

NOTICE

NOTICE IS HEREBY GIVEN THAT 01/2023-24 EXTRA-ORDINARY GENERAL MEETING OF AGP DC INFRA TWO PRIVATE LIMITED WILL BE HELD ON THURSDAY, 20TH DAY OF APRIL, 2023, AT 11:45 AM IST THROUGH VIDEO CONFERENCE AT THE REGISTERED OFFICE SITUATED AT 'ASSETZ HOUSE', NO. 30, CRESCENT ROAD, BENGALURU 560001 TO TRANSACT THE FOLLOWING.

ITEM NO 1:

TO APPROVE THE CHANGE OF NAME OF THE COMPANY:

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

"RESOLVED THAT pursuant to SSHA and pursuant to provisions of Section 13, 14 and other applicable provisions, if any, of the Companies Act, 2013 and subject to the approval of the Ministry of Corporate Affairs ("**MCA**"), Registrar of Companies ("**ROC**"), Central Registration Centre, or any other authority as may be necessary, consent of the members be and is hereby granted to change the name of the Company from AGP DC INFRA TWO PRIVATE LIMITED to DIGITAL EDGE DC (INDIA) PRIVATE LIMITED".

"RESOLVED FURTHER THAT each of the Directors and Secretary of the Company be and are hereby severally authorised to certify a copy of this resolution and issue the same to all concerned parties, make necessary application(s) and to sign, execute and file all such forms, papers and documents as may be considered necessary or expedient including appointing attorney or Authorised Representative under appropriate letter(s) of authority, to appear before the office of the MCA/ROC and other regulatory authorities and take all steps and give such directions as may be required or considered necessary or incidental thereto to give effect to the above resolutions"

AGP DC Infra Two Private Limited

CIN: U70109KA2019PTC130430

Reg Off: Assetz House, No. 30, Crescent Road, Bengaluru – 560001.

Tel: +91 80 4667 4000 Fax: +91 80 46674000

compliance@assetzproperty.comwww.assetzproperty.com

ITEM NO. 2

TO AMEND CLAUSE 1 OF MEMORANDUM OF ASSOCIATION OF THE COMPANY REGARDING CHANGE IN NAME

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

“RESOLVED THAT the Name Clause being Clause 1 in the Memorandum of Association of the company be substituted by the following:

1. The Name of the company is **“DIGITAL EDGE DC (INDIA) PRIVATE LIMITED”**

“RESOLVED FURTHER THAT any of the existing Directors and the Secretary of the Company be and are hereby severally authorized to file necessary forms with the Registrar of Companies, Karnataka and to do all such acts, deeds, things which are necessary to give effect to this resolution”.

ITEM NO 3

TO AMEND THE ARTICLES OF ASSOCIATION REGARDING CHANGE IN NAME

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

“RESOLVED THAT in terms of Section 14 of Companies Act, 2013 the name **“AGP DC INFRA TWO PRIVATE LIMITED”** wherever appearing in the Articles of Association be substituted by new name **“DIGITAL EDGE DC (INDIA) PRIVATE LIMITED”**.

“RESOLVED FURTHER THAT any of the existing Directors and Secretary of the Company be and are hereby severally authorized to file necessary forms with the Registrar of Companies, Karnataka and to do all such acts, deeds, things which are necessary to give effect to this resolution”.

**BY ORDER OF THE BOARD OF DIRECTORS
For AGP DC INFRA TWO PRIVATE LIMITED**

Sd/-

**MANISH SANSI
COMPANY SECRETARY**

Date: 19.04.2023

Place: Mumbai

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NOTES:

1. A Member entitled to attend and vote at the Extra-ordinary General Meeting (EGM) is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company. Proxies in the form annexed hereto must be lodged at the registered office of the Company not later than 48 hours before the commencement of the meeting. The blank proxy form is enclosed. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
2. Pursuant to provisions of Section 105 of the Companies Act, 2013, read with the applicable rules thereon, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy, who shall not act as a proxy for any other member. Proxy should carry ID proof which shall be produced at the entrance of the venue.
3. Members are requested to please bring duly filled attendance slip at the meeting which is enclosed.
4. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
5. Members seeking any information with regard to the Accounts are requested to address communication to the Company at the Registered Office at least 48 hours prior to the meeting, so as to enable the Management to keep the information ready at the meeting.
6. Shareholders are required to intimate changes in their addresses, if any.
7. Shareholders are requested to registered their E mail ID with the company to enable the company to send all communication including notice of the meeting electronically.

