

NOTICE OF 1ST EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that the 1st Extra-Ordinary General Meeting (“EGM”) of the members of Prakhar Software Solutions Limited (formerly Prakhar Software Solutions Private Limited) (“Company”) for the Financial Year 2026-27, will be held on Monday, May 04, 2026 at 11:00 A.M. IST at the registered office of the Company at C-11, LGF, C-Block, Malviya Nagar (South Delhi), New Delhi- 110017, India, to transact the following special business:

SPECIAL BUSINESS

1. ALTERATION IN OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

To consider and if thought fit, to pass with or without modification(s) the following resolution a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 4, Section 13 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) including any statutory modifications or re-enactment thereof for the time being in force and rules made thereunder, and subject to the approval of the Registrar of Companies and any such other authorities, as may be required, the consent of the members of the Company be and is hereby accorded, for alteration of the existing objects Clause of the Memorandum of Association (MOA) of the Company by inserting a new clause under Clause III (A) of the MOA of the Company, as set out hereunder:

“To carry on the business of designing, developing, manufacturing, assembling, testing, importing, exporting, supplying, maintaining, and dealing in defence equipment, arms, ammunition, military systems, homeland security systems, surveillance systems, electronic warfare systems, anti-drone and counter-UAV systems, including but not limited to Unmanned Aerial Vehicles (UAVs), drones, and AI-powered defence and security technologies, together with all related components, subsystems, software, and integrated solutions, for use by defence forces, government agencies, corporates, and other authorized entities in India and abroad, subject to applicable laws, regulations, and obtaining necessary approvals from competent authorities.”

RESOLVED FURTHER THAT any of the Director or Key Managerial Personnel of the Company, be and is hereby authorized to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary agreements, documents, instruments, writings, applications and returns, e-forms as may be required, for the purpose of giving effect to the aforesaid resolution.”

By the order of Board of Directors
Prakhar Software Solutions Limited
(Formerly Prakhar Software Solutions Private Limited)

Sd/-
Sahasha Namdeo
Managing Director
DIN: 06746773

Date: April 11, 2026
Place: New Delhi

NOTES:

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Business is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTES IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY PURSUANT TO SECTION 105 OF THE COMPANIES ACT, 2013. A PROXY IN ORDER TO BE EFFECTIVE SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE SCHEDULED TIME OF THE MEETING.**
3. Members can convey their vote, when a poll is required to be taken during the meeting on any resolution.
4. Corporate members intending to send their authorized representative to attend the EGM, are requested to send to the company a certified true copy of the board resolution authorizing their representative pursuant to Section 113 of the Act, to attend and vote on their behalf at the meeting, through email at psl.compliance@prakharsoftwares.com
5. Members are requested to notify any change in their address, e-mail address, contact numbers, etc. immediately to the Company at its registered office. A Members may note that the Notice will also be available on the website of the Company at <https://www.prakharsoftwares.com>
6. Members/Proxy holder/Authorised Representative are requested to bring duly filled Attendance Slip enclosed herewith along with their copy of the Notice to attend the Meeting.
7. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their name, postal address, E-mail Address, Contact Numbers, Permanent Account Number (PAN), Mandates, Power of Attorney, bank details such as name and branch of the Bank, Bank Account Number, IFSC Code, MICR Code etc. to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company Registrar and Transfer Agents to provide efficient and better services.
8. All documents referred to in the accompanying notice and the statement shall be open for inspection at the Registered Office of the Company during normal business hours from 11 A.M. to 6:30 P.M. (IST) on all working days, up to and including the date of the Extraordinary General Meeting of the Company and will also be available for inspection at the Meeting.
9. In case of any further query or information is required, please contact us by writing at C-11, LGF, C-Block, Malviya Nagar (South Delhi), New Delhi- 110017, India, or email us at psl.compliance@prakharsoftwares.com.
10. Route Map of the venue of the EGM is annexed hereto.

