

NOTICE

NOTICE is hereby given that the First Extraordinary General Meeting of BMEG Private Limited for the Financial Year 2024-25 will be held at shorter notice on Tuesday, September 03, 2024 at 04:00 P.M. at the registered office of the Company situated at 11th Floor, Wing E, to transact the following business:

ITEM NO. 1: TO INCREASE THE AUTHORIZED SHARE CAPITAL AND CONSEQUENT ALTERATION TO MEMORANDUM OF ASSOCIATION

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

“RESOLVED THAT pursuant to the provisions of Sections 13 and 61 and other applicable provisions, if any, of the Companies Act, 2013, and the rules framed thereunder (hereinafter referred to as the “Act”) including any statutory modifications, amendments thereto or re-enactment thereof, the regulations, rules, guidelines, if any, issued by the Government of India and further to the approval of the Board, consent of members of the Company be and is hereby accorded to increase the authorized share capital from existing Rs. 10,00,00,000/- (Rupees Ten Crore Only) to Rs. 50,00,00,000/- (Rupees Fifty Crore Only) by way of creation of additional 4,00,00,000 (Four Crore) Equity Shares of Rs.10/- each aggregating to Rs. 40,00,00,000/- (Rupees Forty Crore Only).

RESOLVED FURTHER THAT further to the approval of the Board, approval of the members of the Company be and is hereby accorded to the amendment of the Clause 5th of the Memorandum of Association of the Company by substituting the following new Clause 5th in place of existing Clause 5th thereof, as follows:

5th “The Authorized Share Capital of the Company is Rs. 50,00,00,000/- (Rupees Fifty Crore Only) divided into 5,00,00,000 (Five Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each.”

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things as may be necessary or required for the aforesaid purposes, including to execute, deliver and/or file all such documents, applications, returns and forms (including with any regulatory or governmental authorities) as may be required to give effect to the above resolutions.”

ITEM NO. 2: TO CONSIDER AND APPROVE THE ISSUANCE OF 2,84,10,000 (TWO CRORE EIGHTY FOUR LAKH AND TEN THOUSAND) EQUITY SHARES THROUGH PREFERENTIAL ALLOTMENT ON PRIVATE PLACEMENT BASIS

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

“RESOLVED THAT pursuant to the provisions of Sections 23, Section 42, Section 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014, (hereinafter referred to as the “Act”, including any statutory modifications, amendments thereto or re-enactment thereof, the regulations, rules, guidelines, if any, issued by the Government of India), and any other applicable law, the Memorandum and Articles of Association of the Company and further to the approval of the Board, approval of the Members of the Company be and is hereby accorded to offer, issue and allot 2,84,10,000 (Two Crore Eighty Four Lakh and Ten Thousand) Equity Shares having a face value of Rs. 10/- (Rupees Ten only) and at a premium of Rs. 7.60/- (Rupees Seven and Sixty Paise Only) per share aggregating to Rs. 17.60/- (Rupees Seventeen and Sixty Paise Only) per share with the total offer aggregating to Rs. 50,00,16,000/- (Rupees Fifty Crore and Sixteen Thousand Only), by preferential allotment, on private placement basis in the manner as provided below (“Issue”):



Sl. No.	Name and Address of the Subscriber	No. of Equity Shares	Subscription amount (Rs.)
1	Quark Media Tech Private Limited Address: 11th Floor, Wing E, Helios Business Park, Outer Ring Road, Kadubeesanahalli, Bangalore, Bengaluru, Karnataka, India, 560103	2,84,10,000	50,00,16,000
Total		2,84,10,000	50,00,16,000

RESOLVED FURTHER THAT copy of valuation certificate, issued by Mr. Vinay Ramachandran, Registered Valuer (IBBI/RV/04/2019/11348) be and is hereby noted.

