

**NOTICE FOR ANNUAL GENERAL MEETING**  
*(Pursuant to Section 101 of the Companies Act, 2013)*

Notice is hereby given that the **31<sup>st</sup> (Thirty First) Annual General Meeting (“AGM”)** of the members of **Softrak Venture Investment Limited** will be held on **Monday, September 30, 2024 at 10:00 a.m. (IST)** at the Registered Office of the Company situated at 201, Moon Light Shopping Centre, Nr. Maruti Towers, Drive in Road, Memnagar, Ahmedabad- 380052 to transact the following business: -

**ORDINARY BUSINESS:**

- 1. Consideration and Adoption of the Audited Financial Statements of the Company for the Financial Year ended on March 31, 2024 and the Reports of the Board of Directors and Auditors thereon.**

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

“**RESOLVED THAT** the Audited Financial Statements of the Company for the Financial Year ended on March 31, 2024 and the Reports of the Board of Directors and Auditor thereon, as circulated to the members, be and are hereby considered and adopted.”

- 2. To declare a dividend on equity shares for the financial year ended March 31, 2024.**

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

“**RESOLVED THAT** a dividend @ the rate of 0.5% of Rs. 10/- each (Rupees Ten only) each fully paid-up of the Company i.e. Rs.0.05 /- (Five Paise only) per equity share be and is hereby declared for the financial year ended on 31<sup>st</sup> March 2024 and the same be paid as recommended by the Board of Directors of the Company, out of the profits of the Company for the financial year ended on March 31, 2024.”

- 3. To appoint the Statutory Auditors of the Company, and to fix their remuneration.**

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

“**RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation of Audit Committee and the Board of Directors of the Company, M/s. A L Thakkar & Co., Chartered Accountants, Ahmedabad (FRN: 120116W) be and is hereby appointed as the Statutory Auditors of the Company, to hold office for a period of 5 (five) consecutive years commencing from the conclusion of this Annual General Meeting till the conclusion of the 36<sup>th</sup> Annual General Meeting of the Company to be held in the financial year 2028-29, at such remuneration as may be determined by the Board in consultation with the auditors in addition to reimbursement of all out-of-pocket expenses to be incurred by them in connection with the audit.”

- 4. Re-appointment of Mr. Raghvendra Kulkarni (DIN: 06970323) as a Director (Executive), who retires by rotation and being eligible, offers himself for re-appointment.**

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

“**RESOLVED THAT** pursuant to the provisions of Section 152(6) and other applicable provisions if any of the Companies Act, 2013, **Mr. Raghvendra Kulkarni (DIN: 06970323)**, Managing Director, who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director (Executive) of the Company, liable to retire by rotation.”

**SPECIAL BUSINESS:**

**5. Re-appointment of Ms. Bhoomiben Patel (DIN: 08316893) as an Independent Director of the Company.**

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

**“RESOLVED THAT** pursuant to the provisions of section 149, 152 and other applicable provisions if any of the Companies Act, 2013 (“the Act”) and the rules made thereunder (including any statutory modifications or re-enactment(s) thereof, for the time being in force), read with Schedule IV of the Act and based on the recommendation of Nomination and Remuneration Committee and the Board of Directors of the Company and notice in writing under Section 160(1) of the Companies Act, 2013 from a member of the Company proposing his candidature for office of Director of the Company, the consent of the members of the Company be and is hereby accorded to re-appoint Ms. Bhoomiben Patel (DIN: 08316893), as an Independent Director of the Company for second and final term of five consecutive years w.e.f. 8<sup>th</sup> February, 2024 to 7<sup>th</sup> February, 2029. ;

**RESOLVED FURTHER THAT** any one of the Director or KMP of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things which may be necessary for re-appointment of Ms. Bhoomiben Patel (DIN: 08316893) as an Independent Director of the Company.”

**6. Re-appointment of Mr. Sunny Dilipkumar Darji (DIN: 08481281) as an Independent Director of the Company.**

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

**“RESOLVED THAT** pursuant to the provisions of section 149, 152 and other applicable provisions of the Companies Act, 2013 (“the Act”) and the rules made thereunder (including any statutory modifications or re-enactment(s) thereof, for the time being in force), read with Schedule IV of the Act and based on the recommendation of Nomination and Remuneration Committee and the Board of Directors of the Company and notice in writing under Section 160(1) of the Companies Act, 2013 from a member of the Company proposing his candidature for office of Director of the Company, the consent of the members of the Company be and is hereby accorded to re-appoint Mr. Sunny Dilipkumar Darji (DIN: 08481281), as an Independent Director of the Company for second and final term of five years w.e.f. 13<sup>th</sup> June, 2024 to 12<sup>th</sup> June, 2029.

**RESOLVED FURTHER THAT** any one of the Directors of the Company or Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things which may be necessary for re-appointment of Mr. Sunny Dilipkumar Darji (DIN: 08481281) as an Independent Director of the Company.”

