

Savant Infocomm Limited

CIN : L72200YN1978PLC058225

Corp. Office : Gat No. 365/366, At Shirasgaon, Tal-Niphad, Dist- Nashik, MH-422206.

Ref: SIL/2023-24/AH- 020

June 15, 2023

Bombay Stock Exchange Limited

Phiroze Jeejeebhoy Towers

Dalal Street, Fort

Mumbai - 400001.

Scrip Code: 517320

ISIN: INE898E01011

Dear Sir/Madam,

SUB: NOTICE OF EXTRAORDINARY GENERAL MEETING OF THE MEMBERS OF THE COMPANY.

This is to inform you that **Extraordinary General Meeting**("EGM") of the Members of the Company will be held on **Friday, July 07, 2023 at 3.00 p.m.** through **Video Conferencing ("VC")/Other Audio Visual Means ("OAVM")**, in accordance with the relevant circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India.

In compliance with the relevant circulars, the electronic copy of the Notice of the EGM to be attached thereto, is being sent by email to all the members of the Company whose email addresses are registered with the Company/Depository Participant(s).

In terms of the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the Notice convening the EGM.

Kindly take the same on your records.

Thanking you.

Yours faithfully,

For Savant Infocomm Limited

Girish K. Sarda

Director

DIN : 07987669

Encl: a/a

SAVANT INFOCOMM LIMITED

Registered Office: 16 Corporation Shopping Complex, Third Avenue,
Indira Nager, Adyar, Chennai – 600 020

Tel. No.: 022 25300993, **Fax No:** 022 25300993, **Visit us at:** www.savantinfocomm.co.in

Email id: sil.compliance@gmail.com, **CIN:** L72200TN1978PLC058225, **Scrip Code (BSE):** 517320

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE is hereby given that the Extraordinary General Meeting of the members of **SAVANT INFOCOMM LIMITED** will be held on Friday, 07th July 2023 at 3.00 P.M. (IST) through Video Conferencing/Other Audio Visual Means to transact the following business:

SPECIAL BUSINESS :

1. Appointment of Mrs. Priya Gupta (DIN:09821279) as an Independent Director of the Company:

To consider, and if thought fit, to pass, with or without modifications, the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT**, pursuant to provision of Section 149,150,152 read with Schedule IV to the Companies Act,2013 , and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules,2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations,2015, Mrs. Priya Gupta (DIN: 09821279) who was appointed as an Additional Director of the Company w.e.f 15th February 2023 in terms of Section 161(1) of the Companies Act,2013 and Article of Association of the Company and who holds office up to the date of this General Meeting and declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment , be and hereby appointed as an Independent Director of the Company to hold office for five (5) consecutive years commencing from 15th February 2023 to 14th February 2028 and whose office shall not be liable to retire by rotation.

2. Appointment of Mrs. Nivedita Sen (DIN:07796043) as an Independent Director of the Company.

To consider, and if thought fit, to pass, with or without modifications, the following resolution as an **Ordinary Resolution**.

“**RESOLVED THAT**, pursuant to provision of Section 149,150,152 read with Schedule IV to the Companies Act,2013 , and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules,2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, Mrs. Nivedita Sen (DIN: 07796043) who was appointed as an Additional Director of the Company w.e.f 22 May 2023 in terms of Section 161(1) of the Companies Act,2013 and Article of Association of the Company and who holds office up to the date of this General Meeting and declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment , be and hereby appointed as an Independent Director of the Company to hold office for five (5) consecutive years commencing from 22 May 2023 to 21 May 2028 and whose office shall not be liable to retire by rotation.”

3. Appointment of Mr. Tathagata Sarkar (DIN:08601775) as an Independent Director of the Company:

To consider, and if thought fit, to pass, with or without modifications, the following resolution as an **Ordinary Resolution**.

“**RESOLVED THAT**, pursuant to provision of Section 149,150,152 read with Schedule IV to the Companies Act,2013 , and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, **Mr. Tathagata Sarkar (DIN: 08601775)** who was appointed as an Additional Director of the Company w.e.f 22 May 2023 in terms of Section 161(1) of the Companies Act,2013 and Article of Association of the Company and who holds office up to the date of this General Meeting and declaration

that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and hereby appointed as an Independent Director of the Company to hold office for five (5) consecutive years commencing from 22 May 2023 to 21 May 2028 and whose office shall not be liable to retire by rotation.”

