the allotment shall be completed by the Company within a period of 15 (fifteen) days from the date of such approval(s) or permission(s).

13) Shareholding pattern of the Company before and after the preferential issue:

Sr. No.	Category of Shareholder(s)	Pre-Issue (as on 31-03-2025)		Post-Issue	
		No. of Shares held	% of shareholding	No. of shares held	% of shareholding
A	Promoters & Promoter Group Holding				
1	Indian				
a)	Individual	4680000	47.78	5160000	42.03
b)	Bodies Corporate	-	-	-	-
c)	Any other	-	-	-	-
	Sub-Total (A) (1)	4680000	47.78	5160000	42.03
2	Foreign	-	-	-	-
a)	Bodies Corporate	-	-	-	-
	Sub-Total (A) (2)	-	-	-	-
	Total Promoters & Promoter Group Holding (A)	4680000	47.78	5160000	42.03
B	Non-Promoters Holding	-	-	-	-
1	Institutional Investors	-	-	-	-
a)	Mutual Funds	-	-	-	-
b)	FPI	-	-	-	-
c)	Alternate Investment Funds	84800	0.87	84800	0.87
d)	Foreign Companies	-	-	-	-
e)	Insurance Companies	-	-	-	-
f)	NBFCs registered with RBI	-	-	-	-
	Sub-Total (B) (1)	84800	0.87	84800	0.87



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021

E-mail : team@macobstech.com

2	Institutions (foreign)	-	-	-	-
	Foreign Direct Investment	-	-	-	-
	Foreign Ventures Capital Investors	-	-	-	-
	Foreign Portfolio Investors Category- I	-	-	-	-
	Foreign Portfolio Investors category-II	-	-	-	-
	Sub-Total (B)(2)	-	-	-	-
3	Central Government/ State Government	-	-	-	-
	Sub-Total (B)(3)	-	-	-	-
4	Non-Institutions	-	-	-	-
a)	Resident Individuals	4496800	45.91	4496800	45.91
b)	NBFCs registered with RBI	-	-	-	-
c)	Any other, specify	-	-	-	-
d)	Directors and Their Relatives	-	-	-	-
e)	Key Managerial Personnel	-	-	-	-
f)	IEPF	-	-	-	-
g)	Trusts	-	-	-	-
h)	Foreign National	-	-	-	-
i)	Non-Nationalized Banks	-	-	-	-
j)	Non-Resident Indians	60000	0.61	60000	0.61
k)	Clearing Member	-	-	-	-
l)	Bodies Corporate	185600	1.89	2185600	17.80
m)	Any other	288000	2.94	288000	2.94
	Sub-Total (B)(4)	5030400	51.36	7030400	57.27
	Total Public Shareholding (B)	5115200	52.22	7115200	57.96
	Total (A)+(B)	9795200	100	12275200	100

**The post preferential percentage of shareholding has been calculated assuming that all the Warrants allotted will be converted into equity shares.*



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021
E-mail : team@macobstech.com

14) Change in Control, if any, in the Company consequent to the preferential issue:

There will not be any change in the composition of the Board, the existing Promoters of the Company will continue to be in control of the Company and there will not be any change in the management or control of the Company as a result of the proposed preferential allotment. However, there will be corresponding changes in the shareholdings of the Promoter & Promoter Group and Non-Promoters consequent to preferential allotment.

15) Principal terms of assets charged as securities:

Not applicable.

16) Material terms of raising such securities:

The material terms for the Preferential Issue of Warrants to the Proposed Allottees is set out below:

A. Tenure:

The Warrants shall be convertible into equity shares within a period of 18 (eighteen) months from the date of allotment of the Warrants.

