

**ASK Investment Managers Limited**

CIN : U65993MH2004PLC147890

Registered office: Birla Aurora, 16 Level, Office Floor 9, Dr. Annie Besant Road, Worli, Mumbai- 400 030

E Mail: [cosec@askgroup.in](mailto:cosec@askgroup.in)

**TRANSCRIPT OF THE PROCEEDINGS OF THE FIRST EXTRA-ORDINARY GENERAL MEETING (“EGM”) OF THE MEMBERS OF ASK INVESTMENT MANAGERS LIMITED (“THE COMPANY”) HELD AT A SHORTER NOTICE ON MONDAY, 12<sup>TH</sup> JULY, 2021 AT 11.00 A.M. THROUGH VIDEO-CONFERENCING (MICROSOFT TEAMS)**

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Welcome Address by Ms. Poonam Tanwani, Company Secretary with the permission of Mr. Sameer Koticha, Chairman of the Company.

**Poonam Tanwani**-Good Morning- Dear Shareholders

This is Poonam Tanwani – VP, Legal & Secretarial of ASK Group

I welcome you all to the 1<sup>st</sup> Extra-ordinary General Meeting of the members of ASK Investment Managers Limited for the financial year 2021-22. This is to inform that Mr. Vivek Gupta, the Company Secretary of the Company being unwell is unable to join today. This meeting is being held through video conference or other audio-visual means in view of the restrictions due to outbreak of COVID-19 and the social distancing norms. The meeting is being convened in accordance with the circulars issued by Ministry of Corporate Affairs from time to time and for compliance purpose the meeting is being recorded.

Mr. Sameer Koticha, the Chairman of the Board shall be chairman of the meeting.

We have the requisite quorum of minimum five members as required.

The Company has received 2 letters along with the Board resolutions from AI Global Investments Limited (AIGL) and Sherlockal Holdings Limited (SHL), corporate shareholders appointing and authorizing Mr. Himanshu Bohara to attend and vote at the meeting under section 113 of the Companies Act, 2013 in respect of 4,50,77,027 shares representing 60.60% of the paid up capital of the Company.

Participation of members through video conference is recorded for the purpose of quorum as per circular issued by MCA and section 103 of the Companies Act, 2013.

The requisite quorum being present, I call this meeting to order.

As the Notice has already been circulated to all the members, with your permission I take the Notice convening the meeting as read.

We now take up the special business as set forth in the notice.

The only item of agenda that we have is to amend the Articles of Association of the Company and if thought fit to pass with or without modification, the following special resolution.

The members are informed that pursuant to transfer of 10,575 equity shares of the Company held by Fortress Constructions Private Limited to Mr. Rajesh Nambiar on 24<sup>th</sup> May, 2021, parties on 29<sup>th</sup> June, 2021 entered into sixth Amendment Agreement to the Shareholders Agreement dated 29<sup>th</sup> October, 2016, as approved by the Board in its meeting held on 11<sup>th</sup> June, 2021 between the Company, Mr. Asit Koticha, Ms. Sneh Koticha Contractor, Mr. Sameer Koticha, Fortress Trust, Fortress Constructions Private Limited, Mr. Sunil Rohokale, Mr. Bharat Shah, Mr. Rajesh Saluja, Mr. Amit Bhagat, AI Global

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Investment Cyprus PCC Limited – ASK Cell and Sherlockal Holdings Limited which is effective on and from 22<sup>nd</sup> May, 2021.

Accordingly, in terms of provisions of clause 16 of the shareholders agreement dated 29<sup>th</sup> of May, 2016 as amended and in order to align the provisions of the SHA with the Articles of Associations of the Company, it is proposed to alter certain provisions of Articles of Association of the Company.

I request the members to propose and second the resolution.

Mr. Himanshoo Bohara: I propose

Mr. Sunil Rohokale: I second

If all the members agree then we can declare the resolution as passed unanimously.

Members: OK

I declare that the resolution has been passed unanimously.

As we have dealt with the business of the agenda, we can declare the meeting as concluded with the vote of thanks to the Chair.

Members: Thank you Chairman.

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