4. Appointment of Mr. Laxman Ashok Savalkar (DIN:07987670) as Managing Director of the Company:

To consider, and if thought fit, to pass, with or without modifications, the following resolution as an **Special Resolution**.

“**RESOLVED THAT** pursuant to Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the Members of the Company be and is hereby granted to appoint Mr. Laxman Ashok Savalkar (DIN:07987670) as the Managing Director of the Company for a period of 5 (Five) years with effect from conclusion of this Extra Ordinary General meeting on the terms and conditions as approved by the Nomination and Remuneration Committee and as set out in the explanatory statement annexed to the Notice convening this Meeting, subject to the same not exceeding the limits specified under Section 197, read with Schedule V to the Companies Act, 2013 and rules made thereunder or any statutory modification(s) or re-enactment(s) on the terms and conditions agreed between him and the Company.

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

5. Change of Name of the Company.

To consider, and if thought fit, to pass, with or without modifications, the following resolution as an **Special Resolution**.

“**RESOLVED THAT**, pursuant to the provisions of Section 4(2) & (3), 13(2) read with rule 8 & 29 and SEBI LODR regulations and other applicable provisions and rules if any, amended till date and as approved by the board and consent of the members of the company be and is hereby accorded in the extra ordinary general meeting and the Central registry MCA, to change the name of the company from “Savant Infocomm Limited” to “Magnus Retail Limited” or “Magnus food Retail Limited.” subject to approval of the name by the CRC department of MCA and also to alter the memorandum of association of the company alongwith the articles. “

“**RESOLVED FURTHER THAT**, the company has its name change process for the reason being as it resembles the change of objects of the business etc.”

“**RESOLVED FURTHER THAT** any of the directors of the Company be and are hereby authorised severally to make an application to the Central Registration Centre (CRC) for getting approval on the names mentioned above through RESERVATION OF UNIQUE NAME (RUN) SERVICES and take other necessary steps in connection to name approval.”

“**RESOLVED FURTHER THAT** for purpose of giving effect to this resolution, Mr. Girish Sarda Director of the company (DIN: 07987669) be and is hereby authorised on behalf of the company to do all such acts, deeds, matters, things as deemed necessary and to sign and execute all necessary documents, applications and returns, e-forms in this regard.”

6. Adoption of New MOA as per Companies Act 2013 alongwith alteration of object clause.

To consider, and if thought fit, to pass, with or without modifications, the following resolution as an **Special Resolution**.

“**RESOLVED THAT**, pursuant to the provisions of Section 13 and other applicable provisions, if any, of Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed there under, and SEBI LODR regulations and with consent of the Board of the Company accorded, subject to the approval of the Registrar of Companies, Chennai and the consent of the members of the company be and is hereby accorded in the extra ordinary general meeting, to substitute the existing memorandum of association of company with the new set of memorandum of association of the company as per the provisions of the Companies Act 2013 alongwith alteration of clause 3(a) i.e main object of Company & 3 (b) i.e. ancillary object of the Company.

FURTHER RESOLVED THAT, for the purpose of giving effect to this resolution, Mr. Girish Sarda Director of the company (DIN: 07987669), be and is hereby authorised, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form as return of appointment with the Registrar of Companies, Chennai.

7. Adoption of Articles of Association as per Companies Act 2013.

To consider, and if thought fit, to pass, with or without modifications, the following resolution as an **Special Resolution**.

“RESOLVED THAT, pursuant to the provisions of Sections 5, 14 and other applicable provisions, if any, of Companies Act, 2013, (“the Act”) read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the draft regulations contained in the Articles of Association, consent of the members of the company be and is hereby accorded in the extra ordinary general meeting, and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company.

RESOLVED FURTHER THAT, any of the Directors of the Company and the Company Secretary 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 filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving 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 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.”

8. Shifting of the Registered office from the State of Tamil Nadu to the State of Maharashtra.

To consider, and if thought fit, to pass, with or without modifications, the following resolution as an **Special Resolution**.

