



AION-TECH SOLUTIONS LIMITED

(Formerly known as Goldstone Technologies Limited)

[CIN: L72200TG1994PLC017211]

Regd. Office: My Home Hub, Block-I, 9th Floor, Hitech City, Madhapur,
Hyderabad-500081, Telangana, India

Website: www.aiontech.ai, E-mail: cs@aiontech.ai Phone no. - +91 40-66284999

POSTAL BALLOT NOTICE

Dear Member(s),

NOTICE is hereby given that the resolution set out below is proposed to be passed by the members of AION-TECH Solutions Limited (formerly known as Goldstone Technologies Limited) ("**the Company**") by means of ("**Postal Ballot**") only by way of remote e-voting process ("e-voting") pursuant to Section 110 read with Section 108 and other applicable provisions of the Companies Act, 2013, ('the Act'), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification and/or re-enactment thereof for the time being in force as amended from time to time) ('the Rules') and other applicable provisions of the Act and the Rules, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Secretarial Standards on General Meetings (SS 2) issued by the Institute of Companies Secretaries of India and other applicable laws, rules and regulations guidelines prescribed by to the extent applicable read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No.10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 08, 2021, latest one being General Circular No. 9/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars") (including any statutory modification or re-enactment thereof for the time being in force, and as amended from time to time), and pursuant to other applicable laws and

regulations that the Special Resolution, as appended below is proposed to be passed by the members through postal ballot, only by way of remote e-voting process ('e-voting').

Accordingly, the proposed resolution together with the explanatory statement setting out the material facts as required under section 102 of the Act, is annexed herewith for consideration of the members.

In accordance with the MCA circulars, members can vote only through the remote e-voting process. Accordingly, the Company is pleased to provide remote e-voting facility to all its members to cast their votes electronically. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) for the purpose of providing remote e-voting facility to all its Shareholders and are requested to read the instructions in the Notes under the section "Instructions relating to e-voting" in this postal ballot notice ("Postal Ballot Notice") to cast their vote electronically. Members are requested to cast their vote through the e-voting process not later than 10th September, 2024 (5:00 pm) to be eligible for being considered, failing which it will be considered that no vote has been received.

In accordance with the provisions of the MCA Circulars, the Company has made arrangements for the shareholders to register their e-mail addresses. Therefore, those shareholders who have not yet registered their e-mail addresses are requested to register the same by following the procedure set out in the notes to this Postal Ballot Notice.

Hence, in compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelope will not be sent to the members for this Postal Ballot

and members are required to communicate their assent or dissent through the remote e-voting system only.

The Statement pursuant to Section 102(1) and other applicable provisions of the Companies Act, 2013 read with the Rules thereunder, setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice is annexed hereto.

The Board of Directors of the Company in their meeting held on 8th August, 2024 has appointed Mr. Navajyoth Puttapparathi, Partner of M/s. Puttapparathi Jagannatham & Co, Practicing Company Secretaries (Membership No. FCS9896, CP no. 16041) as the Scrutinizer pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2014, for conducting the postal ballot/e-voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

The Scrutinizer will submit his report, after the completion of scrutiny, to the Managing Director of the Company or to any officer authorized by the Managing Director. The results shall be declared on or before 12th September, 2024 and will be displayed on the Company's website www.aiontech.ai and will also be communicated to the Stock Exchanges and also results will be placed on the website of Central Depository Services (India) Limited (www.evotingindia.com). The resolution, if passed by the requisite majority, shall be deemed to have been passed on 10th September, 2024 i.e., the last date specified for receipt of votes through the e-voting process.

SPECIAL BUSINESS:

ITEM NO. 1. APPROVAL FOR DIVESTMENT OF ENTIRE 100% STAKE IN M/S. WOWTRUCK TECHNOLOGIES PRIVATE LIMITED (WHOLLY OWNED SUBSIDIARY):

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

"RESOLVED THAT pursuant to the provisions of Section 110, Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the provisions of the Memorandum and Articles of Association of the Company, the provisions of Regulation 24, 37A and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and subject to necessary approvals / consents / permissions / sanctions of the appropriate regulatory and statutory authorities, institutions or bodies or lenders to the extent applicable and necessary and in accordance with the approval of the Audit Committee of the Company, the consent 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 deemed to include any Committee which the Board may have constituted or hereinafter constitute from time to time to exercise its powers including power conferred by this resolution) to sell (in one or more tranches) entire 100% of the equity shares held in the material subsidiary namely M/s. WOWTRUCK TECHNOLOGIES PRIVATE LIMITED (CIN U72900TN2015PTC102697) in favour of M/s. TRENTAR PRIVATE LIMITED (herein after referred to as "TRENTAR" / "Identified Buyer"), a company incorporated under the provisions of the Companies Act, 2013, CIN: U40100MH2021PTC360196 and having its registered office at First Floor, Foboz Tower, Ramchandra Lane, Malad West, Mumbai, Maharashtra, India, 400064 for a consideration of not less than INR 10,00,00,000/- (Rupees Ten Crores Only) on cash basis and subject to the fulfilment and in accordance with the terms and conditions as may be agreed in writing by and amongst AION-TECH Solutions Limited and