B. Conversion and other related matters:

- I. The Warrant holder shall have the right to convert the Warrants into fully paid-up equity shares of the Company of face value of Rs. 10 (Indian Rupees Ten only) each, in one or more tranches, by delivering a notice of conversion ("**Conversion Notice**") to the Company requesting the conversion of the relevant number of Warrants into equity shares, on the date designated as the specified conversion date in the Conversion Notice ("**Conversion Date**").
- II. The conversion ratio is 1 (one) equity share in lieu of 1 (one) Warrant.
- III. Prior to the Conversion Date, the Warrant holder shall pay the Warrant exercise amount for the relevant Warrants it proposes to convert, and the Company shall, upon receipt of such payment in the designated bank account, on the Conversion Date, in accordance with applicable law, issue and allot equity shares (free and clear of all encumbrances other than any lock-in prescribed under applicable law) to the Warrant holder in lieu of the relevant Warrants.
- IV. The Company shall file the certificate from its statutory auditor with the Stock Exchanges, confirming that the Company has received the Warrant exercise amount in compliance with Regulation 169(4) of the SEBI ICDR Regulations from the Warrant holder and the relevant documents thereof are maintained by the Company as on the date of certification.
- V. The Company shall issue and allot the equity shares to the Warrant holder in dematerialized form and seek final approval from the NSE for listing the equity shares allotted to the Warrant holder pursuant to conversion of the Warrants. All equity shares (upon conversion of the Warrants) shall be credited into the Warrant holder's demat account within 7 (seven) business days from the Conversion Date.



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021
E-mail : team@macobstech.com

- VI. The Warrant holder shall make the relevant disclosures required under applicable law, including the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended, in relation to the Preferential Issue and conversion of the Warrants.
- VII. The procedure for conversion of warrants into equity shares set out above shall be applicable for conversion of each Warrant into equity shares, irrespective of the number of tranches in which the Warrant holder issues a Conversion Notice in accordance with Paragraph B(i) above.

C. Lock-in:

The Warrants and the equity shares issued upon conversion of the Warrants shall be locked-in, in accordance with Chapter V of the SEBI ICDR Regulations.

D. Rights:

The Warrants shall not carry any voting rights until they are converted into equity shares.

17) The current and proposed status of the allottee(s) post Preferential Issue namely, promoter or non-promoter:

Existing promoters will continue as the promoters of the Company and pursuant to this allotment the proposed allottees other than promoters shall be covered under the head non – promoter/public in the shareholding pattern of the Company.

18) Proposed allottees, Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issues that may be held by them and change in control, if any, in the issuer consequent to the preferential issues:

Name of the proposed allottee	Category	Ultimate Beneficial Owner	Pre-Issue Shareholding		No. of Warrants proposed to be allotted	Post- Issue Shareholding (Presuming full conversion of Warrants)	
			No. of Shares	Percentage of shareholding		No. of shares	Percentage of shareholding
Divya Gandotra	Promoter	NA	720	0.0074%	4,80,000	4,80,720	3.92%
Raman Talwar HUF	Non-Promoter	NA	0	0.00%	10,00,000	10,00,000	8.15%
Capital Vision Partners	Non-Promoter	NA	0	0.00%	5,00,000	5,00,000	4.07%
Pinnacle Investments	Non-Promoter	NA	0	0.00%	5,00,000	5,00,000	4.07%



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021
E-mail : team@macobstech.com

***The post preferential percentage of shareholding has been calculated assuming that all the Warrants allotted will be converted into equity shares of the Company.**

19) Contribution being made by the promoters or directors either as part of the Preferential Issue or separately in furtherance of objects:

Up to Rs. 8,16,00,000/- (Rupees eight Crores Sixteen Lakhs Only)/-

20) Undertaking:

The Company hereby undertakes that:

- a) None of the Company, its Directors or Promoters have been declared as wilful defaulter or fraudulent borrower as defined under the SEBI ICDR Regulations. None of its Directors or Promoter is a fugitive economic offender as defined under the SEBI ICDR Regulations;
- b) The Company is eligible to make the Preferential Issue to the Proposed Allottees under Chapter V of the SEBI ICDR Regulations;
- c) As the Equity Shares have been listed for a period of more than ninety days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re computation of the price of shares shall not be applicable;
- d) The Company shall re-compute the price of the equity shares to be allotted under the Preferential Issue, in terms of the provisions of SEBI ICDR Regulations where it is required to do so;
- e) If the amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI ICDR Regulations, the warrants to be allotted under the Preferential Issue shall continue to be locked-in till the time such amount is paid by the warrant holder.