“RESOLVED THAT, pursuant to Section 12 of Companies Act 2013 and Rules made there under, Registered Office of the Company, consent of members in their extra ordinary general meeting be and is hereby accorded for shifting of Registered Office from existing addressee: “16 FIRST FLOOR, CORPORATION SHOPPING COMPLEX THIRD AVENUE, INDIRA NAGAR, ADYAR CHENNAI TN 600020 (ROC, Chennai) to “UNIT NO 365, SHIRSAGAON, NIPHAD, NASHIK- 422001”, Maharashtra, (ROC Mumbai) from one state to another ie. From Tamil Nadu to Maharsashtra (Mumbai).”

“RESOLVED FURTHER THAT, pursuant to Section 13 of Companies Act 2013 and Rules made there under, Clause II of Memorandum of Association of the Company, be and is hereby altered subject to consent of members accorded in the extra ordinary General Meeting.”

“RESOLVED FURTHER THAT, Mr. Girish Sarda Director of the company (DIN: 07987669), Director of the Company, be and is hereby authorize to file such Forms with Registrar of Companies and authorize to do such act, deeds, and things as are necessary to give effect to above Resolution.”

9. Reclassification of Promoters and promoters Group into Public.

To consider, and if thought fit, to pass, with or without modifications, the following resolution as an **Special Resolution**.

“RESOLVED THAT, pursuant to Regulation 31A of SEBI (LODR) Regulations, 2015 vide notification dated November 16, 2018 and May 05, 2021, the outgoing promoters have entered into share purchase agreement with Mr. Girish Sarda and Mr. Laxman Savalkar and who have paid the consideration amount following closure of Open offer document. Both the parties have set forth terms and conditions in the offer document of share purchase agreement dated 23rd January, 2023 and agreed to sell 16,08,565 equity shares constituting to 47.58% of total voting rights of company to the acquirer of the shares who through this wishes to identify himself as “New Promoters” of the Company through reclassification by making an application to the exchange under Regulation 31A of SEBI (LODR) Regulations, 2015.”

“RESOLVED FURTHER THAT the Board has approved the applications received by the company from the Promoters and Promoters group for reclassification and have approved the same and proceed to file

the application with exchange after consent is accorded of the shareholder in the extra ordinary general meeting. Below is list of names of Promoters and Promoters group who have sell their shares under the open offer to the purchaser mentioned.

Sr. no	Name of Sellers	Number of Shares	Percentage of Equity and Voting capital
01.	Mrs. Mina Parikh	7,25,265	21.46
02.	Mr. Pruthviraj Parikh	6,51,400	19.27
03.	M/s. Western India Steel Co. Pvt. Ltd.	2,31,900	6.86
	Total Share	16,08,565	47.58%

The details of Purchaser are as follows:

Sr. no	Name of Purchasser	Number of Shares	Percentage of Equity and Voting capital
01.	Mr. Laxman Savalkar	8,04,282	22.23
02.	Mr. Girish Sarda	8,04,283	22.00
	Total Share	16,08,565	47.58%

“RESOLVED FURTHER THAT, Company secretary or any director is hereby authorized to make an application to the Bombay Stock Exchange is hereby authorized by the members in the extra ordinary general meeting and proceed further with the application.

By order of the Board of Directors

Sd/-
Girish K. Sarda
Director
DIN: 07987669

Place : Chennai
Date : 12th June, 2023

NOTES:

1. The Ministry of Corporate Affairs ('MCA') vide its General Circulars No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020, No. 10/2021 dated June 23, 2021, No. 20/2021 dated December 08, 2021, No. 3/2022 dated May 5, 2022 and No. 11/2022 dated December 28, 2022 issued by Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars') and Securities and Exchange Board of India ('SEBI') vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/Pod-2/P/CIR/2023/4 dated January 5, 2023 ('SEBI Circulars') have permitted the holding of EGM by companies through VC / OAVM during the Calendar Year 2021, 2022 and upto September 30, 2023, without the physical presence of the Members. Accordingly, in compliance with the provisions of the Companies Act, 2013 ('Act'), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), MCA Circulars and SEBI Circulars, the EGM of the Company is being conducted through VC/OAVM.
2. An Explanatory Statement pursuant to Section 102 of the Act, setting out material facts concerning the business under Item No. 1 to 9 of the Notice is annexed hereto.
3. In accordance with the Secretarial Standard-2 on General Meetings issued by The Institute of Company Secretaries of India (ICSI) read with Clarification / Guidance on applicability of Secretarial Standards-1 and 2 dated April 15, 2020 issued by the ICSI, the proceedings of the EGM shall be deemed to be conducted at the Registered Office of the Company i.e. 16 Corporation Shopping Complex Third Avenue, Indira Nager Adyar Chennai – 600 020, which shall be the venue of the EGM. Since the EGM will be held through VC / OAVM, the Route Map for the Venue of the Meeting is not annexed in this Notice.
4. Members attending the EGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

5. Generally, a member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this EGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members under section 105 of the Act will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
6. In compliance with the provisions of Section 108 of the Act, read with the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of Listing Regulations and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as e-voting during the EGM will be provided by NSDL.
7. All documents referred to in the EGM Notice will be available electronically for inspection by the members, without payment of any fees, from the date of circulation of this Notice upto the date of EGM, i.e. Monday June 12, 2023. Members seeking inspection of the aforementioned documents can send an email to sil.compliance@gmail.com.
8. The members can join the EGM through VC/OAVM mode 30 minutes before the scheduled time of the commencement of the EGM and the members can also join after the commencement of the EGM till the expiry of 15 minutes after such scheduled time by following the procedure mentioned in the notice. The members will be able to view the proceedings on National Securities Depository Limited (“NSDL”) e-voting website at www.evoting.nsdl.com. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1,000 members on a first come first served basis as per the MCA Circulars. This will not include large shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnels, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders’ Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
9. Institutional/Corporate Shareholders intending to authorise their representatives to attend the meeting pursuant to Section 113 of the Act, are requested to email scanned certified copy of the Board/governing body resolution/authorisation etc. authorising their representatives to attend and vote on their behalf at email IDs: xsil.compliance@gmail.com with a copy marked to evoting@nsdl.co.in.

ELECTRONIC DESPATCH OF NOTICE OF EGM AND PROCESS FOR REGISTRATION OF EMAIL IDs FOR OBTAINING COPY OF NOTICE OF EGM:

10. In compliance with the aforesaid MCA and SEBI Circulars, the Notice is being sent to the Members, trustees of debenture-holders and all other persons so entitled in electronic mode only, whose email IDs are registered with the Company/Depositories. Members may note that the Notice will also be available on the Company’s website www.savant-infocomm.co.in, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com, and on the website of NSDL www.evoting.nsdl.com.
11. Members who have still not registered their email IDs are requested to do so at the earliest. Members holding shares in electronic mode can get their email IDs registered by contacting their respective Depository Participant. Members holding shares in physical mode are requested to register their email IDs with the Company or the RTA (M/s Link Intime India Private Limited), for receiving the Notice. Requests can be emailed to sil.compliance@gmail.com. We urge members to support this Green Initiative effort of the Company and get their email IDs registered.
12. The Board of Directors have appointed Mr. Ritesh Sharma, Partner of M/s. RNJ Company Secretaries., Practicing Company Secretaries, Mumbai as a Scrutinizer to scrutinize the remote e-voting process and e-voting at the EGM in a fair and transparent manner.
13. The result declared along with the Scrutinizer’s Report will be forwarded to BSE Limited and shall be simultaneously uploaded on the Company’s website www.savant-infocomm.co.in and on the website of NSDL www.evoting.nsdl.com immediately.

OTHER USEFUL INFORMATION:

14. Members are requested to notify immediately any change of address to their Depository Participants (DPs) in respect of the shares held in electronic form, and to the Company or the RTA (M/s Link Intime India Private Limited), in respect of the shares held in physical form together with a proof of address viz. Electricity Bill, Telephone Bill, Ration Card, Voter ID Card, Passport etc.

