



**BONBLOC TECHNOLOGIES LIMITED**  
**(FORMERLY KNOWN AS BONBLOC TECHNOLOGIES PRIVATE LIMITED)**

CIN - U72900TN2020PLC137054

Regd Office: RR Tower IV, T.V.K. Industrial Estate, Guindy Industrial Estate, Chennai – 600 032

Email ID – cs@bonbloc.com Website – www.bonbloc.com

**SHORTER NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING**

**TO**  
**THE SHAREHOLDERS**  
**BOARD OF DIRECTORS AND**  
**STATUTORY AUDITORS**

**SHORTER NOTICE IS HEREBY GIVEN THAT AN EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF BONBLOC TECHNOLOGIES LIMITED (FORMERLY KNOWN AS BONBLOC TECHNOLOGIES PRIVATE LIMITED) WILL BE HELD ON WEDNESDAY, JULY 23, 2025 AT 2.30 PM THROUGH VIDEO CONFERENCING ('VC') / OTHER AUDIO-VISUAL MEANS ('OAVM') TO TRANSACT THE SPECIAL BUSINESSES**

**ITEM NO.1 TO APPROVE INCREASE IN THE AUTHORIZED SHARE CAPITAL OF THE COMPANY:**

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

**“RESOLVED THAT** pursuant to the provisions of Section 13, Section 61(1)(a), Section 64(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, as amended, and the rules and regulations made thereunder, each as amended, (collectively referred to as the “Companies Act”), and in accordance with the enabling provisions of memorandum of association and articles of association, the consent and approval of the Shareholders of the Company be and is hereby accorded to increase the authorised share capital of the Company from the existing INR 15,00,000 (Rupees Fifteen Lakhs only) divided into 1,50,000 (One Lakh Fifty Thousand only) Equity Shares of INR 10/- (Rupees Ten only) each to INR 25,00,00,000/- (Rupees Twenty Five Crores only) divided into 2,50,00,000 (Two Crores Fifty Lakhs only) Equity Shares of INR 10/- (Rupees Ten only) each.”

**“RESOLVED FURTHER THAT** the said equity shares shall rank pari passu to the existing equity shares in all respects with the fully paid-up equity shares of INR 10/- each of the Company.”

**“RESOLVED FURTHER THAT,** anyone of the Directors of the Company be and are hereby severally authorised to make application, file forms, etc. and to do all such acts, deeds and things as may be required or deemed expedient to implement this resolution.”

**“RESOLVED FURTHER THAT** duly certified copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time.”

**ITEM NO.2 TO APPROVE THE ALTERATION OF CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:**

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

**“RESOLVED THAT** pursuant to Sections 13, 61(1)(a) and 64(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, and the rules and regulations made thereunder, including the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) (collectively referred to as the “Companies Act”), the consent and approval of the shareholders of the Company be and is hereby accorded for substituting the existing Clause V of the memorandum of association of the Company (“Memorandum of Association”) with the following clauses:

*“V. The Authorised Share Capital of the Company is Rs. 25,00,00,000 (Rupees Twenty Five Crores only) consisting of 2,50,00,000 (Two Crores Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each.”*

**“RESOLVED FURTHER THAT** anyone of the Directors of the Company be and are hereby severally authorised to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental to give effect to the above resolution, including but not limited to, file the necessary application with the regulatory authorities, to settle all questions, difficulties or doubts that may arise, submit such other documents and information as may be required by any regulatory authority, accept on behalf of the Company such conditions and modifications as may be prescribed or imposed by any regulatory authority and engage in any other communication with any regulatory authority and publish necessary gazette notifications, if required, for and in connection with the proposed amendment to Clause V of the Memorandum of Association of the Company, as may be required under the applicable laws, and filing of necessary forms with the Registrar of Companies, Tamil Nadu at Chennai and to comply with all other requirements in this regard.”

**“RESOLVED FURTHER THAT** anyone of the Directors of the Company is authorised to certify the true copy of the aforesaid resolutions and the same may be forwarded to any concerned authorities for necessary action.”