**Place: Ahmedabad**  
**Date: 05/09/2024**

**By Order of the Board of Directors**  
**For Softrak Venture Investment Limited**  
**Sd/-**  
**Mr. Raghvendra Kulkarni**  
**Managing Director**  
**DIN: 06970323**

**Registered Office:**  
201, Moon Light Shopping Centre,  
Nr. Maruti Towers, Drive in Road,  
Memnagar, Ahmedabad, Gujarat - 380052  
**CIN: L99999GJ1993PLC020939**  
**Email: [softrakventure@gmail.com](mailto:softrakventure@gmail.com)**  
**Website: [www.softrakventure.in](http://www.softrakventure.in)**

## NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE 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.**

Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.

2. A Statement pursuant to Section 102(1) of the Companies Act, 2013 (“the Act”), relating to the Ordinary and Special Business to be transacted at the Annual General Meeting (“Meeting”) is annexed hereto.
3. The Register of Members and Share Transfer Books of the Company will remain closed from **Tuesday, September 24, 2024 to Monday, September 30, 2024 (both days inclusive)**.
4. Relevant documents referred to in the Notice are open for inspection by the members at the Registered Office of the Company on all working days (except Saturdays, Sundays and Public Holidays) during business hours up to the date of the Meeting. The aforesaid documents will be also available for inspection by members at the Meeting.
5. The dividend on equity shares, if declared at the Meeting, will be credited / dispatched within week from the conclusion of the Meeting to those members whose names appear on the closure of Register of Members i.e. on Tuesday, September 24, 2024 for the purpose; in respect of the shares held in dematerialized mode, the dividend will be paid to members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on that date.
6. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request.
7. Securities and Exchange Board of India (“SEBI”) has mandated that securities of listed companies can be transferred only in dematerialized form w.e.f. April 1, 2019. Accordingly, the Company/ **MCS Share Transfer Agent Limited** has stopped accepting any fresh lodgment of transfer of shares in physical form. Members holding shares in physical form are advised to avail of the facility of dematerialization.
8. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s) unless the Members have registered their request for a hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their e-mail IDs with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the

AGM.

Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of the Shareholders w.e.f. 1<sup>st</sup> April 2020 and the Company is required to deduct TDS from dividend paid to the Members at rates prescribed in the Income Tax Act, 1961 (the "IT Act"). In general, to enable compliance with TDS requirements, Members were requested to complete and/or update their Residential Status, Permanent Account Number ("PAN"), Category as per the IT Act with their Depository Participants ("DPs") or in case shares are held in physical form, with the Company/ RTA, by sending documents through e-mail by Saturday, September 21, 2024.

9. In compliance with the MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company / Depositories. Members may note that the Notice and Annual Report 2023-24 will also be available on the Company's website [www.softrakventure.in](http://www.softrakventure.in); websites of the Stock Exchanges i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com);

**10. Voting through Electronic means:**

Pursuant to Section 108 of the Companies Act, 2013, read with the Rule 20 and Rule 21 of Companies (Management and Administration) Rules, 2014 in pursuance with the directions issued by SEBI vide Circular No. CIR/CFD/DIL/6/2012 dated 13<sup>th</sup> July, 2014, the Company is pleased to provide the facility to Members to exercise their right at the Annual General Meeting (AGM) by electronic means and the business may be transacted through remote e-voting services provided by National Securities Depository Limited

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER: -**

**The remote e-voting period begins on Friday, September 27, 2024 at 09:00 A.M. and ends on Sunday, September 29, 2024 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., Monday, September 23, 2024**, 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 Monday, September 23, 2024**.

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 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
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL  Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ 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 “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>.   Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 sixteendigit 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 <b>e-Voting service provider i.e., NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p>  <b>App Store</b>       <b>Google Play</b></div> <div style="display: flex; justify-content: space-around; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>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</li> </ol>

without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login icon & New System Myeasi Tab and then use 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. Additionally, there are 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](http://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](http://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.

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

NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period

**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.**

<b>Login type</b>	<b>Helpdesk details</b>
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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**B) Login Method for e-Voting 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](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.



## **Step 2: Cast your vote electronically on NSDL e-Voting system.**

### **How to cast your vote electronically 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 is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
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 [ravi@ravics.com](mailto:ravi@ravics.com) with a copy marked to [evoting@nsdl.co.in](mailto: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](http://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](http://www.evoting.nsdl.com) or call on: 022 - 4886 7000 and 022 - 2499 7000 or send a request to (Name of NSDL Official) at [evoting@nsdl.co.in](mailto: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 [softrakventure@gmail.com](mailto:softrakventure@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 [softrakventure@gmail.com](mailto:softrakventure@gmail.com). If you are an Individual shareholder 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.**
3. Alternatively, shareholder/members may send a request to [evoting@nsdl.co.in](mailto: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.