15. SEBI has mandated the submission of Permanent Account Number (PAN) and Bank Account details by every participant in securities market. Members holding shares in electronic form are therefore requested to submit their PAN and Bank Account details to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN and Bank Account details along with a self-certified copy of PAN and a cancelled cheque/ passbook copy to the Registrar and Share Transfer Agent/ Company.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Tuesday, 04th July 2023 at 09:00 A.M. and ends on Thursday, 06th July, 2023 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 30th June,2023 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 30th June,2023.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:




Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are 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 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

	<p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>    </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<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 Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting 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 or joining virtual meeting & voting during the meeting. 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.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</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. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</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. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	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

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical		Your User ID is:
a)	For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b)	For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c)	For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a. Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b. **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csriteshsharma@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “Upload Board Resolution / Authority Letter” displayed under “e-Voting” tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 sil.compliance@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to sil.compliance@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM” placed under “Join meeting” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for

VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at sil.compliance@gmail.com. The same will be replied by the company suitably.

Information at a glance:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csriteshsharma@gmail.com with a copy marked to evoting@nsdl.co.in and sil.compliance@gmail.com
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

4. In case shares are held in physical mode please provide 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 sil.compliance@gmail.com
5. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to sil.compliance@gmail.com If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.
6. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
7. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

Information at a glance:

Particulars	Notes
Cut-off Date to determine eligible numbers to vote on the resolution	Friday, 30 th June, 2023
Voting start time and date	9.00 a.m. IST, Tuesday, 04 th June, 2023
Voting end time and date	5.00 p.m. IST, Thursday, 06 th June, 2023
Date on which the resolution is deemed to be passed	Last date of voting i.e. 06 th June, 2023
Name, address and contact details of Registrar and Share Transfer Agent.	Link Intime India Private Limited C 101, 247 Park, Lal Bahadur Shastri Rd, Surya Nagar, Gandhi Nagar, Vikhroli- West, Mumbai, Maharashtra 400083 Email id: rnt.helpdesk@linkintime.co.in
Name, address and contact details of e-voting service provider	National Securities Depository Limited 4th Floor, A Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai, Maharashtra 400013 Email id: evoting@nsdl.co.in
NSDL e-voting website address	https://www.evoting.nsdl.com

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

Item No. 1

In accordance with the provisions of Section 149 read with schedule IV to the Companies Act, 2013, appointment of an Independent Director requires approval of members. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors have proposed that Mrs. Priya Gupta be appointed as Non-Executive Independent Director on the Board for a term of five consecutive years, in terms of Section 149 of the Companies Act, 2013, whose office is not liable to retire by rotation.

Mrs. Priya Gupta (DIN: 09821279) was appointed as an Additional Independent Director with effect from 15th February 2023, in accordance with the provisions of Section 161 of the Companies Act, 2013 read with the Articles of Association. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office up to the date of ensuring Annual General Meeting of the Company. The Board is of the view that the appointment of Mrs. Priya Gupta on the Company Board is desirable and would be beneficial to the Company and hence it recommends the said resolution No.1 for approval by the members of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives except Mrs. Priya Gupta herself, in any way concerned or interested, in the said resolution. The board recommends the said resolution to be passed as an ordinary resolution.

Item No. 2

In accordance with the provisions of Section 149 read with schedule IV to the Companies Act, 2013, appointment of an Independent Director requires approval of members. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors have proposed that Mrs. Nivedita Sen be appointed as Non-Executive Independent Director on the Board for a term of five consecutive years, in terms of Section 149 of the Companies Act, 2013, whose office is not liable to retire by rotation.

Mrs. Nivedita Sen (Din: 07796043) was appointed as an Additional Independent Director with effect from 22nd May 2023, in accordance with the provisions of Section 161 of the Companies Act, 2013 read with the Articles of Association. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office up to the date of ensuring Annual General Meeting of the Company. The Board is of the view that the appointment of Mrs. Nivedita Sen on the Company Board is desirable and would be beneficial to the Company and hence it recommends the said resolution No.2 for approval by the members of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives except Mrs. Nivedita Sen herself, in any way concerned or interested, in the said resolution. The board recommends the said resolution to be passed as an ordinary resolution.