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**ITEM NO.3 TO APPROVE ISSUE OF BONUS SHARES BY WAY OF CAPITALIZATION OF RESERVES:**

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

**“RESOLVED THAT**, pursuant to the provisions of Sections 63, 123(5) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 14 of the Companies (Share Capital and Debentures) Rules, 2014 (including any amendment thereto and re-enactment thereof for the time being in force) (collectively referred to as the “Companies Act”) and any other provisions of the Companies Act applicable thereof, if any, and subject to the applicable provisions of the Foreign Exchange Management Act, 1999, including the Foreign Exchange Management (Non-debt Instruments) Rules, 2019, the Foreign Exchange Management (Mode of Payment and Reporting of Non-Debt Instruments) Regulations, 2020, and other applicable rules, regulations, directions, and guidelines issued by the Reserve Bank of India from time to time (collectively referred to as ‘FEMA Regulations’) and subject to the memorandum of association and articles of association and such other sanctions as may be necessary and further subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions which may be agreed to by the board of directors of the Company (“Board”), and on recommendations of the Board, consent of the shareholders be and is hereby accorded for capitalization of a sum of **INR 19,19,07,000 (Rupees Nineteen Crores Nineteen Lakhs Seven Thousand Only)** out of its free reserves/securities premium account or such other reserve account and that such amounts be transferred to the share capital account and be applied for issue and allotment of **1,91,90,700 (One Crore Ninety One Lakh Ninety Thousand Seven Hundred)** equity shares of face value **INR 10/- (Rupees Ten Only)** each (“Equity Shares”) of the Company as bonus shares (“Bonus Shares”) credited as fully paid up, to the eligible shareholders of the Company holding Equity Shares whose names appear in the register of members/ beneficial owners' position of the Company on **July 24, 2025 (“Record Date”)**, as may be fixed in this regard by the Board, in proportion to 150 (One Hundred and Fifty) equity shares for every 1 (One) existing fully paid up equity share(s) held by member and that the new bonus equity shares so issued and allotted shall be treated for all purposes as an increase of the nominal amount of the equity share capital of the Company held by each such member and not as income in lieu of dividend credited.”

**“RESOLVED FURTHER THAT** issue of Bonus Shares shall be in ratio of 150 (One Hundred and Fifty) new equity share of INR 10/- (Rupees Ten Only) each for every one (1) existing fully paid equity share of INR 10/- (Rupees Ten Only) each held by the shareholders as on the Record Date and the new shares shall rank pari passu with the existing fully paid-up Equity Shares.”

**“RESOLVED FURTHER THAT**, the bonus equity shares so allotted shall rank pari passu in all respects with the fully paid-up equity shares of the Company as existing on the record date as determined by the Board and shall always be subject to terms and conditions contained in the memorandum of association and articles of association of the Company.”

**“RESOLVED FURTHER THAT**, the equity shares issued pursuant to the Bonus Issue shall be credited to the respective beneficiary accounts of the shareholders of the Company and no member shall be entitled to any fractional equity share. The bonus entitlement shall be rounded down to the nearest whole number.”

**“RESOLVED FURTHER THAT**, the Board be and is hereby authorized to do all such acts, deeds, things as maybe necessary to give effect to the aforesaid resolution and determine all other terms and conditions of the issue of bonus shares as the Board may in its absolute discretion deem fit.”

**“RESOLVED FURTHER THAT**, certified copies of this resolution be provided to those concerned under the hands of a director or Company Secretary wherever required.”