RESOLVED FURTHER THAT the draft of the private placement offer letter recorded as Form PAS – 4 (“Offer Letter”) and Form PAS – 5 (“Offer Record”) for the proposed offer and Issue, in accordance with the Act, the Companies (Prospectus and Allotment of Securities) Rules, 2014, be and are hereby approved (subject to any further changes as may be agreed to between the Subscriber and the Company prior to the execution of the Offer Letter).

RESOLVED FURTHER THAT the Board be and is hereby authorised to make and accept any modifications, including as may be suggested by the appropriate authorities and/or otherwise finalise and sign the Offer Letter on behalf of the Company and circulate it to the Subscriber and to settle all questions or difficulties that may arise in this regard including amending or modifying any of the terms of such issue or allotment.

RESOLVED FURTHER THAT monies received by the Company from the Subscriber as share application monies against the issuance and allotment of Subscription Shares, pursuant to the Issue shall be kept by the Company in a separate existing bank account with Kotak Mahindra Bank maintained by the Company for the purpose and shall be utilized by the Company in accordance with Section 42 of the Act.

RESOLVED FURTHER THAT the Board be and is hereby authorised on behalf of the Company to execute documents, forms and filings on behalf of the Company and to do all such other acts, deeds, matters or things as may be in their absolute discretion necessary, appropriate, expedient or desirable to give effect to the aforesaid resolutions, with further powers to delegate all or any of the above authorities conferred to them to any officer(s)/authorities person(s) of the Company, including but not limited to:

- i. signing and sending the Offer Letter to the Subscriber;
- ii. making all applications/filings to the appropriate authorities, including Registrar of Companies under the Act and the rules, regulations framed thereunder;
- iii. to settle all such questions, difficulties or doubts that may arise in relation to the Issue, allotment and utilisation of the proceeds and to finalise and execute all documents and writings as may be necessary, proper, desirable or expedient in implementation of the above resolutions;
- iv. to maintain a complete record of private placement offers in Form PAS-5 in compliance with applicable laws; and
- v. any other matters incidental to the above.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and is hereby authorised to certify a copy of this resolution and issue the same to all concerned parties.”






ITEM NO. 3: TO APPOINT MR. CHANCHAL KUMAR (DIN: 10495438) AS DIRECTOR (NON-EXECUTIVE AND NON-INDEPENDENT) OF THE COMPANY

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

“**RESOLVED THAT** pursuant to Section 152 and the other applicable provisions of the Companies Act, 2013, and the rules, circulars and notifications made thereunder (including any amendments thereto or re-enactment thereof, for the time being in force) (the “Act”), Mr. Chanchal Kumar (DIN: 10495438), who was appointed as an Additional Director (Non-Executive and Non-Independent) of the Company pursuant to the provisions of Section 161 of the Act at the Meeting of the Board of Directors of the Company held on July 01, 2024 to hold office with effect from July 01, 2024 up to the date of ensuing General Meeting of the Company, be and is hereby appointed as Director (Non-Executive and Non-Independent) on the Board of the Company.

RESOLVED FURTHER THAT the Board be and are hereby severally authorized to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto including but not limited to filling of necessary forms with any regulatory authority as may be required in this regard for the purpose of giving effects to this Resolution.”

ITEM NO. 4: TO APPOINT MR. ABHISHEK KHAITAN (DIN: 10596086) AS DIRECTOR (NON-EXECUTIVE AND NON-INDEPENDENT) OF THE COMPANY

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

“**RESOLVED THAT** pursuant to Section 152 and the other applicable provisions of the Companies Act, 2013, and the rules, circulars and notifications made thereunder (including any amendments thereto or re-enactment thereof, for the time being in force) (the “Act”), Mr. Abhishek Khaitan (DIN: 10596086), who was appointed as an Additional Director (Non-Executive and Non-Independent) of the Company pursuant to the provisions of Section 161 of the Act at the Meeting of the Board of Directors of the Company held on July 01, 2024 to hold office with effect from July 01, 2024 up to the date of ensuing General Meeting of the Company, be and is hereby appointed as Director (Non-Executive and Non-Independent) on the Board of the Company.