Item No. 3

In accordance with the provisions of Section 149 read with schedule IV to the Companies Act, 2013, appointment of an Independent Director requires approval of members. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors have proposed that Mr. Tathagata Sarkar be appointed as Non-Executive Independent Director on the Board for a term of five consecutive years, in terms of Section 149 of the Companies Act, 2013, whose office is not liable to retire by rotation.

Mr. Tathagata Sarkar (Din: 08601775) was appointed as an Additional Independent Director with effect from 22nd May 2023, in accordance with the provisions of Section 161 of the Companies Act, 2013 read with the Articles of Association. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office up to the date of ensuring Annual General Meeting of the Company. The Board is of the view that the appointment of Mr. Tathagata Sarkar on the Company Board is desirable and would be beneficial to the Company and hence it recommends the said resolution No.3 for approval by the members of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives except Mr. Tathagata Sarkar himself, in any way concerned or interested, in the said resolution. The board recommends the said resolution to be passed as an ordinary resolution.

Item No. 4

The Board of Directors Company, at its meeting held on 22nd May' 2023 approved the appointment of Mr. Laxman Ashok Savalkar (Din: 07987670) on terms and conditions recommended by the Nomination and Remuneration Committee, subject to the approval of the shareholders. Where, in any financial year during the tenure of Mr. Laxman Ashok Savalkar, the Company makes no profits or its profits are inadequate, the Company shall pay to the Managing Director, salary and perquisites, within the ceiling limits prescribed in Schedule V of the Companies Act, 2013 as Minimum Remuneration.

Mr. Laxman Ashok Savalkar (Din: 07987670) shall not, as long as he functions as the Managing Director, be entitled to any fees for attending meetings of the Board or a Committee thereof.

A copy of the Agreement dated 22nd May' 2023 for the appointment of Mr. Laxman Ashok Savalkar as the Managing Director of the Company is open for inspection by the members at the Registered Office of the Company on any working day, between 11.00 a.m. and 1.00 p.m., of the Company except Saturdays and Sundays. His brief resume, the nature of his expertise in specific functional areas, names of companies in which he holds Directorship, Committee Memberships/ Chairmanships, his shareholding etc., are separately annexed hereto.

The Board therefore recommends the special resolutions for your approval.

Item No. 5

The Board of Directors of the Company at its meeting held on 12th June 2023 proposed to change the name of the Company to "Savant Infocomm Limited" to "Magnus Retail Limited" or "Magnus Food Retail Limited." subject to approval of the name by the CRC department of MCA for the purpose of performing its new objects mentioned in the MOA of the company and accordingly filed an application with the concerned authorities for the reservation of the said name. The said name is applied through RUN Services in MCA portal.

The Board recommends passing the resolution as Special Resolution and thereby enabling the Board to file necessary application for the Registration of the new name with the Office of the Registrar of Companies, Chennai.

None of the Directors or Key Managerial Personnel are interested in the resolution except to the extent of their shareholding. None of the Directors of the Company except Mr. Laxman Ashok Savalkar is concerned or interested in the proposed resolution.

Item No. 6

At the meeting of the Board of Directors of the Company held on 12th June 2023, the Directors collectively proposed to change the existing object clause of the company and adopt the new memorandum of Association as per the Companies Act 2013. Company wants to cater to business of the following order ie:

- (a) To manufacture, import, export, buy, sell, manipulate, prepare for market, preserve and otherwise deals in fruits, vegetables, plantation, horticulture, agriculture and forest produces, organic products around the globe to any part of the world and to promote superior quality export products of the same.
- (b) To acquire, purchase or take on lease the agricultural land anywhere in the country and to carry on the business of horticulture, floriculture, sericulture, cultivators, of all kinds of seeds, fruits, including grapes, oranges, apples, mangoes proprietor of orchards and traders, exporter, dealers, processors, preservers and sellers of the products of such horticulture, floriculture, sericulture, seeds and cultivation and manufacturers of drinks including beverages produced from such products or otherwise.

- (c) Domestic, Import and export sales of the fresh fruits and vegetables. Retail distribution of processed and packed food along with food processing.

Inclusion of these activities would help the Company in reaching out to more consumers and meet the ever growing demands. The Board decided to overhaul and get in the necessary change in the objects to cater to growing demands of organic food manufacturing and exporting.