TRENTAR Private Limited and set out in the Share Purchase Agreement(SPA).”

RESOLVED FURTHER THAT the Board be and is hereby authorized and empowered to finalize and execute necessary documents including but not limited to definitive Agreements, deeds of assignment / conveyance and other ancillary documents, with effect from such date and in such manner as is decided by the Board to do all such other acts, deeds, matters and things as they may deem necessary and / or expedient to give effect to the above resolution including without limitation, to settle any questions, difficulties or doubts that may arise in regard to sale and transfer of shares as they may in their absolute discretion deem fit.

RESOLVED FURTHER THAT the Board of Directors and / or the Chief Financial Officer and /or Company Secretary of the Company be and is hereby severally authorised to do all such acts, deeds, matters and things including but not limited to deciding the timing, manner and extent of carrying out the aforesaid activities and to execute any agreement(s), such other documents, by whatever name called and to do all acts, matters, and things as may be necessary in this regard and to settle any questions or difficulties that may arise in this regard and incidental thereto , without being required to seek any further consent or approval of the Board and to delegate all or any of the powers and authorities herein conferred to any other Director or other Officer (s) of the Company , or to engage any advisor , consultant, agent or intermediary, as may be deemed necessary.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any Committee of Directors or any one or more Directors of the Company with power to delegate to any officers of the Company, with authorities as required, affixing the Common Seal of the

Company on the agreement / documents, arranging delivery and execution of contracts , deeds, agreements and instruments .”

**By order of the Board of Directors
For AION-TECH Solutions Limited
(Formerly known as Goldstone Technologies Limited)**

**sd/-
Niralee Rasesh Kotdawala
Company Secretary**

**Place: Hyderabad
Date: 08.08.2024**

NOTES:

1. An Explanatory Statement pursuant to section 102 of the Companies Act, 2013 setting out all material facts relating to the resolution(s) proposed to be passed through postal ballot is annexed herewith;
2. Mr. Navajyoth Puttaparthi, Partner of Puttaparthi Jagannatham & Co, Practicing Company Secretaries (Membership No. FCS: 9896) has been appointed as the Scrutinizer for conducting the Postal Ballot through e-voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of the Postal Ballot shall be final;
3. In compliance with the provisions of section 108 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the MCA circulars and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company is providing the facility to all its members to exercise their right to vote by electronic means the only mode of voting which will enable them to cast their votes electronically, for which necessary arrangements have been made by the Company with M/s Central Depository Services (India) Limited ('CDSL') as the agency to provide e-voting facility. The instructions for e-

- voting are provided as part of this Postal Ballot Notice which the members are requested to read carefully before casting their vote;
4. In accordance with the MCA circulars, the postal ballot notice is being sent only by electronic mode to those members whose names appear on the Register of Members/ list of beneficial owners as on 2nd August, 2024 ('cut off date') received from the Depositories and whose e-mail address is registered with the Depositories/ Registrar & Transfer Agents. Physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to members for this postal ballot;
 5. The Postal Ballot Notice will also be available on the websites of the Stock Exchange(s), i.e., BSE Limited and National Stock Exchange of India Limited, respectively, Company's website at www.aiontech.ai and on the website of the CDSL at www.evotingindia.com;
 6. The members who have not registered their email addresses or there is any change in their registered email address(es), are requested to immediately notify/update their email address with their depository participant, in case the shares are held in dematerialized form and to the Registrar and Transfer Agent, in case the shares are held in physical form by providing the necessary details;
 7. Members would be able to cast their votes and convey their assent or dissent to the proposed resolution(s) only through the remote e-voting process. Members whose names appear in the list of beneficial owners provided by Depositories/ Register of members as on the cut-off date will only be considered eligible for the purpose of e-voting;
 8. Persons who become member of the Company after the cut-off date, should treat this notice only for information purpose and are not entitled to vote;
 9. The voting rights of the members shall be in proportion to their shares in the total paid-up equity share capital of the Company as on the 'Cut-off date';
 10. The e-voting period will commence at 9.00 a.m. (IST) on Monday, the 12th August, 2024 and end at 5:00 p.m. (IST) on Tuesday, the 10th September, 2024. Members desiring to exercise their vote should cast their vote during this period, to be eligible for being considered. Once the vote on a resolution is cast by the members, they shall not be allowed to change it subsequently.
 11. All the material documents referred to in the Postal Ballot Notice will be available for inspection electronically until the last date of voting;
 12. The resolution, if approved shall be deemed to have been passed on the last date of e-voting, i.e. Tuesday, the 10th September, 2024; and
 13. The Scrutinizer will submit the report, after the completion of scrutiny, to the Managing Director or to a person duly authorized by the Managing Director. The results of the e-voting will be announced within two working days of conclusion of postal ballot process and will be displayed on the websites of the Stock Exchange(s), i.e., BSE Limited and National Stock Exchange of India Limited, respectively, Company's website at www.aiontech.ai and on the website of the CDSL at www.evotingindia.com.