RESOLVED FURTHER THAT the Board be and are hereby severally authorized to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto including but not limited to filling of necessary forms with any regulatory authority as may be required in this regard for the purpose of giving effects to this Resolution.”

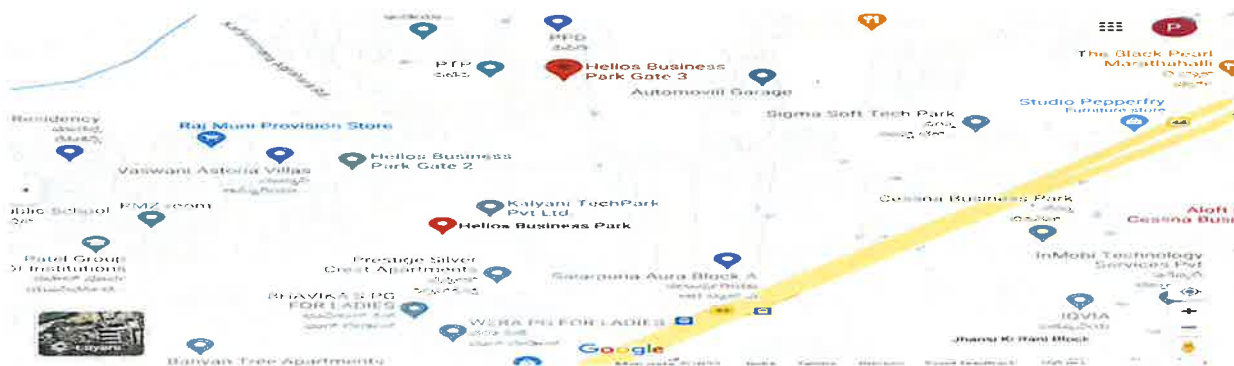
**By Order of the Board of Directors
For BMEG PRIVATE LIMITED**

**Umesh Pratap Singh
Company Secretary
Membership No. A63619**



NOTES

1. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on his behalf. Proxy form is enclosed with this notice as **Annexure-I**.
2. Proxies, in order to be effective, should be lodged with the Company not less than 48 hours before the meeting.
3. Statement pursuant to Section 102 of the Companies Act, 2013 and Secretarial Standard-2 issued by Institute of Company Secretaries of India (ICSI), is annexed to and forms part of the Notice as **Annexure II**.
4. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
5. A person can act as 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 Members.
6. In case of corporate Members proposing to participate at the meeting through their representative, necessary authorization under Section 113 of the Companies Act, 2013 for such representation may please be forwarded to the Company.
7. All documents referred to in this Notice and Explanatory Statement annexed hereto are available for inspection to the Members of the Company at the registered office of the Company during normal business hours on all working days up to and including the date of Annual General Meeting of the Company.
8. Route map is enclosed:



Address of the Venue: 11th Floor, Wing E, Helios Business Park, Outer Ring Road, Kadubeesanahalli, Bengaluru-560103 Karnataka.





**ANNEXURE I
PROXY FORM**

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

Name of the Member(s)	
Registered Address	
E-mail ID	
Folio No/Client ID	
DP ID (if shares held in demat form)	

I/We being the Member(s) of _____ Equity shares of Rs. 10/- each of **BMEG Private Limited**, hereby appoint:

1. Name: _____ E-mail Id: _____

Address: _____

Signature: _____ or failing him

2. Name: _____ E-mail Id: _____

Address: _____

Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-ordinary General Meeting of the Company to be held on Tuesday, September 03, 2024 at 04.00 PM at the registered office of the Company situated at 11th Floor, Wing E, Helios Business Park, Outer Ring Road, Kadubeesanahalli, Bengaluru-560103 and at any adjournment(s) thereof, in respect of the resolutions, as indicated below:

Item No.	Resolution	For	Against
1.	TO INCREASE THE AUTHORIZED SHARE CAPITAL AND CONSEQUENT ALTERATION TO MEMORANDUM OF ASSOCIATION		
2.	TO CONSIDER AND APPROVE THE ISSUANCE OF 2,84,10,000 (TWO CRORE EIGHTY FOUR LAKH AND TEN THOUSAND) EQUITY SHARES THROUGH PREFERENTIAL ALLOTMENT ON PRIVATE PLACEMENT BASIS		
3.	TO APPOINT MR. CHANCHAL KUMAR (DIN: 10495438) AS DIRECTOR (NON-EXECUTIVE AND NON-INDEPENDENT) OF THE COMPANY		
4.	TO APPOINT MR. ABHISHEK KHAITAN (DIN: 10596086) AS DIRECTOR (NON-EXECUTIVE AND NON-INDEPENDENT) OF THE COMPANY		

Please put a '√' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/ she thinks appropriate. This is only optional.

Signed this _____ day of _____ 2024

Signature of Member(s): _____

Signature of the Proxy holder(s): _____

Note: This proxy form in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company not less than 1 hour before the Extra-ordinary General Meeting.

Affix Revenue
Stamp

ANNEXURE II

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND SECRETARIAL STANDARD-2 ISSUED BY ICSI

ITEM 1: TO INCREASE THE AUTHORIZED SHARE CAPITAL AND CONSEQUENT ALTERATION TO MEMORANDUM OF ASSOCIATION

At present, the Company has the authorized share capital of Rs. 10,00,00,000/- (Rupees Ten Crore Only) comprising of equity shares having face value of Rs. 10 each.

The Company is proposing to raise fund of Rs. ~70,00,00,000 (Rupees Seventy Crore Only) by way of issue of further equity shares in due course in one or more tranches.

In view of accommodating the fresh infusion of aforesaid fund, the existing authorized share capital of the Company is proposed to be increased by Rs. 40,00,00,000 (Rupees Forty Crore Only) by way of creating additional 4,00,00,000 (Four Crore) Equity Shares of Rs.10/- each aggregating to Rs. 40,00,00,000/- (Rupees Forty Crore Only).

This change would necessitate an amendment to Clause 5th of the Memorandum of Association of the Company, which, in terms of the Companies Act, 2013, requires a special resolution to be passed by the members of the Company.

Accordingly, the Company is seeking approval of members of the Company for the amendment of the Clause 5th of the Memorandum of Association of the Company by substituting the following new Clause 5th in place of existing Clause 5th thereof, as follows:

5th "The Authorized Share Capital of the Company is Rs. 50,00,00,000/- (Rupees Fifty Crore Only) divided into 5,00,00,000 (Five Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each."

No director, key management personnel and/or their relatives, is concerned or interested in the said resolution, except to the extent of their respective shareholding in the Company.

The Board hereby recommends passing of the Resolution set out at Item No. 1 by the members as a Special Resolution.

ITEM 2: TO CONSIDER AND APPROVE THE ISSUANCE OF 2,84,10,000 (TWO CRORE EIGHTY FOUR LAKH AND TEN THOUSAND) EQUITY SHARES THROUGH PREFERENTIAL ALLOTMENT ON PRIVATE PLACEMENT BASIS

To meet further funding requirements, the Company proposes offer, issue and allot 2,84,10,000 (Two Crore Eighty Four Lakh and Ten Thousand) Equity Shares having a face value of Rs. 10/- (Rupees Ten Only) and at a premium of Rs. 7.60/- (Rupees Seven and Sixty Paise Only) per share aggregating to Rs. 17.60/- (Rupees Seventeen and Sixty Paise Only) per share with the total offer aggregating to Rs. 50,00,16,000/- (Rupees Fifty Crore and Sixteen Thousands Only), by preferential allotment, on private placement basis in the manner as provided below ("Issue"):