**ITEM NO.4 APPROVAL OF BORROWING LIMITS UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013:**

*To consider, and if thought fit, to pass, with or without modifications, the following resolutions as Special Resolutions:*

**“RESOLVED THAT** pursuant to the provisions of Sections 179 and 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, each as amended (the “Companies Act”), the enabling provisions of the memorandum of association and the articles of association of the Company, and subject to such other approvals and permissions as may be required, the approval of the shareholders of the Company be and is hereby accorded to borrow from time to time any sum or sums of monies (exclusive of interest and in one or more tranches) on such terms and conditions as may be determined, from anyone or more of the Company’s bankers and/or from anyone or more other banks, persons, firms, companies/bodies corporate, financial institutions, institutional investor(s), mutual funds, insurance companies, pension funds and or any entity/entities or authority/authorities, whether in India or abroad, and whether by way of cash credit, advance or deposits, loans or bill discounting, issue of debentures, commercial papers, long/short term loans, suppliers’ credit, securitized



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instruments such as floating rate notes, fixed rate notes, syndicated loans, commercial borrowing from the private sector window of multilateral financial institution, either in rupees and/or in such other foreign currencies as may be permitted by law from time to time, and/or any other instruments/securities or otherwise and whether unsecured or secured by mortgage, charge, hypothecation or lien or pledge of the Company's assets, licenses and properties, whether immovable or movable and all or any of the undertaking of the Company, notwithstanding that the moneys to be borrowed together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) will exceed the aggregate of the paid-up capital of the Company, its free reserves and securities premium, that is to say, reserves not set apart for any specific purpose, so that the total amount up to which the moneys may be borrowed by the Company and outstanding at any time shall not exceed the sum of INR 200 Crores (Rupees Two Hundred Crores Only)."

**“RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolutions, anyone of the Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Company, as the case may be.”

**“RESOLVED FURTHER THAT** duly certified copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time.”

**ITEM NO.5 TO APPROVE THE POWER TO CREATE CHARGE ON THE ASSETS OF THE COMPANY:**

*To consider, and if thought fit, to pass, with or without modifications, the following resolutions as Special Resolutions:*

**“RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof, for the time being in force), the rules notified thereunder and the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded by way of special resolution for creation of such mortgages, charges and hypothecations as may be necessary, in addition to the existing charges, mortgages and hypothecation created by the Company and to transfer, sell or dispose of all or any part of the moveable or immovable properties of the Company, wherever situated, both present and future, in such manner as the Board may deem fit, in favor of financial institutions, banks, and other bodies corporate (hereinafter referred to as the "Lending Institutions") and Trustees for the holders of debentures/bonds and/or other instruments to secure borrowings of the Company availed / to be availed by way of rupee term loans/foreign currency loans, debentures, bonds and other instruments provided that the total amount of such loans/borrowings shall not exceed at any time the limits approved under Section 180(1)(c) of the Companies Act, 2013.”

**RESOLVED FURTHER THAT** anyone director of the Company be and is hereby authorized to arrange or settle the terms and conditions on which all such monies are to be borrowed from time to time as to interest, repayment, security or otherwise howsoever as it may think fit and to do all other acts, deeds, matters and things as may be deemed necessary and incidental for giving effect to the above, including execution of all such documents, instruments and writings, as may be required.”

**ITEM NO.6 APPROVAL TO GIVE LOANS OR INVEST FUNDS OF THE COMPANY IN EXCESS OF THE LIMITS SPECIFIED UNDER SECTION 186 OF THE COMPANIES ACT, 2013:**

*To consider, and if thought fit, to pass, with or without modifications, the following resolutions as Special Resolutions:*

**“RESOLVED THAT** pursuant to Section 186 and all other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder, the consent of the Members be and is hereby accorded to the Board of Directors of the Company to of the Company (hereinafter called ‘the Board’ which term shall deemed to include any Committee which Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution) (a) grant/give loans, from time to time, on such terms and conditions as it may deem expedient, to any person or other bodies corporate; (b) provide guarantee / security to secure any loan / obligations of any other person or bodies corporate; and (c) acquire by way of subscription, purchase or otherwise the securities of any other bodies corporate, in excess of limits prescribed under Section 186 of the Companies Act, 2013 by an aggregate sum of upto Rs. 200 Crores (Rupees Two Hundred Crores only), notwithstanding that the aggregate of loans and investments so far made and/or guarantees so far issued to entities other than



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wholly owned subsidiaries of the Company, along with the investments, loans, guarantee or security proposed to be made or given by the Board may exceed limits prescribed under Section 186 of the Companies Act, 2013.”

