

CIN - L70100MH1982PLC027198

Regd. Off.: 110, 1st Floor, Golden Chambers Pre Co-Op Soc. Ltd. New Link Road, Andheri (W), Mumbai - 400053

Website: www.indianinfotechandsoftwareltd.in; Email: indianinfotechsoftware@yahoo.com

Tel. No. 022-49601435

ADDENDUM TO THE POSTAL BALLOT NOTICE DATED JUNE 17, 2022 OF INDIAN INFOTECH AND SOFTWARE LIMITED

Indian Infotech and Software Limited ("the Company") issued Postal Ballot Notice dated June 17, 2022 ("Postal Ballot Notice") sent through email 05th August, 2022 to all the Members of the Company for obtaining their approval for Resolution No. 1 to 9 as stated in the notice of postal ballot, The Postal Ballot Notice has been dispatched to all the members of the Company in due compliance with the provisions of the Companies Act, 2013 read with rules made thereunder and the relevant circulars issued by the Ministry of Corporate Affairs, in the said notice of Postal Ballot the Resolution No. 1 & 2 are for an increase in Authorized Share capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company, the board has further approved on 05th August, 2022 the alteration in the Resolution No. 1 & 2 of notice of Postal Ballot, the alteration and modification in the Resolution no. 1 & 2 approved by board are stated below in the addendum notice of postal ballot.

Subsequent to the issuance of Postal Ballot Notice, the Company has observed and deem it appropriate to bring the following further disclosure to the notice of members and other stakeholders. Accordingly, this addendum is being issued to the members and all other concerned stakeholders. This addendum shall be deemed to be an integral part of the Postal Ballot Notice dated June 17, 2022.

Resolutions No. 1 & 2 are for an increase in the Authorized Share capital of the Company and the Alteration of Capital Clause of the Memorandum of Association of the Company should be read as follows:

ITEM NO.: 1

INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY:

To consider and if thought fit, to pass with or without modification, if any, the following resolution as an **Ordinary resolution**.

"RESOLVED THAT pursuant to provisions of Section 61(1)(a) of the Companies Act, 2013, the Authorized Share Capital of the company be and is hereby increased from Rs. 101,00,00,000/- (One Hundred and One Crores only) divided into 101,00,00,000 (One Hundred and One Crores only) Equity Shares of Re. 1 /- (Rupee One Only) each to Rs. 127,00,00,000- (One hundred Twenty Seven Crores only) divided into 127,00,00,000 (One hundred Twenty Seven Crore) equity shares of Re. 1/- (Rupee One only) by addition of Rs. 26,00,00,000 (Rupees Twenty Six Crores) divided in to 26,00,00,000 (Twenty Six Crores) Equity Shares of Face Value of Re. 1/- (Rupee One only) each.

RESOLVED FURTHER THAT any of the Directors of the company be and is hereby authorized to sign all such deeds, acts, matters and things necessary to give effect to the above resolution including signing and filing the necessary forms with the registrar of companies in order to give effect to the above resolution including filling of all the necessary e-forms with the office of Registrar of Companies Mumbai.

ITEM NO.: 2

ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY:

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

“RESOLVED THAT pursuant to the provisions of section 13 and all other applicable provisions, if any, of the Companies Act, 2013 (including any Statutory modification or re-enactment thereof for the time being in force), the existing Clause V of the Memorandum of Association of the Company be and is hereby substituted by the following:

V. "The Authorized Share Capital of the Company is Rs. 127,00,00,000/- (One hundred Twenty Seven Crores only) divided into 127,00,00,000 (One hundred Twenty Seven Crore) equity shares of Re. 1/- (Rupee One only)."

“RESOLVED FURTHER THAT any of the directors of the company be and is hereby authorized to do all such deeds, acts, matters and things necessary to give effect to the above resolution including signing and filing the necessary forms with the registrar of companies in order to give effect to the above resolution including filling of all the necessary e-forms with the office of Registrar of Companies Mumbai.”

**By Order of the Board of Directors
For Indian Infotech and Software Limited**

Sd/-
Manish Badola
Managing Director
DIN: 05016172

Date: 05/08/2022
Place: Mumbai

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND RULES RELATED THERE TO:

ITEM NO.: 1 & 2

INCREASE IN AUTHORIZED SHARE CAPITAL & ALTERATION IN CAPITAL CLAUSE OF MOA OF THE COMPANY:

The present Authorized Share Capital of the Company is Rs. 101,00,00,000 (Rupees One Hundred One Crores only) comprising of 101,00,00,000 (One Hundred One Crores only) Equity Shares of Re. 1/- (One) each.

Considering the increase in Requirement of Funds, the Board at its Meeting held on 8th June, 2022, had accorded its approval for increasing the Authorised Share Capital from Rs. Rs. 101,00,00,000(One Hundred One Crores only) to Rs. 127,00,00,000 (Rupees One Hundred Twenty Seven Crore) by addition of 26,00,00,000 (Rupees Twenty Six Crores only) equity share of Rs.1/- each ranking pari-passu with the existing Equity Shares in all respects as per the Memorandum and Articles of Association of the Company, subject to Shareholders approval.

Consequently, Clause V of the Memorandum of Association would also require alteration so as to reflect the changed Authorized Share Capital.

The proposal for increase in Authorized Share Capital and amendment of Memorandum of Association of the Company requires approval of members at a general meeting.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, are in any way concerned or interested, financially or otherwise in the said resolution.

The consent of the members is, therefore, being sought for passing the aforesaid resolution of the notice as an Ordinary Resolution.