The Board recommends passing the resolution as Special Resolution and thereby enabling the Board to file necessary application for the Registration of the adoption of new Clause of Memorandum of Association of the Company as per Companies Act 2013, with the Office of the Registrar of Companies, Chennai.

None of the Directors or Key Managerial Personnel is interested in the resolution except to the extent of their shareholding.

Item No. 7

At the meeting of the Board of Directors of the Company held on 12th June' 2023, the Directors collectively proposed to adopt the new Articles of Association as per the Companies Act 2013. Company was having its operations in electrical equipment's but company now wants to overhaul its business activities and enter into altogether new segment of agriculture and food processing.

With the new space to be entered the Articles of Association of the Company has to be adopted as per the Companies Act 2013, to give effect to various changes brought under the act.

The Board recommends passing the resolution as Special Resolution and thereby enabling the Board to file necessary application for the Registration of the adoption of new set of Articles of Association of the Company as per Companies Act 2013, with the Office of the Registrar of Companies, Chennai.

None of the Directors or Key Managerial Personnel is interested in the resolution except to the extent of their shareholding.

Item No. 8

At the meeting of the Board of Directors of the Company held on 12th June' 2023, the Directors collectively proposed for shifting of Registered Office from existing addressee: "16 FIRST FLOOR, CORPORATION SHOPPING COMPLEX THIRD AVENUE, INDIRA NAGAR, ADYAR CHENNAI TN 600020 (ROC, Chennai) to "UNIT NO 365, SHIRSAGAON, NIPHAD, NASHIK- 422001", Maharashtra, (ROC Mumbai) from one state to another ie. From Tamil Nadu to Maharsashtra (Mumbai).

The Corporate office of the Company is located in Mumbai, whereas the board also have consented to shift the registered office of the Company in Nasik district in the state of Maharashtra for ease of doing business and communications. Majority of the business operations of the Company are coming up in this region and company wants to increase the productivity by shifting the registered office address from state of Tamilnadu to Maharashtra ie: ROC Chennai to ROC Mumbai.

None of the Directors / KeyManagerial Personnel of the Company / their relatives, in any way concerned or interested, in the said resolution. The board recommends the saidresolution to be passed as an special resolution.

Item No. 9

The existing promoters alongwith promoters group of the company have entered into share purchase agreement dated 23rd January' 2023 with the acquires and have sold their 16,08,565 equity shares constituting to 47.58% of total voting rights of the company. The purchase consideration has been paid to the exiting promoters by the acquires. Regulation 31A of SEBI (LODR) Regulations, 2015 vide notification dated November 16, 2018 and May 05, 2021 defines reclassification of promoters to Public category and vice versa. As per the regulations the acquires need to reclassify themselves as Promoters and outgoing promoter as public category.

The company has received the application for reclassification of promoters and promoters group into public and have approved the same in the Board meeting held on 12th June 2023.

The outgoing and incoming promoters are interested in this resolution to the extent of their positions.

Registered Office

16 Corporation Shoping Complex
Third Avenue, Indira Nager
Adyar Chennai – 600 020

By order of the Board of Directors

Place : Chennai

Date : 12th June, 2023

Sd/-
Girish K. Sarda
Director
DIN: 07987669

ANNEXURE A

Information pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards on General Meetings (SS-2) of The Institute of Company Secretaries of India (“ICSI”) in respect of individuals proposed to be appointed / re-appointed as Director.