**RESOLVED FURTHER THAT** anyone director of the Company be and is hereby authorized to take from time to time all decisions and such steps as may be necessary for giving loans, guarantees or providing securities or for making such investments and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion, deem fit; necessary or appropriate.”

**ITEM NO.7 APPROVAL FOR GIVING LOAN OR GUARANTEE OR PROVIDING SECURITY IN CONNECTION WITH LOAN AVAILED BY ANY OF THE COMPANY'S SUBSIDIARY(IES) OR ANY OTHER PERSON SPECIFIED UNDER SECTION 185 OF THE COMPANIES ACT, 2013:**

*To consider, and if thought fit, to pass, with or without modifications, the following resolutions as Special Resolutions:*

“**RESOLVED THAT** pursuant to the provisions of Section 185 and other applicable provisions, if any of the Companies Act, 2013 (“Act”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions as may be necessary, approval of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution), for giving loan(s) in one or more tranches including loan represented by way of book debt (the “Loan”) to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by any Director of the Company or any relative of Director of the Company or any entity which is a Subsidiary or Associate or Joint Venture or group entity of the Company or any other person in which any of the Directors of the Company is deemed to be interested as specified in the explanation to sub-section 2 of Section 185 of the Act (collectively referred to as the “Person” or “Entities”, as the case maybe), of an aggregate amount not exceeding Rs. 200 Crores (Rupees Two Hundred Crores Only).

**RESOLVED FURTHER THAT** anyone director of the Company be and is authorized to negotiate, finalise and agree to the terms and conditions of the aforesaid Loans / Guarantees / Securities, and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deeds and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable.

**FOR BONBLOC TECHNOLOGIES LIMITED**  
**(FORMERLY KNOWN AS BONBLOC TECHNOLOGIES PRIVATE LIMITED)**

**Sd/-**  
**SWAMINATHAN RAJAGOPALAN**  
**WHOLE-TIME DIRECTOR**  
**DIN: 03459440**

*Address: 27/5 (1/5), A5 Aston Villa, Kumaran Colony,  
1st Street, Chennai – 600026*

**Place: Chennai**

**Date: July 22, 2025**



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**NOTE:**

1. Ministry of Corporate Affairs ('MCA') has vide its General Circulars Nos. 09/2024 dated September 19, 2024, 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, and subsequent circulars issued in this regard, the latest being 9/2023 dated September 25, 2023, and 09/2024 dated 19th September, 2024 ('MCA Circulars') has permitted the holding of the Extra-Ordinary General Meeting (EGM) through Video Conferencing ("VC") or through Other Audio-Visual Means ("OAVM"), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (the 'Act') and MCA Circulars, the EGM of the Company is being conducted through VC/OAVM.
2. The Extra-Ordinary General Meeting is being convened pursuant to Section 100 and 101(1) of the Companies Act, 2013 with the consent given in writing/by electronic mode, majority in number of members entitled to vote and who represent not less than ninety-five per cent. of such part of the paid-up share capital of the company as gives a right to vote at the meeting.
3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") is annexed hereto.
4. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Act. In case of joint holders attending the EGM through VC/OAVM, only such joint holder who is higher in the order of names will be entitled to vote.
5. Members may join the EGM through VC/OAVM Facility 30 minutes before the time scheduled to start the EGM and the Company may close the window for joining the VC/OAVM Facility 30 minutes after the scheduled time to start the EGM.
6. Pursuant to the provisions of the Act, a member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since the EGM is being held pursuant to the MCA Circulars through VC/OAVM facility, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the and hence the Proxy Form and Attendance slip are not annexed to this Notice.
7. Pursuant to the provisions of Section 107 of the Companies Act 2013, Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI"), the Company is providing Voting by Show of Hands facility to its Members in respect of the business to be transacted at the EGM.
8. Corporate Members intending to send their authorized representative to attend EGM are requested to send a duly certified copy of their Board Resolution authorizing their representatives to attend and vote at EGM.
9. Since the meeting will be conducted through VC/OAVM facility, the route map is not annexed to this Notice

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM THROUGH VC/OAVM:**

1. Shareholders are encouraged to join the Meeting through Laptops / iPads for better experience.
2. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
3. 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.