INSTRUCTION FOR VOTING

1. In conformity with the present regulatory requirements, the Postal Ballot Notice is being sent only through

electronic mode to those members whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories, on Friday, 2nd August, 2024, and who have registered their e-mail addresses with the Registrar & Transfer Agent or with the Depositories.

Further, Members can vote on the Resolutions only through remote e-voting. Remote e-voting will commence at 9.00 a.m. (IST) on Monday, the 12th August, 2024 and end at 5:00 p.m. (IST) on Tuesday, the 10th September, 2024 when remote e-voting will be blocked by CDSL;

2. Voting rights will be reckoned on the paid-up value of equity shares registered in the names of the members on Friday, 2nd August, 2024 (cut-off date). Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes; and
3. The Resolutions, if passed by requisite majority, will be deemed to be passed on the last date specified for remote e-voting i.e., Tuesday, the 10th September, 2024.

Instructions for shareholders for remote e-voting

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins at 9.00 a.m. (IST) on Monday, the 12th August, 2024

and end at 5:00 p.m. (IST) on Tuesday, the 10th September, 2024. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) Friday, 2nd August, 2024 (cut-off date) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:.

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in Demat mode with NSDL Depository	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on

	<p>“Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider's website for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk. evoting@cdslindia.com or contact at toll free no. 1800 22 55 33</p>
<p>Individual Shareholders holding securities in Demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30</p>

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

A) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For physical shareholders and other than individual shareholders holding shares in Demat.
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- 7) After entering these details appropriately, click on “SUBMIT” tab.
- 8) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- 9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 10) Click on the EVSN for the relevant **<AION-TECH Solutions Limited>** on which you choose to vote.
- 11) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- 12) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- 13) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- 14) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- 15) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- 16) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- 17) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

B) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@pjco.info if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **RTA at info@arthiconsultants.com**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1 800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1 800 22 55 33

OTHER INSTRUCTIONS

- a) The Scrutinizer shall submit the Scrutinizer's Report to the Managing Director of the Company or such other officer duly authorized by the Managing Director. Further, the results of the Postal Ballot will be announced within two working days of conclusion of postal ballot process and the same will be hosted on website of the Company i.e., www.aiontech.ai, service provider, i.e., www.evotingindia.com and the same will also be communicated simultaneously to the Stock Exchanges namely BSE Limited and National Stock Exchange of India Limited;
- b) In case of any queries, please visit Help and Frequently Asked Questions (FAQs) section available at website of the Service Provider i.e., www.evotingindia.com; and
- c) Members are requested to send all communications relating to shares to Company's Registrar & Share Transfer Agent (R & T Agent) at the following address:

M/s. Aarathi Consultants Private Limited,
1-2-285, Domalguda, Hyderabad – 500 029
Tel: 91-40-27638111, 4445
E-mail: info@arthiconsultants.com

Place: Hyderabad
Date: 08.08.2024

By order of the Board of Directors
For AION-TECH Solutions Limited
(Formerly known as Goldstone Technologies Limited)

sd/-
Niralee Rasesh Kotdawala
Company Secretary

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO. 1

APPROVAL FOR DIVESTMENT OF ENTIRE 100% STAKE IN M/S. WOWTRUCK TECHNOLOGIES PRIVATE LIMITED (WHOLLY OWNED SUBSIDIARY):

In order to launch a new branding drive as a product-driven cutting-edge technology company with AI and Telematics technology to cater zero-emission mobility solutions and to in order to focus and strengthen the core business activities of the company i.e. of Information Technology and Information Technology Enabled Services (IT & ITES) and considering the future funds requirements, the company is contemplating exiting non-core business and accordingly the board of directors in their meeting held on **8th August, 2024** has decided to Divest/sell the entire 100% Equity Investment stake in its wholly owned subsidiary namely M/s. Wowtruck Technologies Private Limited (“WTPL”).