Sl. No.	Name and Address of the Subscriber	No. of Equity Shares	Subscription amount (Rs.)
1	Quark Media Tech Private Limited Address: 11th Floor, Wing E, Helios Business Park, Outer Ring Road, Kadubeesanahalli, Bangalore, Bengaluru, Karnataka, India, 560103	2,84,10,000	50,00,16,000
Total		2,84,10,000	50,00,16,000

Approval of members by way of special resolution is required, inter-alia, in terms of Section 42 and Section 62(1)(c) of the Companies Act, 2013, and Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014, and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014.

Therefore, in terms of said sections and rules, the consent of the members is being sought for the issue and allotment of Equity Shares on a preferential basis in accordance with the table above.

The valuation of the shares has been arrived based on the valuation report issued by Mr. Vinay Ramachandran, Registered Valuer (IBBI/RV/04/2019/11348). A copy of which shall be available for inspection at the registered office of the Company, during working hours.

The information as required under Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014, is as under:

Sr. No.	Particulars	Details
1.	The objects of the issue	The funds received by the Company in connection with this new issue of Equity Shares shall be utilized to meet the general corporate needs of the Company in compliance with applicable law.
2.	The total number of shares to be issued	2,84,10,000 (Two Crore Eighty-Four Lakh and Ten Thousand) Equity Shares of face value INR 10/- each.
3.	The price or price band at/within which the allotment is proposed	Rs. 17.60/- (Rupees Seventeen and Sixty Paise Only) per Equity Share.
4.	Basis on which the price has been arrived at along with report of the registered valuer	The value per share of the Company has been arrived at by Mr. Vinay Ramachandran, Registered Valuer (IBBI/RV/04/2019/11348) as on July 31, 2024, as set out in the valuation report dated September 02, 2024 ("Valuation Report").
5.	Relevant date with reference to which the price has been arrived at	The relevant date for the valuation of the shares is July 31, 2024 as set out in the Valuation Report.
6.	The class or classes of persons to whom the allotment is proposed to be made	A company incorporated under the provisions of the Companies Act, 2013.





7.	Intention of promoters, directors or key managerial personnel to subscribe to the offer	None of the Promoters / Promoter Group / Directors / Key managerial personnel intend to subscribe to the offer mentioned in this Resolution.
8.	The proposed time within which the allotment shall be completed	The allotment shall be completed within 30 days from the date of the Company receiving remittance from the subscriber towards the shares.
9.	The name of the proposed allottees and the percentage of post preferential offer capital that may be held by them	Quark Media Tech Private Limited 73.96511% of post preferential offer capital that may be held by them
10.	The change in control, if any, in the company that would occur consequent to the preferential offer	The subscribing company shall become holding company of the issuing company pursuant to this private placement.
11.	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 price;	The Company has not made any allotment on preferential basis during the year.
12.	The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer.	Not Applicable.
13.	The manner of issue	Preferential Allotment on Private Placement Basis
14.	The pre issue and post issue shareholding pattern of the Company	Referred below

The pre issue and post issue shareholding pattern of the Company:

S. No.	Category	Pre Issue		Post Issue		
		No. of Shares Held	% of Share Holding	No. of Shares Held	% of Share Holding	
A	Promoters' holding					
1	Indian					
	Individual	Equity	100	0.001	100	0.00026
		Preference	-	-	-	-
	Bodies Corporate	Equity	99,99,900	99.99	99,99,900	26.03463
		Preference	-	-	-	-
	Sub Total	Equity	-	-	-	-
2	Foreign Promoters	Equity	-	-	-	-
		Preference	-	-	-	-
	Sub Total (A)		1,00,00,000	100.00	1,00,00,000	26.03489
B	Non-Promoters' holding					
1	Institutional Investors		-	-	-	-
	Non- Institutional Investors		-	-	-	-