21) Valuation and Justification for the allotment proposed to be made for consideration other than cash:

Not applicable

22) Lock-in period:

The Warrants allotted pursuant to this resolution and the resultant equity shares to be issued and allotted upon exercise of right attached to the Warrants as above shall be subject to a lock-in for such period as per the provisions of Chapter V of the SEBI ICDR Regulations.

23) Practising Company Secretary's Certificate:

The certificate from M/s APNS & Associates (Practising Company Secretaries), certifying that the Preferential Issue is being made in accordance with the requirements contained in the SEBI ICDR Regulations shall be made available for inspection by the Members during the meeting and will also be made available on the Company's website and will be accessible at link: www.macobstech.com



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021
E-mail : team@macobstech.com

24) Other disclosures:

- a) During the period from April 01, 2025 until the date of Notice of this EGM, the Company has not made any Preferential Issue of equity shares.
- b) The Company is in compliance with the conditions for continuous listing and is eligible to make the Preferential Issue under Chapter V of the SEBI ICDR Regulations.
- c) Neither the Company nor any of its Directors or Promoters are categorised as wilful defaulter(s) by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulter(s) issued by the Reserve Bank of India. Further, neither the Company nor any of its Directors or Promoters is a fraudulent borrower as defined under the SEBI ICDR Regulations. Consequently, the disclosures required under Regulation 163(1)(i) of the SEBI ICDR Regulations are not applicable.
- d) Neither the Company nor any of its Directors and / or Promoters is a fugitive economic offender as defined under the SEBI ICDR Regulations.
- e) The justification for the allotment proposed to be made for consideration other than cash together with the valuation report of the registered valuer is not applicable as the allotment of equity shares under the Preferential Issue is for a cash consideration.
- f) The Proposed Allottees have confirmed that they have not sold or transferred any equity shares of the Company during the 90 trading days preceding the Relevant Date. The Proposed Allottees have further confirmed that they are eligible under SEBI ICDR Regulations to undertake the Preferential Issue.
- g) No person belonging to the promoters / promoter group has previously subscribed to any warrants of the Company during the last one year.
- h) The Company is in compliance with the conditions for continuous listing.

Ms. Divya Gandotra may be considered as deemed to be concerned or interested in the said resolution. Except them, none of the Directors, Key Managerial Personnel or their relatives are in any way financially or otherwise concerned or interested in the passing of this Special Resolution as set out at Item No. 1 of this notice except and to the extent of their shareholding in the Company.

In accordance with the provisions of Sections 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI ICDR Regulations, approval of the Members for issue and allotment of the said warrants to the Proposed Allottees is being sought by way of a special resolution as set out in the said item no. 1 of the Notice. Issue of the equity shares pursuant to the exercise of the rights attached to warrants would be within the authorised share capital of the Company.



GST : 08AANCM0020G1ZT
CIN : U74999RJ2019PLC066608

Macobs Technologies Limited

(Formerly known as Macobs Technologies Private Limited)

Office : 1st Floor Office No 2 Plot No 184, Sarthi Marg
Doctors Colony Near Sec-09 Chitrakoot Scheme,
Vaishali Nagar, Jaipur, Rajasthan, India, 302021

E-mail : team@macobstech.com

The Board of Directors believes that the proposed Preferential Issue is in the best interest of the Company and its Members and, therefore, recommends the resolution at Item No. 1 of the accompanying Notice for approval by the Members of the Company as a **Special Resolution**.

For **MACOBS TECHNOLOGIES LIMITED**

SAKSHI GUPTA
(Company Secretary & Compliance Officer)
M. No. A52916