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

The following Statements sets out all material facts relating to the special businesses mentioned in the Notice.

**Item 1**

The Company is proposing to undertake an initial public offer of the equity shares of the Company comprising a fresh issuance of Equity Shares by the Company (“Fresh Issue”) and an offer for sale of Equity Shares by certain existing shareholder of the Company (“Selling Shareholders”) (“Offer for Sale”) and together with the Fresh Issue, the “Offer”), and list the Equity Shares on one or more of the stock exchanges.

In view of the above, the existing authorised share capital of the Company i.e. INR 15,00,000- (Rupees Fifteen Lakhs only) divided into 1,50,000 (One Lakh Fifty Thousand only) Equity Shares of INR 10/- (Rupees Ten only) each is proposed to be increased to INR 25,00,00,000/- (Rupees Twenty Five Crores only) divided into 2,50,00,000 (Two Crores Fifty Lakhs only) Equity Shares of INR 10/- (Rupees Ten only) each.

None of the directors, key managerial personnel, of the Company or the relatives of the aforementioned persons are interested in the said resolution.

The board of directors of the Company recommends the resolutions set out at item no. 1 of the accompanying Notice for your approval as ordinary resolutions.

**Item 2**

In view of increase in the authorised share capital of the Company, the existing Clause V of the memorandum of association of the Company (“Memorandum of Association”), is proposed to be substituted with the following:

*“V. The Authorised Share Capital of the Company is Rs. 25,00,00,000 (Rupees Twenty Five Crores only) consisting of 2,50,00,000 (Two Crores Fifty Lakhs Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each.”*

Copy of existing Memorandum of Association and the revised Memorandum of Association will be made available for inspection at the registered office of the Company during the working hours of the Company on any working day up to the date of the Extra-Ordinary General Meeting.

Pursuant to the provisions of Section 13 of the Companies Act, 2013, as applicable, any amendment in memorandum of association requires approval of the shareholders of the Company.

None of the directors, key managerial personnel, of the Company or the relatives of the aforementioned persons are interested in the said resolution.

The board of directors of the Company recommends the resolutions set out at Item No. 2 of the accompanying Notice for your approval as ordinary resolution.

**Item 3**

Considering the Company’s commitment to enhance investor confidence and reward long-term shareholders through capitalization of reserves and the proposed initial public offering (IPO) of the Company and with an objective to rationalize the capital structure, enhance post-IPO liquidity, and align the share capital base with market expectations, the Board of Directors in its meeting held on July 22, 2025 considered it desirable to recommend the issue of fully paid-up bonus Equity Shares in the proportion of 150 (One Hundred and Fifty) new bonus Equity Shares of INR 10/- (Rupees Ten Only) each for every 1 (One) existing fully paid-up Equity Shares of INR 10/- (Rupees Ten Only) each held by the holders of the equity shares of the Company, whose names shall appear in the Register of Members or in the respective beneficiary account with their respective Depository Participants as on July 24 2025 (i.e., Record Date) by capitalizing INR 19,19,07,000 (Rupees Nineteen Crores Nineteen Lakhs Seven Thousand Only), out of its free reserves/securities premium account or such other reserve account and that such amounts be transferred to the share capital account and be applied for issue and allotment of 1,91,90,700 (One Crore Ninety One Lakh Ninety Thousand Seven Hundred) equity shares of face value INR 10/- (Rupees Ten Only) each (“Equity Shares”) of the Company.

The proposed issue of bonus equity shares will be made in accordance with the provisions of the Sections 63 and 123(5) of the Companies Act, 2013 and the rules framed thereunder and such other authorities as may be necessary.



