

## Notice

Notice is hereby given that an Extraordinary General Meeting of the Members of Asteria Aerospace Private Limited will be held at short notice (on receipt of consent from members) on **Thursday, December 17, 2020 at 10:00 p.m.** through Video Conferencing (“VC”) / Other Audio- Visual Means (“OAVM”) to transact the following **special business**:

1. To approve the borrowing limits of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to Section 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder and the Articles of Association of the Company, the Board of Directors, be and is hereby authorized to borrow any sum or sums of money from time to time, at its discretion, for the purpose of the business of the Company, upto a sum not exceeding Rs. 50,00,00,000 (Rupees fifty crore only) outstanding at any point of time;

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to arrange or fix the terms and conditions of all such moneys to be borrowed from time to time as to interest, repayment, security or otherwise as it may think fit and to do all acts and deeds and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto;

**RESOLVED FURTHER THAT** a copy of the above resolution, certified to be true by any Director of the Company, be forwarded to the persons / authorities concerned for necessary action.”

2. To approve issue of 0.0001% Unsecured Optionally Fully Convertible Debentures on rights basis to the existing equity shareholders of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 62, 71 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and subject to the provisions of the Articles of Association of the Company, approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company to offer and issue upto 14,987, 0.0001% (Zero point Zero Zero Zero One Percent) Coupon, Unsecured Optionally Fully Convertible Debentures of face value of Rs. 10,000 each, for cash at par, aggregating to Rs. 14,98,70,000 (Rupees fourteen crore ninety eight lakh seventy thousand only), in one or more tranche(s) or series, from time to time, to the holders of equity shares of the Company on Rights Basis, on the terms and conditions as set out in the explanatory statement of the Notice for convening this meeting;













**THE COMPANIES ACT, 2013**  
**Consent by Shareholder for shorter notice**  
**[Pursuant to proviso to Section 101(1) of the Companies Act, 2013]**

To  
The Board of Directors  
**Asteria Aerospace Private Limited**  
2<sup>nd</sup> and 3<sup>rd</sup> Floor, Tellus Spaces,  
Khata No. 58/2782/7, Yelahanka New Town,  
Bengaluru 560064, Karnataka.

I/We, [-], having our registered office/residence at [-], holding [-] equity shares of Rs. 10 each representing [-%] in the Company in my/our own name, hereby give consent, pursuant to Section 101 and other applicable provisions, if any, of the Companies Act, 2013, to hold the extraordinary general meeting of the Company at short notice on Saturday, September 26, 2020 at 6:00 pm through video-conference or Other Audio Visual Means.

Signature:  
Name:  
Dated:



## Annexure 2

1. Members would have received an email from Mr. Nihar Vinayak Vartak, Whole-time Director of the Company to participate in the Meeting through video-conference on your email address registered with the Company.
2. In case you already have JioMeet installed on your Laptop / Computer / iPad / Mobile Phone, click on meeting link. You will connect to the meeting. Alternatively, you may open JioMeet, click on “Join a Meeting” option on JioMeet. Mention meeting code (10 digit numerical number) & meeting password (5 digit alphanumeric – case sensitive).
3. In case you do not have JioMeet installed on your Laptop / Computer / iPad / Mobile Phone, please follow the below given procedure.

### Option 1

For installing JioMeet App on your **iPad / apple devices / iPad / Android devices**:

Click on meeting link from the email invitation/calendar events



System will prompt you to download JioMeet App from respective Appstore / Playstore



Download and Install JioMeet. You may signup using your Indian Mobile number for OTP based login or Email address & then sign in. Signup is optional. You may also join the meeting without login



Once installed, click on invitation once again on meeting link from the email invitation/calendar events. You will be prompted to start JioMeet App.



State your name & mention meeting code (10-digit numerical number) & meeting password (5 digit alphanumeric – case sensitive)



Click on “**Join meeting**” option



You will Join the meeting. Make sure you start your camera and the microphone may be kept on “Mute” when not speaking.

### Option 2

For participating through **Windows / Apple powered Laptops / Computer devices**:

Open the <https://jiomeet.jio.com> using **Google Chrome** browser



Simply click on “**Join A Meeting**” option from the website top panel.



A new Browser window would open. Mention meeting code (10 digit numerical number) & meeting password (5 digit alphanumerical – case sensitive)



You will enter the Meeting. Make sure you give permission to start your camera and the microphone may be kept on “Mute” when not speaking.