	Private Corporate Bodies	Equity			2,84,10,000	73.96511
		Preference	-	-	-	-
	Directors and Relatives-Equity			-	-	-
	Indian Public – Equity		-	-	-	-
	Others (including NRIs) – Preference - Trust		-	-	-	-
	Others (including NRIs) – Equity		-	-	-	-
	Sub Total (B)	Equity	-	-	2,84,10,000	73.96511
		Preference	-	-		
	Grand Total	Equity	1,00,00,000	100.00	3,84,10,000	100.00
		Preference				

The information as required under Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, is as under:

Sr. No.	Particulars	Details
1.	Particulars of the offer including date of passing of Board resolution	2,84,10,000 (Two Crore Eighty-Four Lakh and Ten Thousand) Equity Shares of face value INR 10/- each. Date of Board Resolution: September 03, 2024
2.	Kinds of securities offered and the price at which security is being offered	2,84,10,000 (Two Crore Eighty-Four Lakh and Ten Thousand) equity Shares at a price of Rs. 17.60 (Rupees Seventeen and Sixty Paisa) each.
3.	Basis or justification for the price (including premium, if any) at which the offer or invitation is being made	The value per share of the Company has been arrived at by Mr. Vinay Ramachandran, Registered Valuer (IBBI/RV/04/2019/11348) as on July 31, 2024, as set out in the valuation report dated September 02, 2024 (“Valuation Report”).
4.	Name and address of valuer who performed Valuation	Mr. Vinay Ramachandran, Block B1, Flat No 104, Shriram Spandhana Apartments, Challaghatta , Bangalore , Karnataka - 560037
5.	Amount which the company intends to raise by way of such securities	Rs. 50,00,16,000/-
6.	Material terms of raising such securities,	Shall rank pari-passu with the existing equity shares of the Company in all respects.
7.	Proposed time schedule,	Within 30 days of remittance of funds by Subscriber.
8.	Purposes or objects of offer,	The funds received by the Company in connection with this new issue of Equity Shares shall be

		utilised to meet the general corporate needs of the Company in compliance with applicable law.
9.	Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects;	Not Applicable
10.	Principle terms of assets charged as securities	Not Applicable

No director, key management personnel and/or their relatives, is concerned or interested in the said resolution, except to the extent of their respective shareholding in the Company.

The Board hereby recommends passing of the Resolution set out at Item No. 2 by the members as a Special Resolution.

ITEM 3: TO APPOINT MR. CHANCHAL KUMAR (DIN: 10495438) AS DIRECTOR (NON-EXECUTIVE, NON-INDEPENDENT) OF THE COMPANY

Background:

Pursuant to the provisions of Section 161 of the Companies Act, 2013 read with the rules framed there under, Mr. Chanchal Kumar (DIN: 10495438) was appointed as an Additional Director (Non-Executive, Non-independent) of the Company effective from July 01, 2024. Now, it is proposed to appoint him as Director (Non-Executive, Non-Independent).

BRIEF PROFILE OF MR. CHANCHAL KUMAR (DIN: 10495438)

S. No.	Particulars	Details
1	Name	Chanchal Kumar (DIN: 10495438)
2	Date of Birth and Age	20/05/1979, 45 years
3	Date of First Appointment on the Board	July 01, 2024
4	Expertise in Area	Corporate Governance, Compliance Management, Banking Operations, Board Relations, Corporate and Capital Restructuring, M&A.
5	Qualifications	B. Com from Ramjas College, University of Delhi, Chartered Accountant and Company Secretary
6	Experience	Mr. Kumar is a Chartered Accountant and a Company Secretary with experience of more than 20 years. Currently, he is working as Company Secretary of Ver Se Innovation Private Limited. Previously, he has worked in various reputed organizations such as ICICI Bank, GE Capital, Yes Bank and Ujjivan Small Finance Bank.





