



**CORPORATE PROFILE**

**Board of Directors**

Ramesh Ardhanari	Director
DIN: 10320735	
Robert Charles Kramer	Director
DIN: 09556551	
Mark Constantine Matheos	Director
DIN: 09556552	

**Statutory Auditor:**

**MSKA & Associates**

Chartered Accountants  
Floor No.5, Main Building, Guna Complex,  
New No. 443 & 445, Old No. 304 & 305, Anna Salai,  
Teynampet, Chennai - 600018.

**Registered Office:**

Unit No. 1101, 1102, 1103 and 1104, 11th  
Floor, Tower B, World Trade Center, No.  
5/142, Rajiv Gandhi Salai, Perungudi,  
Kanchipuram - 600096.

**Contact No:** +91 97909 64363

**E-mail ID:** [ramesh.ardhanari@appian.com](mailto:ramesh.ardhanari@appian.com)

**Annual General Meeting:**

**Day** : Monday  
**Date** : September 30, 2024  
**Time** : 10:00 A.M. [IST]  
**Venue** : Unit No. 1101, 1102, 1103  
and 1104, 11th Floor,  
Tower B, World Trade  
Center, No. 5/142, Rajiv  
Gandhi Salai, Perungudi,  
Kanchipuram - 600096.

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CIN: U72900TN2022FTC151009 | E-Mail ID: [ramesh.ardhanari@appian.com](mailto:ramesh.ardhanari@appian.com) | Phone Number: [+91] 97909-64363



**NOTICE**

**NOTICE IS HEREBY GIVEN THAT THE [GM - NO.01/ 2024-2025] ANNUAL GENERAL MEETING OF THE MEMBERS OF APPIAN COMPUTER TECHNOLOGIES INDIA PRIVATE LIMITED WILL BE HELD ON MONDAY, 30<sup>TH</sup> DAY OF SEPTEMBER 2024 AT 10:00 A.M. [IST] AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT UNIT NO. 1101, 1102, 1103 AND 1104, 11<sup>TH</sup> FLOOR, TOWER B, WORLD TRADE CENTER, NO. 5/142, RAJIV GANDHI SALAI, PERUNGUDI, KANCHIPURAM - 600096.**

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**TO TRANSACT THE FOLLOWING BUSINESSES:**

**ORDINARY BUSINESS:**

**Item 1: Adoption of Financial Statements along with the Report of the Board of Directors and Auditor:**

To receive, consider, and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024, along with the Reports of the Auditor and the Board of Directors thereon.

**"RESOLVED THAT** the Balance Sheet, Profit & Loss Statement, and Cash Flow Statement, along with the Accounting Policies, Schedules, and Explanatory Notes forming part of the Financial Statements, together with the Reports of the Directors and Auditor for the Financial Year 2023-2024, be and are hereby received, considered, approved, and adopted."

**SPECIAL BUSINESS:**

**Item 2: Approval for Alteration of Articles of Association of the Company:**

To consider and approve the following resolution with or without modification, as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 5, 14 of the Companies Act, 2013 (the Act) and any other applicable provisions of the Act read with the related rules and

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# APPIAN COMPUTER TECHNOLOGIES INDIA PRIVATE LIMITED

regulations made thereunder (including any modification or re-enactment thereof for the time being in force) and subject to necessary approval(s) from the concerned Registrar of Companies and any other competent authorities, the consent of the members of the Company be and is hereby accorded to the Board of Directors (Board) of the Company to adopt the new set of Articles of Association in substitution of the existing set of Articles of Association of the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including but not limited to filing the requisite forms with the Ministry of Corporate Affairs / Registrar of Companies or submission of documents with any other authority, to give effect to this Resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board of Directors to secure any further consent or approval of the members of the Company to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS  
OF APPIAN COMPUTER TECHNOLOGIES INDIA  
PRIVATE LIMITED**