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The bonus equity shares on allotment shall rank pari-passu with the existing Equity Shares of the Company and the bonus equity shares are entitled for dividend declared after the allotment of shares. The proposed bonus issue shall be treated for all purposes as an increase of the nominal amount of equity share capital of the Company held by each such member and is not in lieu of dividend.

The issue of bonus equity shares shall result in increase in paid-up share capital of the Company.

The details of equity share capital of the Company pre and post the Bonus Issue shall be as under:

- Number of equity shares pre-Bonus Issue: 1,27,938 (One Twenty-Seven Thousand Nine Hundred and Thirty-Eight) equity shares of INR 10/- (Rupees Ten Only) each aggregating to an equity share capital of Rs. 12,79,380/- (Rupees Twelve Lakh Seventy-Nine Thousand Three Hundred and Eighty Only).
- Number of equity shares post-Bonus Issue: 1,93,18,638 (One Crore Ninety Three Lakh Eighteen Thousand Six Hundred and Thirty Eight) equity shares of INR 10/- (Rupees Ten Only) each aggregating to an equity share capital of INR 19,31,86,380 (Rupees Nineteen Crores Thirty One Lakhs Eighty Six Thousand and Three Eighty Only).

The Board recommends the resolution for approval by the shareholders of the Company.

None of the Directors, Key Managerial Personnel and relatives of Directors and/or key managerial personnel (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution, except to the extent of their shareholding in the Company.

**Item 4**

Pursuant to Section 180(1)(c), if the Company intends to borrow funds, where the money to be borrowed, together with the money already borrowed by the Company will exceed the aggregate of its paid-up share capital, free reserves and securities premium, such borrowing will require approval of the shareholders of the Company.

Pursuant to the provisions of Section 180(1)(c) and other applicable provisions of the Companies Act, 2013, and the rules thereunder, each as amended, the approval of the shareholders of the Company is required to increase the borrowing limit of the Company.

The Board recommends the resolutions set out in item no. 4 of the Notice for your approval.

None of the directors or managers or key managerial personnel of the Company or their respective relatives are interested in these resolutions.

**Item 5**

The Company, in pursuit of its long-term business and strategic objectives, may be required to raise funds through borrowings from various Banks, Financial Institutions, or other lenders. In connection with such borrowings, it may become necessary to create charges, mortgages, or hypothecation on the assets of the Company as security.

Section 180(1)(a) of the Companies Act, 2013 mandates that the Board of Directors shall not sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company without the prior approval of the shareholders by way of a special resolution.

To enable the Company to secure such borrowings by creating charges or encumbrances on the assets, including by way of mortgage or hypothecation of the whole or substantially the whole of the undertaking(s) of the Company, the consent of the shareholders is sought under Section 180(1)(a) of the Act.

The Board recommends the resolution set out in Item No. 5 of the Notice for the approval of the members as a Special Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.

**Item 6**

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies



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corporate or granting loans, giving guarantee or providing security to other persons or other bodies corporate as and when required.

Members may note that pursuant to Section 186 of the Companies Act, 2013 (“Act”), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with the approval of Members by special resolution passed at the general meeting.

In view of the aforesaid, it is proposed to take approval under Section 186 of the Companies Act, 2013, by way of special resolution, up to a limit of Rs. 200 Crores, as proposed in the Notice. The above proposal is in the interest of the Company and the Board recommends the Resolution as set out at Item No. 6 for approval by the members of the Company as Special Resolution.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the Company, if any.

**Item 7**

Pursuant to Section 185 of the Companies Act, 2013 (“the Act”), a Company may advance any loan including any loan represented by book debt, or give any guarantee or provide any security in connection with any loan taken by any entity (said entity(ies) covered under the category of ‘a person in whom any of the director of the Company is interested’ as specified in the explanation to Section 185(2)(b) of the Companies Act, 2013, after passing a Special Resolution in the general meeting.