The Company has received a proposal envisaging divestment by way of sale of entire 100% of the shareholding in WTPL, wholly owned subsidiary in favour of M/s. TRENTAR PRIVATE LIMITED (herein after referred to as “TRENTAR” / “Identified Buyer”), a company incorporated under the provisions of the Companies Act, 2013, CIN: U40100MH2021PTC360196 and having its registered office at First Floor, Foboz Tower, Ramchandra Lane, Malad West, Mumbai, Maharashtra, India, 400064 for a consideration of not less than INR 10,00,00,000/- (Rupees Ten Crores Only) and in accordance with the terms and conditions as may be agreed in writing by and amongst AION-TECH Solutions Limited and TRENTAR Private Limited.

Trentar, is engaged in manufacturing of Drones and geospatial services. Trentar is a vertically integrated organization with in-house R&D,

design, software, firmware, manufacturing, services and training operation. Trentar is also backward integrated from the services to the platforms to the subsystems.

In terms of Regulations 24 and 37A of the SEBI Listing Regulations, a listed company shall not dispose of : (a) an undertaking or substantially the whole of any undertaking ; or (b) shares in its material subsidiary which would reduce its shareholding (either on its own or together with other subsidiaries) to less than 50% , or cease the exercise of control over the subsidiary without the approval of the members by way of a special resolution. Additionally, Section 180(1)(a) of the Act also requires the approval of shareholders by way of a special resolution for the sale, lease or disposal of an undertaking or substantially the whole of an undertakings by a company.

As per the provisions of section 180(1)(a) of the Companies Act, 2013, in order to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the company or where the company owns more than one undertaking, of the whole or substantially the whole of any of such undertakings, the consent of the members of the company by a special resolution is necessary.

- (i) “undertaking” shall mean an undertaking in which the investment of the company exceeds *twenty per cent* of its net worth as per the audited balance sheet of the preceding financial year or an undertaking which generates twenty per cent. of the total income of the company during the previous financial year;
- (ii) the expression “substantially the whole of the undertaking” in any financial year shall mean twenty per cent. or more of the value of the undertaking as per the audited balance sheet of the preceding financial year;

M/s. Wowtruck Technologies Private Limited is a wholly owned subsidiary and also a material subsidiary of the Company. The Company

intents to divest entire 100% of its shareholding in WTPL by way of sale to the Identified Buyer and the approval of the members is required by way of a special resolution.

Considering the aforementioned point, the Board of Directors requests the approval of the members for the proposal to Divest/sell the entire 100% Equity Investment stake in its wholly owned subsidiary namely M/s. Wowtruck Technologies Private Limited (“WTPL”).

The Following disclosures are made under Regulation 27A of the SEBI Listing Regulations:

1. Object of the proposed Sale: To launch a new branding drive as a product-driven cutting-edge technology company with AI and Telematics technology to cater zero-emission mobility solutions and to in order to focus and strengthen the core business activities of the company i.e. of Information Technology and Information Technology Enabled Services (IT & ITES).
2. Commercial rationale for the proposed sale: The Board wishes to re-iterate that the Proposed sale will allow the Company to dispose of the non-core subsidiary and re-strategize its financial and capital resources. With this divestment /sale of shares, the company shall have surplus funds to be deployed towards new product development drive as a product-driven cutting-edge technology company with AI

and Telematics technology to cater zero-emission mobility solutions and in order to focus and strengthen the core business activities of the company i.e. of Information Technology and Information Technology Enabled Services (IT & ITES).

3. End Use of the Proceeds: For the growth of the existing core business.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, is in any way concerned or interested in the aforementioned resolution set out at item no. 1 above.

The board recommends the resolution set forth in Item no. 1 of the Notice for approval of the members.

The Additional Information required as per Regulation 30 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) 2014 as amended from time to time is annexed as Annexure A to this Notice.