**Date:** SEPTEMBER 23, 2024

**PLACE:** CHENNAI



**RAMESH ARDHANARI**

**DIN: 10320735 | DIRECTOR**

**APARTMENT 7, VANTAGE SUNRISE 32 AND 34,  
COASTAL ROAD, KALAKSHETRA COLONY,  
BESANT NAGAR S.O, CHENNAI - 600090.**

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**NOTES:**

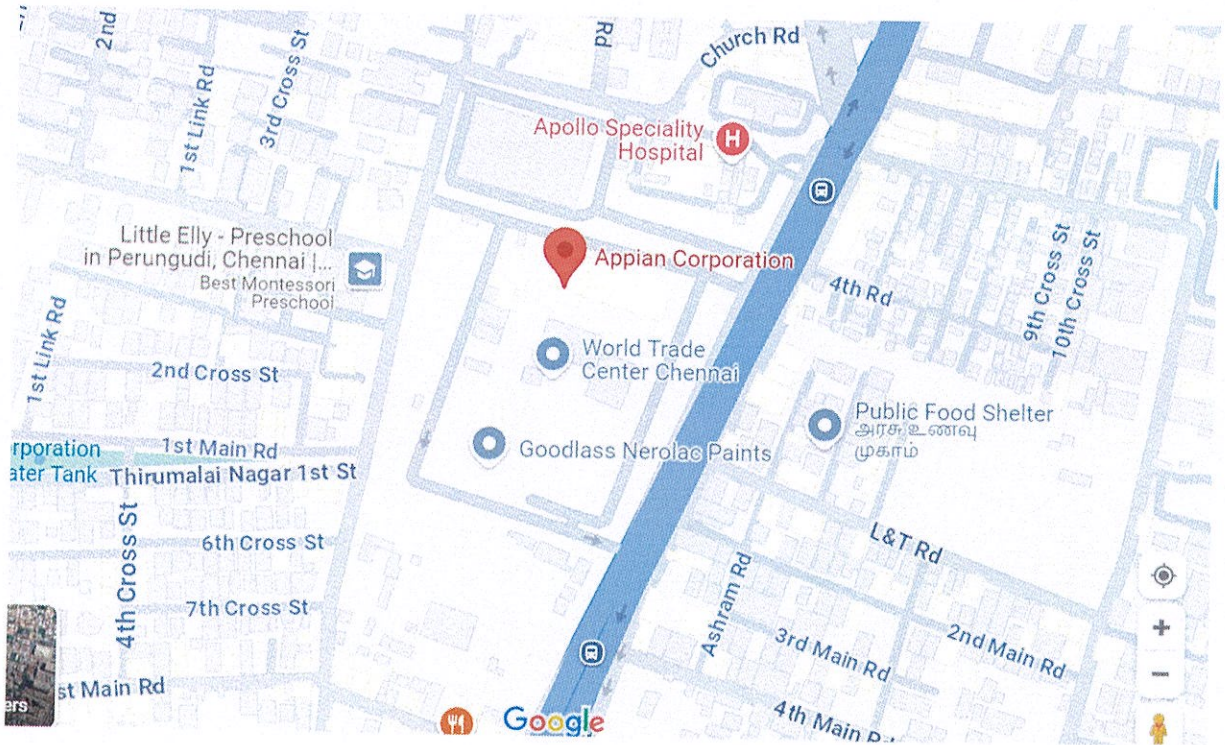
1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ANOTHER PERSON AS A PROXY TO ATTEND AND VOTE AT THE MEETING ON HIS/HER BEHALF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. Proxies, in order to be valid and effective, must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
3. As per the relevant provisions of the Companies Act, 2013, 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. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other member.
4. The Explanatory Statement pursuant to Section 102 of the Companies Act 2013 is annexed hereto.
5. All documents referred to in the notice are available for inspection at the Registered Office of the Company and at the venue of the meeting until the conclusion of the Annual General Meeting.
6. Members are requested to intimate changes in their address, if any, quoting the Folio number to the Company.
7. Members and Proxies are requested to bring to the meeting, the Attendance Slip | Proxy Form enclosed herewith, duly completed signed, and stamped, mentioning therein details along with Folio No.
8. Corporate Members intending to send their authorized representative(s) to attend the Annual General Meeting are requested to forward a certified copy of Board Resolution authorizing their representative to attend and vote at the Annual General Meeting to the Company in advance.


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9. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.

10. Route Map of the Venue of Extra-Ordinary General Meeting is as mentioned below:



 **Annual General Meeting Venue:** Unit No. 1101, 1102, 1103 and 1104, 11th Floor, Tower B, World Trade Center, No. 5/142, Rajiv Gandhi Salai, Perungudi, Kanchipuram - 600096.

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**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO  
SECTION 102 OF THE COMPANIES ACT 2013:**

In conformity with the provisions of Section 102(1) of the Companies Act, 2013, the following Explanatory Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice of the Annual General Meeting of the members of the Company scheduled on Monday, September 30, 2024 at the Unit No. 1101, 1102, 1103 and 1104, 11<sup>th</sup> Floor, Tower B, World Trade Center, No. 5/142, Rajiv Gandhi Salai, Perungudi, Kanchipuram - 600096, at Shorter Notice and should be taken as forming part of the Notice.

**ITEM NO. 2:**

The members are informed that it is proposed to replace the existing Articles of Association of the Company with a new set of Articles of Association of the Company, in order to incorporate the benefits available to Private Limited Companies under the Companies Act, 2013.

Further, considering the notification from the Ministry of Corporate Affairs regarding the dematerialization of securities of the Company, it is proposed to adopt the new set of Articles of Association.

Accordingly, the Board of Directors of the Company at their meeting held on July 19, 2024, approved the alteration of Articles of Association of the Company subject to the approval of the members of the Company, Registrar of Companies, and the competent authorities (if any). The altered Articles of Association is available for inspection of the members at the Registered Office of the Company.

Pursuant to the provisions of Sections 5, 14 and all other applicable provisions, if any, of the Companies Act, 2013 read with applicable rules and regulations made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the alteration of Articles of Association of the Company requires the approval of

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the members by means of a Special Resolution. Therefore, the above resolutions are put forth to the members for their approval.

Following are the additional disclosures under section 102 of the Companies Act, 2013:

Particular	Remarks
To specify the nature of the concerned or interested financial or otherwise, of every director and the manager and of every other key managerial personnel (KMP) and relatives of the said persons.	Nil
To specify any other information and facts that may enable the members to understand the meaning scope and implications of the items of business and to take a decision thereon.	
Where any item of Special Business to be transacted at the meeting relates to or affects any other Company, the extent of shareholding Interest in that other Company of every promoter director, manager and of every other key managerial personnel of the first mentioned company also to be set out in explanatory statement if such shareholding is not less than two percent of the paid-up share capital of that company.	
Where any document is referred to any Business to be transacted at the meeting,	Necessary documents are available for inspection of members at the Registered Office of the Company during normal

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specification of time and place for inspection of such document.	business hours (9.00 am to 5.00 pm). on any working day, including the date of the Annual General Meeting.
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The Board of Directors Board recommends the resolution under Item No. 1 for the approval of the Shareholders by means of a Special Resolution.

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS  
OF APPIAN COMPUTER TECHNOLOGIES INDIA  
PRIVATE LIMITED**

**Date:** SEPTEMBER 23, 2024

**PLACE:** CHENNAI



**RAMESH ARDHANARI**

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