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 1

The Company proposes to expand and diversify its business activities into the defence and security sector, including areas such as defence equipment, unmanned aerial vehicles (UAVs), drones, and AI-powered defence technologies. In order to enable the Company to undertake such activities, it is necessary to amend the Object Clause of the Memorandum of Association of the Company by inserting a new clause under Clause III (A) of Main Objects.

The proposed amendment will allow the Company to explore new business opportunities in the defence and homeland security domain, which is a growing and strategically important sector, both in India and globally. This will also enable the Company to participate in government and private sector projects, subject to obtaining necessary approvals, licenses, and registrations from the competent authorities as required under applicable laws.

Accordingly, the Board of Directors of the Company, at its meeting held on April 8, 2026, approved the proposed alteration of the Object Clause of the Memorandum of Association, subject to the approval of the members and the Registrar of Companies.

Pursuant to Section 13 of the Companies Act, 2013, alteration of the Object Clause requires approval of the members of the Company by way of passing a Special Resolution to that effect.

Accordingly, the Directors recommend the matter and the resolution, set out under Item no. 1 of the notice of Extra Ordinary General Meeting, for the approval of the Members by way of passing a Special Resolution.

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

By the order of Board of Directors
Prakhar Software Solutions Limited
(Formerly Prakhar Software Solutions Private Limited)

Sd/-
Sahasha Namdeo
Managing Director
DIN: 06746773

Date: April 11, 2026
Place: New Delhi

Form No. MGT-11
Proxy form
[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Co. (Management and Administration) Rules, 2014]

Name of the Company: Prakhar Software Solutions Limited
CIN: U72100DL2014PLC262988
Registered Office: C-11, LGF, C-Block, Malviya Nagar (South Delhi), New Delhi- 110017

| | |
|------------------------|------------|
| Name of the Member(s): | |
| Registered address: | |
| E-mail Id: | |
| Folio No./ | Client Id: |
| DP ID: | |

I/ We being the member of, holding.... shares, hereby appoint

1. Name:
Address:
E-mail Id:
Signature:, or failing him/her

2. Name:
Address:
E-mail Id:
Signature:, or failing him/her

3. Name:
Address:
E-mail Id:
Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Extra-Ordinary General Meeting of members of the Company, to be held on Monday, 4th May, 2026 at 11:00 A.M. (IST) at the registered office of the company situated at C-11, LGF, C-Block, Malviya Nagar (South Delhi), New Delhi- 110017, and at any adjournment thereof in respect of such resolution as are indicated below:

1. Alteration in Object clause of the Memorandum of Association of the Company.

Signed this day of.....2026

Affix
Revenue
Stamp

Signature of Shareholder

Signature of Proxy holder(s)

ATTENDANCE SLIP

EXTRA ORDINARY GENERAL MEETING OF PRAKHAR SOFTWARE SOLUTIONS LIMITED WILL BE HELD ON MONDAY, 4th MAY, 2026 AT 11:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT C-11 LGF, C-BLOCK, MALVIYA NAGAR, SOUTH DELHI, NEW DELHI-INDIA, 110017

**ATTENDANCE SLIP
(To be presented at the entrance)**

| Regd. Folio No. | DP ID and Client ID No. | No. of Shares Held |
|-----------------|-------------------------|--------------------|
| _____ | _____ | _____ |

Name: _____

Address: _____

Name of Proxy: _____

(To be filled in, if the Proxy attends instead of the member)

I/We certify that I am a Member/Proxy for the member of the Company.

I/We hereby record my/our presence at Extra Ordinary General Meeting of the Prakhar Software Solutions Limited, held on Monday, 4th Day of May, 2026 at 11:00 A.M. at Registered Office of the Company at C-11 LGF, C-Block, Malviya Nagar, South Delhi, New Delhi-India, 110017.

Member's Signature

NOTES:

1. Member / Proxy holder wishing to attend the meeting must bring the Attendance Slip duly signed to the meeting and hand it over at the entrance.
2. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
3. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

ROUTE MAP



Location: C-11, LGF, Malviya Nagar, South Delhi, New Delhi, India- 110017