It is proposed to make loan(s) including loan represented by way of Book Debt to, and/or give guarantee(s) and/or provide security(ies) in connection with any loan taken/to be taken by the Subsidiary Companies or Associate or group entity or any other person in whom any of the Director of the Company is deemed to be interested as specified in the explanation to Section 185(2)(b) of the Act (collectively referred to as the “Entities”), from time to time, for the purpose of capital expenditure of the projects and/or working capital requirements including purchase of fixed assets as may be required from time to time for its principal business activities and other matters connected and incidental thereto, within the limits as mentioned in the Item no. 7 of the notice.

The members may note that Board of Directors would carefully evaluate the proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, and the proposed loan shall be at such rate of interest as agreed by the parties in the best interest of the Company and shall be used by the borrowing company for its principal business activities only.

The Board of Directors recommend the resolution set forth in Item no. 7 of the notice for your approval as a Special Resolution.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the Company, if any.

**FOR BONBLOC TECHNOLOGIES LIMITED**  
**(FORMERLY KNOWN AS BONBLOC TECHNOLOGIES PRIVATE LIMITED)**

**SWAMINATHAN RAJAGOPALAN**  
**WHOLE-TIME DIRECTOR**  
**DIN: 03459440**

*Address: 27/5 (1/5), A5 Aston Villa, Kumaran Colony,  
1st Street, Chennai – 600026*

**Place: Chennai**  
**Date: July 22, 2025**



**BONBLOC TECHNOLOGIES LIMITED**  
**(FORMERLY KNOWN AS BONBLOC TECHNOLOGIES PRIVATE LIMITED)**

**CIN - U72900TN2020PLC137054**

Regd Office: RR Tower IV, T.V.K. Industrial Estate, Guindy Industrial Estate, Chennai - 600 032

Email ID - cs@bonbloc.com Website - www.bonbloc.com

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CONSENT OF SHAREHOLDER FOR SHORTER NOTICE

[Pursuant to section 101(1)]

The Board of Directors  
Bonbloc Technologies Limited (Formerly Known as Bonbloc Technologies Private Limited),  
RR Tower IV, T.V.K. Industrial Estate,  
Guindy Industrial Estate,  
Chennai-600032.

Shorter Notice Consent for the EGM to be held on Wednesday, July 23, 2025 at 2.30 PM

Dear Sir,

I, \_\_\_\_\_, holding \_\_\_\_\_ equity shares of INR.10 Face Value per share, in my name hereby give consent, pursuant to Section 101(1) of the Companies Act, 2013, to hold an Extraordinary General Meeting on Wednesday, July 23, 2025 at 2.30 PM through VC/OAVM facility at shorter notice.

Signature:

Dated:



**BONBLOC TECHNOLOGIES LIMITED**  
**(FORMERLY KNOWN AS BONBLOC TECHNOLOGIES PRIVATE LIMITED)**

**CIN - U72900TN2020PLC137054**

Regd Office: RR Tower IV, T.V.K. Industrial Estate, Guindy Industrial Estate, Chennai - 600 032

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**Format Board Resolution – To Authorise Body Corporate Shareholders Representative to attend General Meetings.**

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF BOARD OF DIRECTORS OF  
**(COMPANY NAME)** HELD ON **(DATE) (DAY) (TIME)** AT **(VENUE OF THE BOARD MEETING)**

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REG.: AUTHORIZING COMPANY'S REPRESENTATIVE TO ATTEND GENERAL MEETINGS

“RESOLVED THAT pursuant to the provisions of Section 113 of the Companies Act, 2013, and any other applicable provisions of Companies Act, 2013 read with Rules thereunder (including any statutory modifications or re-enactment thereof, for the time being in force), Mr/Mrs.**(Representative Name)**, be and is hereby authorized to act as representative of the Company and the above mentioned Representative shall nominate any person to attend in respect of all items of business at all General Meetings of Bonbloc Technologies Limited (Formerly Known as Bonbloc Technologies Private Limited) or any adjournment thereof as an authorized representative of the Company.”