7	Terms and Condition of Appointment	Appointment as a Director (Non-Executive, Non-Independent)
8	Remuneration sought to be paid	Sitting fees, and reimbursed expenses for attending Board and Board committee meetings as per Articles of Association of the Company, as may be approved by the Board from time to time in accordance with the applicable laws
9	Shareholding in the Company	Nil
10	Relationship with other Director/KMP/ Managers	None
11	The number of Meetings of the Board attended during the year	1 (One)
12	Other Directorship	1. Innovative Ver Se Media Private Limited 2. Quark Media Tech Private Limited 3. Greynium Information Technologies Private Limited
13	Membership/ Chairmanship of Committees of other Boards	NA

Except Mr. Chanchal Kumar, none of the directors, key management personnels and/or their relatives, are concerned or interested in the resolution as set out in the Item No. 3 of the Notice.

The Board hereby recommends passing of the Resolution set out at Item No. 3 by the members as an Ordinary Resolution.

ITEM 4: TO APPOINT MR. ABHISHEK KHAITAN (DIN: 10596086) AS DIRECTOR (NON-EXECUTIVE, NON-INDEPENDENT) OF THE COMPANY

Background:

Pursuant to the provisions of Section 161 of the Companies Act, 2013 read with the rules framed there under, Mr. Abhishek Khaitan (DIN: 10596086) was appointed as an Additional Director (Non-Executive, Non-independent) of the Company effective from July 01, 2024. Now, it is proposed to appoint him as Director (Non-Executive, Non-Independent).

BRIEF PROFILE OF MR. ABHISHEK KHAITAN (DIN: 10596086)

Sr. No.	Particulars	Details
1.	Name	Abhishek Khaitan (DIN: 10596086)
2.	Date of Birth and Age	08/06/1989, 34 years
3.	Date of First Appointment on the Board	July 01, 2024





4.	Expertise in Area	Strategy & Planning, Financial Planning & Analysis, Investor Relations, M&A, Risk Management
5.	Qualifications	B Tech - Mechanical Engineering, Post Graduate Diploma in Management
6.	Experience	11 years of professional experience across Power Sector, Oil & Gas, Banking and Financial Services and Media & Technology
7.	Terms and Condition of Appointment	Appointment as a Director (Non-Executive, Non-Independent)
8.	Remuneration sought to be paid	Sitting fees, and reimbursed expenses for attending Board and Board committee meetings as per Articles of Association of the Company, as may be approved by the Board from time to time in accordance with the applicable laws
9.	Shareholding in the Company	Nil
10.	Relationship with other Director/KMP/ Managers	None
11.	The number of Meetings of the Board attended during the year	1 (One)
12.	Other Directorship	1. Innovative Ver Se Media Private Limited 2. Ver Se Hi-Tech Solutions Private Limited 3. Magzter Digital Private Limited
13.	Membership/ Chairmanship of Committees of other Boards	NA

Except Mr. Abhishek Khaitan, none of the directors, key management personnels and/or their relatives, are concerned or interested in the resolution as set out in the Item No. 4 of the Notice.

The Board hereby recommends passing of the Resolution set out at Item No. 4 by the members as an Ordinary Resolution.

**By Order of the Board of Directors
For BMEG PRIVATE LIMITED**



**Umesh Pratap Singh
Company Secretary
Membership No. A63619**





ATTENDANCE SLIP

Extra-ordinary General Meeting – September 03, 2024

Registered Folio no.:

Number of shares held:

I certify that I am a member / authorized representative for the member of the Company.

I hereby record my presence at the Extra-ordinary General Meeting of the Company at registered office of the Company situated at 11th Floor, Wing E, Helios Business Park, Outer Ring Road, Kadubeesanahalli, Bengaluru-560103 on September 03, 2024 at 04:00 PM.

.....
Name of the member
(In BLOCK letters)

.....
Signature of the member

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall

