



Austere Systems Limited

(Formerly known as Austere Systems Private Limited)

SHORTER NOTICE OF ANNUAL GENERAL MEETING

Shorter Notice is hereby given that 10th Annual General Meeting (AGM) of the members of **AUSTERE SYSTEMS LIMITED** (Formerly known as 'Austere Systems Private Limited') will be held on Friday, 29th August 2025 at 11:00 A.M. at Unit Nos. 112 113 and 114 First Floor, Vipul Plaza Golf Course Road Sector 54, DLF QE, Gurgaon, Haryana - 122002 to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass the following resolution as Ordinary Resolution:

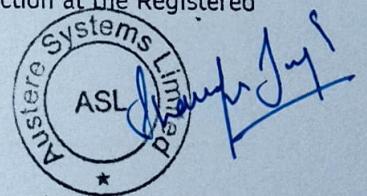
"RESOLVED THAT the audited financial statements of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To appoint a director in place of Mr. Piyush Gupta (DIN: 08071837), who retires by rotation and being eligible, offers himself for re-appointment and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT Mr. Piyush Gupta (DIN: 08071837), director who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a director of the Company."

INSPECTION OF DOCUMENTS:

Copies of Memorandum and Articles of Association shall be open for inspection at the Registered Office of the Company on all working days during business hours.



Regd. Office: 3rd Floor, Plot no 34, A Square, Sector 26 Pradhikaran, Nigdi, Pune, Maharashtra - 411044, India
Corporate Office: Unit Nos. 112 113 and 114 First Floor, Vipul Plaza Golf Course Road Sector 54, DLF QE, Gurgaon, Haryana - 122002

GST NO. 06AANCA5362K1ZD, CIN: U74900PN2015PTC155381

Email Id: Hr@austere.co.in, Accounts@austere.co.in

Contact no: Pune +91 7720083881 / 7774008981, Gurgaon- 0124-4152526

www.austeresystems.com

NOTES:

- (1) Members entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the Company.
- (2) Proxy form duly filed up and executed must be received at the Registered Office of the Company not less than 48 hours before the time fixed for the meeting.
- (3) Members desiring any further information on the business to be transacted at the meeting should write to the Company before the date of the meeting so as to enable the management to keep the information, as far as possible, ready at the meeting.
- (4) Members are requested to bring their copy of the Annual Report with them at the Annual General Meeting.

By order of the Board
For **Austere Systems Limited**
(Formerly known as 'Austere Systems Private Limited')



Shampa Juneja

Company Secretary & Compliance Officer
Membership No. A49945

Date: 21.08.2025

Place: Haryana

Details of Directors retiring by rotation at the Meeting

Particulars / Name	Mr. Piyush Gupta
Age	40 years
Qualification	Commerce Graduate from University of Delhi
Experience	More than 10 years
Brief Profile	Mr. Piyush Gupta s/o Sh. Suresh Kumar Gupta R/o 99-E, Kamla Nagar, Malka Ganj, Delhi - 110007. He has vast experience in IT sector over a decade. He looks after finance division of the company & his strategic investments and focused areas in innovation, technology, and talent have yielded impressive returns in the company. His KRAs are financial performance and growth of the company & strategic investments which enhance the technological capabilities of the company and expand the product offerings.
Terms & Conditions of appointment / re-appointment	N.A.
Remuneration last drawn	Rs. 4,27,746/- per annum
Remuneration proposed to be paid	As per existing approved terms of appointment
Date of first appointment on the Board	22.02.2018
Shareholding in the company including shareholding as a beneficial owner as on March 31, 2025	20,99,495 equity shares holding in the company
Relationship with other Directors/ Key Managerial Personnel	Cousin of Mr. Shikhir Gupta
Directorship of other Boards	N.A.
Chairmanship of Committees of other Boards	N.A.
Listed entities from which the Director has resigned in the past three years	N.A.



FORM NO. MGT-11
PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies
(Management and Administration) Rules, 2014]

CIN: U74900PN2015PLC155381

Name of the company: AUSTERE SYSTEMS LIMITED

Registered office: Office 301-303, A Square, Plot No. 34 ADC Sector 26, Pradhikaran, Pune,
Maharashtra - 411044

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

I, being the member of _____ shares of the above-named Company, hereby appoint:

1. Name:
Address:
E-Mail Id:
Signature:, or failing him

2. Name:
Address:
E-Mail Id:
Signature:, or failing him

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

as my/our proxy to attend and vote (on poll) for me and on my behalf at the 10th Annual General Meeting of the Company to be held on Friday, 29th August 2025 at 11:00 A.M. at Unit Nos. 112 113

AUSTERE SYSTEMS LIMITED
(Formerly known as 'Austere Systems Private Limited')

and 114 First Floor, Vipul Plaza Golf Course Road Sector 54, DLF QE, Gurgaon, Haryana - 122002
and / or at any adjournment thereof in respect of such resolution as are indicated below:

I wish my above proxy to vote in the manner as indicated in the box below:

Resolution No.	Description	For	Against
1.	To adopt Financial Statements, report of Director and Auditor for the financial year 31 st March, 2025		
2.	To appoint a director in place of Mr. Piyush Gupta (DIN: 08071837), who retires by rotation		

Signed this ___ day of ___, 2025

(Signature of the Shareholder)

(Signature of the Proxy holder (s))

Affix Re. 1/-
revenue stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

ATTENDANCE SLIP

PLEASE FILL THE ATTENDANCE SLIP AND HAND IT OVER AT THE
ENTRANCE OF THE MEETING HALL.

Joint shareholders may obtain additional slips on request.

Master Folio No:	
------------------	--

NAME AND ADDRESS OF SHAREHOLDER: _____

NAME OF PROXYHOLDER: _____

NO. OF SHARES HELD: _____

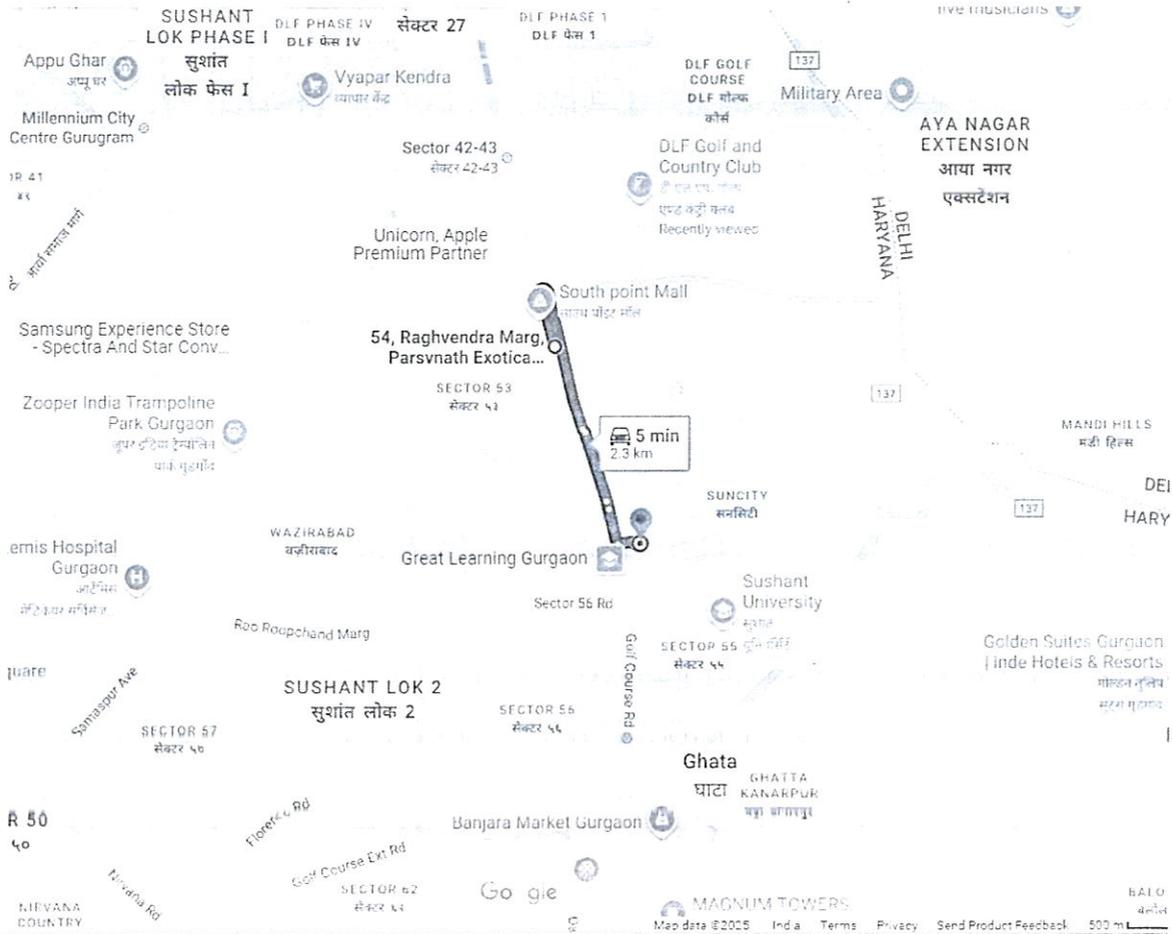
I hereby record my presence at the 10th Annual General Meeting of the Members of Austere Systems Limited held on Friday, 29th August 2025 at 11:00 A.M. at Unit Nos. 112 113 and 114 First Floor, Vipul Plaza Golf Course Road Sector 54, DLF QE, Gurgaon, Haryana - 122002.

Signature of the Shareholder or Proxy: _____

NOTES:

- (1) Members/Proxy holders are requested to produce the attendance slip duly signed for admission to the Meeting Hall.
- (2) In the case of joint holders, the votes 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 Registers of Members.

ROUTE MAP FOR VENUE OF ANNUAL GENERAL MEETING



AGM Venue: Unit Nos. 112 113 and 114 First Floor, Vipul Plaza Golf Course Road Sector 54, DLF QE, Gurgaon, Haryana – 122002