Name of Director	Priya Gupta	Nivedita Sen
DIN	09821279	07796043
Date of Birth	04th August 1980	09th November 1986
Age	43 years	36 years
Date of Appointment: First appointment on the Board	15 th February 2023 as an Additional Director designated as Non Executive, Independent Director	22 nd May 2023 as an Additional Director designated as Non Executive, Independent Director
Qualification	Company Secretary and BAMS	M Com MBA Finance and Marketing
Expertise in Specific Functional area	More than a decade experience in handling and offering secretarial services work for the Listed and Corporate entities.	10 years experience with POSCH training for Corporates and heading of finance and accounts team of the organisation
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years	Not Applicable	Not Applicable
Directorship in other Companies (excluding Foreign and Section 8 Companies).	None	1. Teal Factory Private Limited 2. Gendercode Private Limited
Chairmanship/ Membership of the Committee of other Boards	None	None
Shareholding as on 31st March, 2023	Nil	Nil
Number of Board Meeting attended (During the F.Y. 2022-2023)	1 (One)	N.A.
Relationship with other Directors / Key Managerial Personnel	Not related to any Director /Key Managerial Personnel	Not related to any Director /Key Managerial Personnel
Terms and conditions of appointment or reappointment	Mrs. Priya Gupta will serve for a term of five years w.e.f February 15, 2023 to February 14, 2028. Not liable to retire by rotation	Mrs. Nivedita Sen will serve for a term of five years w.e.f 12th May, 2023 to 11th May, 2028. Not liable to retire by rotation
Remuneration proposed to be paid Appointment & Last Remuneration	Sitting fees as per Companies Act, 2013 read along with its relevant rules thereunder for attending the Board Meetings of the Company	Sitting fees as per Companies Act, 2013 read along with its relevant rules thereunder for attending the Board Meetings of the Company
Justification for choosing appointee as an Independent Director	The Board is of the opinion that Mrs. Priya Gupta possesses requisite skills, experience and knowledge relevant to the Company’s business and it would be of immense benefit to the Company to have her association with the Company as Nonexecutive Independent Director of the Company	The Board is of the opinion that Mrs. Nivedita Sen possesses requisite skills, experience and knowledge relevant to the Company’s business and it would be of immense benefit to the Company to have her association with the Company as Nonexecutive Independent Director of the Company

Name of Director	Tathagata Sarkar	Laxman Savalkar
DIN	08601775	07987670
Date of Birth	21st August 1986	19 th May 1986
Age	36 years	37 years
Date of Appointment	22 nd May 2023	11 th February 2023
Qualification	MBA Marketing	B Tech Agri, MS in Food safety and Quality Management university of Greenwich London
Expertise in Specific Functional area	11 years experience with POSCH training for Corporates and heading of finance and accounts team of the organization and handling of financial planning for global equity	Laxman Ashok Savalkar – Founder – Graduated in Agriculture Bio Technology and Master in MS Food Technology from the Greenwich University London, UK. He has 12 years of experience in various Agriculture & Processing industry with expertise in Sourcing, Planning, Operation and Food Safety. He worked in London for 3 years in Food Processing industry.
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years	Not Applicable	Not Applicable
Directorship in other Companies (excluding Foreign and Section 8 Companies).	Teal Factory Private Limited	<ol style="list-style-type: none"> 1. Magnus Farm Foods Private Limited 2. IEF Farms Producer Company Limited 3. Magnusfarm Farmers Producer Company Limited
Chairmanship/ Membership of the Committee of other Boards	None	None
Shareholding as on 31st March, 2023	Nil	8,04,282
Number of Board Meeting attended (During the F.Y. 2022-2023)	N.A.	2 (Two)
Relationship with other Directors / Key Managerial Personnel	Not related to any Director / Key Managerial Personnel	Not related to any Director /Key Managerial Personnel
Terms and conditions of appointment or reappointment	Tathagata Sarkar will serve for a term of five years w.e.f 12th May, 2023 to 11th May, 2028. Not liable to retire by rotation	Mr.Laxman Savalkar will serve for a term of five years w.e.f 11th February, 2023 to 10th February, 2028. Not liable to retire by rotation

Remuneration proposed to be paid Appointment & Last Remuneration	Sitting fees as per Companies Act, 2013 read along with its relevant rules thereunder for attending the Board Meetings of the Company	None
Justification for choosing appointee as an Independent Director	The Board is of the opinion that Mr. Tathagata Sarkar possesses requisite skills, experience and knowledge relevant to the Company's business and it would be of immense benefit to the Company to have her association with the Company as Nonexecutive Independent Director of the Company	N.A.

Registered Office

16 Corporation Shopping Complex
Third Avenue, Indira Nager
Adyar Chennai – 600 020

Place : Chennai

Date : 12th June, 2023

By order of the Board of Directors

Sd/-
Girish K. Sarda
Director
DIN: 07987669