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

ITEM NO: 1

TO CHANGE THE NAME OF THE COMPANY

The Company has executed a Subscription and Shareholders Agreement dated February 25, 2022 ("**SSHA**") with the Initial Shareholders. Pursuant to the terms of SSHA, the Company shall conduct its business under the trade name "Digital Edge" or "Digital Edge India" and hence Company proposes to change its name from "AGP DC INFRA TWO PRIVATE LIMITED" to "DIGITAL EDGE DC (INDIA) PRIVATE LIMITED". The Central Registration Centre, Ministry of Corporate Affairs has vide its letter dated 2nd March 2023, cited its no objection to the availability of the name DIGITAL EDGE DC (INDIA) PRIVATE LIMITED, subject to the terms of the said letter.

As per the provision of section 13 of the Companies Act, 2013 approval of shareholders by means of special resolution is required for changing the name of the company as "**DIGITAL EDGE DC (INDIA) PRIVATE LIMITED.**"

None of the directors, key managerial personnel or their relatives are in any way, concerned or interested in the said resolution financially or otherwise.

ITEM NO. 2

TO AMEND CLAUSE 1 OF MEMORANDUM OF ASSOCIATION OF THE COMPANY REGARDING CHANGE IN NAME

It is proposed to change the name of the company to "**DIGITAL EDGE DC (INDIA) PRIVATE LIMITED**", consequently the Memorandum of Association needs to be amended accordingly. As Per section 13 of Companies Act, 2013, the alteration of the Memorandum of Association of the Company requires the approval of shareholders. Thus, approval of shareholders of the Company is being sought for the same as a special resolution.

None of the directors, key managerial personnel or their relatives are in any way, concerned or interested in the said resolution financially or otherwise.

ITEM NO 3

TO AMEND THE ARTICLES OF ASSOCIATION REGARDING CHANGE IN NAME

The board proposes to change the name of the company to “**DIGITAL EDGE DC (INDIA) PRIVATE LIMITED.**” Consequently, the Article of Association needs to be amended accordingly. As per provisions of section 14 of the Companies Act 2013, any alteration to Articles of Association of the Company can be made only through passing special resolution in general meeting. Thus, approval of shareholders of the Company is being sought for the same as a special resolution.

None of the directors, key managerial personnel or their relatives are in any way, concerned or interested in the said resolution financially or otherwise.

BY ORDER OF THE BOARD OF DIRECTORS
For AGP DC INFRA TWO PRIVATE LIMITED

Sd/-
MANISH SANSI
COMPANY SECRETARY

Date: **19.04.2023**

Place: **Mumbai**

**ROUTE MAP TO THE VENUE OF THE EXTRA ORDINARY GENERAL MEETING AND
VIDEO CONFERENCE DIAL IN DETAILS:**

Extra Ordinary General Meeting:

Date: 20.04.2023

Time: 11:45 AM IST

Venue:

AGP DC INFRA TWO PRIVATE LIMITED

'ASSETZ HOUSE', NO. 30, CRESCENT ROAD, BENGALURU 560001

VIDEO CONFERENCE DIALIN DETAILS FOR THE MEETING

Microsoft Teams meeting

Join on your computer, mobile app or room device

[Click here to join the meeting](#)