**By order of the Board of Directors
For AION-TECH Solutions Limited
(Formerly known as Goldstone Technologies Limited)**

**Sd/-
Niralee Rasesh Kotdawala
Company Secretary**

**Place: Hyderabad
Date: 08.08.2024**

ANNEXURE A

Detailed information as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time - - **Divestment of 100% stake in wholly owned subsidiary – Wowtruck Technologies Private Limited**

Sr. No.	Particulars	Details									
1	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year;	<p>Name of the Subsidiary : Wowtruck Technologies Private Limited</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: center;">Particulars</th> <th style="text-align: center;">Amount (INR Cr)</th> <th style="text-align: center;">Percentage</th> </tr> </thead> <tbody> <tr> <td>Revenue</td> <td style="text-align: center;">14.36</td> <td>15.39 % of the consolidated revenue of the Company</td> </tr> <tr> <td>Net worth</td> <td style="text-align: center;">0.57</td> <td>0.86% of the consolidated net worth of the Company</td> </tr> </tbody> </table>	Particulars	Amount (INR Cr)	Percentage	Revenue	14.36	15.39 % of the consolidated revenue of the Company	Net worth	0.57	0.86% of the consolidated net worth of the Company
Particulars	Amount (INR Cr)	Percentage									
Revenue	14.36	15.39 % of the consolidated revenue of the Company									
Net worth	0.57	0.86% of the consolidated net worth of the Company									
2	Date on which the agreement for sale has been entered into;	<p>As approved by the Board of Directors in their meeting held on 8th August, 2024, the Share Purchase Agreement (SPA) shall be entered into within a period of 30 days from the date of the Board meeting.</p> <p>Please note that the sale of stake is conditional upon satisfactory completion of the respective conditions precedents by the parties as agreed upon in the Share Purchase Agreement (SPA) including obtaining members' approval and other applicable statutory approvals, if any.</p>									
3	The expected date of completion of sale/ disposal;	Subject to obtaining the Shareholders approval and further satisfactory completion the respective conditions, precedent by the parties in accordance with the terms and conditions as agreed to between the parties, the transaction is expected to be completed in next 6 months.									
4	Consideration received from such sale/ disposal;	The total consideration as agreed to between the parties shall not be less than INR 10,00,00,000/- (Rupees Ten Crores Only) out of which INR 40,00,000/- (Rupees Forty Lakhs only) has been paid as an advance and the balance consideration shall be paid upon satisfactory completion									

		of the respective conditions precedent by the parties as agreed between the parties including obtaining members' approval and any other applicable statutory approvals, if any.
5	Brief details of buyers and whether any of the buyers belong to the Promoter/ Promoter Group/Group companies. If yes, details thereof;	M/s. TRENTAR PRIVATE LIMITED (herein after referred to as "TRENTAR" / "Identified Buyer"), a company incorporated under the provisions of the Companies Act, 2013, CIN: U40100MH2021PTC360196 and having its registered office at First Floor, Fobez Tower, Ramchandra Lane, Malad West, Mumbai, Maharashtra, India, 400064. The proposed buyer does not belong to Promoter/ Promoter Group/Group companies.
6	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length";	The transaction is not with a Related Party and hence the transaction does not fall within related party transaction.
7	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with Regulation 37A of SEBI LODR Regulations	The sale is not a part of any Scheme of Arrangement. The Board of Directors have proposed this resolution as special resolution vide postal ballot for approval of the members.
8	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale.	Not Applicable

Place: Hyderabad
Date: 08.08.2024

By order of the Board of Directors
For AION-TECH Solutions Limited
(Formerly known as Goldstone Technologies Limited)

sd/-
Niralee Rasesh Kotdawala
Company Secretary

CALENDAR OF EVENTS FOR POSTAL BALLOT PROCESS.

Sl.No.	Particulars	Date
a)	Date on which consent is given by the Scrutinizer	5 th August, 2024
b)	Date of Board Resolution authorizing the Director(s) and the Company Secretary to be responsible for the entire Postal Ballot Process	8 th August, 2024
c)	Date of appointment of the Scrutinizer	8 th August, 2024
d)	Specified Date for determining members to whom Postal Ballot Notice will be sent	2 nd August, 2024
e)	Date of completion of dispatch of Notice	9 th August, 2024
f)	Date of publishing Advertisement in Newspaper	10 th August, 2024
g)	Date of Commencement of Voting by Electronic Mode/ Postal Ballot Forms	12 th August, 2024
h)	Last date for receiving postal ballot forms by the Scrutinizer/Last date of e-voting	10 th September, 2024
l)	Date on which Resolution will be deemed to be passed	10 th September, 2024
j)	Date of submission of the Report by the Scrutinizer	12 th September, 2024
k)	Date of declaration of the result by the Chairman	12 th September, 2024
l)	Last date of signing of Minutes by the Chairman	11 th October, 2024