Meeting ID: 427 268 496 895

Passcode: QAMnZR

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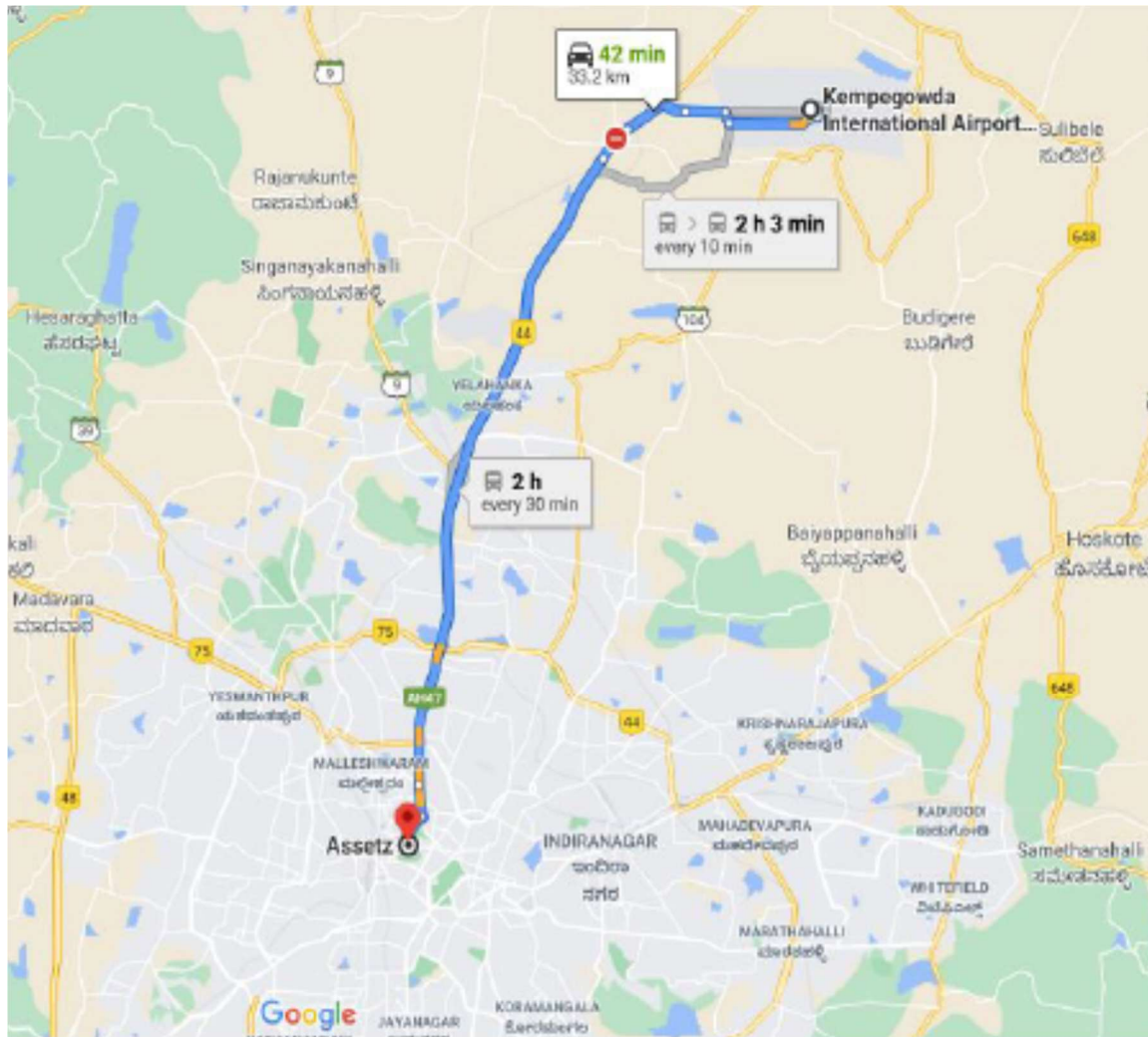
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AGP

Sustainable Real Assets



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