**By Order of the Board of Directors  
For, Softrak Venture Investment Limited  
Sd/-  
Mr. Raghvendra Kulkarni  
Managing Director  
DIN: 06970323**

**Place: Ahmedabad  
Date: 05/09/2024**

**Registered Office:**  
201, Moon Light Shopping Centre,  
Nr. Maruti Towers, Drive in Road,  
Memnagar, Ahmedabad, Gujarat – 380052.  
**CIN:** L99999GJ1993PLC020939  
**Email:** [softrakventure@gmail.com](mailto:softrakventure@gmail.com)  
**Website:** [www.softrakventure.in](http://www.softrakventure.in)

**ANNEXURE TO THE NOTICE**

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

**ITEM NO. 3**

**Appointment of Statutory Auditors of the Company, and to fix their remuneration.**

The members of the Company are informed that the term of Statutory Auditors M/s. Meet Shah & Associates, Chartered Accountants, Ahmedabad, is expiring at the ensuing Annual General Meeting of the Company. Accordingly, the Board has on receipt of recommendation of Audit Committee of the Company recommended the appointment of M/s. A L Thakkar & Co., Chartered Accountants (FRN: 120116W), Ahmedabad, as Statutory Auditors of the Company in place M/s. Meet Shah & Associates, Chartered Accountants, Ahmedabad, the retiring Statutory Auditors.

Accordingly, approval of the Shareholders is being sought for appointment of M/s. A L Thakkar & Co., Chartered Accountants, having Firm's Registration No. 120116W as the Statutory Auditors of the Company for the first term of 5 consecutive years commencing from conclusion of ensuing 31<sup>st</sup> Annual General Meeting for the financial year 2023-24 till the conclusion of the 36<sup>th</sup> Annual General Meeting for the financial year 2028-29.

M/s. A L Thakkar & Co., Chartered Accountants, having Firm's Registration No. 120116W have given their consent for their appointment as Statutory Auditors of the Company and has issued certificate confirming that their appointment, if made, will be within the limits prescribed under the provisions of Section 139 of the Companies Act, 2013 ('the Act') and the rules made thereunder. M/s. A L Thakkar & Co., have confirmed that they are eligible for the proposed appointment under the Act, the Chartered Accountants Act, 1949 and the rules or regulations made thereunder. As required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, M/s. A L Thakkar & Co., have confirmed that they hold a valid certificate issued by the Peer Review Board of ICAI.

After evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., the Board of Directors of the Company has, based on the recommendation of the Audit Committee proposed the appointment of M/s. A L Thakkar & Co., Chartered Accountants having Firm's Registration No. 120116W, as the Statutory Auditors of the Company for the first term of five consecutive years, who shall hold office from the conclusion of this 31<sup>st</sup> General Meeting till the conclusion of the 36<sup>th</sup> AGM of the Company. The remuneration proposed to be paid to the Statutory Auditors during their first term would be in line with the industry norms and shall be commensurate with the services to be rendered by them during the said tenure. The Board of Directors in consultation with the Audit Committee may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

The Board recommends the resolution set out at Item No. 3 of the Notice for approval by the Members by way of an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives are interested or concerned, financially or otherwise, in the resolution.

**DISCLOSURE UNDER REGULATION 36(5) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:**

<b>Proposed Statutory Audit Fees payable to the Statutory Auditors</b>	Rs. 75,000/- p.a.
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<b>Terms of Appointment</b>	M/s A L Thakkar & Co., Chartered Accountants, having Firm's Registration No. 120116W as the Statutory Auditors of the Company for the first term of 5 consecutive years commencing from conclusion of ensuing 31 <sup>st</sup> Annual General Meeting for the financial year 2023-24 till the conclusion of the 36 <sup>th</sup> Annual General Meeting for the financial year 2028-29.
<b>Any material changes in the fee payable to New Statutory Auditors from that paid to the outgoing Auditors along with the rationale for such change</b>	No
<b>Basis of recommendation and Auditor Credentials</b>	Auditors can provide actionable, relevant, and valuable advice that helps organizations address issues, improve operations, and comply with necessary standards and regulations. To ensure that the recommendations are grounded in factual findings, sound judgment, and are aimed at enhancing the overall effectiveness.

## ITEM NO. 5

### **Re-appointment of Ms. Bhoomiben Patel (DIN: 08316893) as an Independent Director of the Company.**

In accordance with Section 149(10) and (11) of the Companies Act, 2013 ('the Act') and pursuant to Regulation 25 of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015, an Independent Director shall hold office for a term up to five years on the Board of the Company, but shall be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such reappointment in the Boards' Report.

Ms. Bhoomiben Patel (DIN: 08316893) was appointed as an Independent Director of the Company with the approval of shareholders at the Annual General Meeting ('AGM') of the Company held on September 28, 2019 for a tenure of 5 years w.e.f. 8<sup>th</sup> February, 2019.

Based on her skills, experience, knowledge and performance evaluation and recommendation of the Nomination and Remuneration Committee, the Board, in line with the Company's policy on Director's appointment and remuneration has proposed the re-appointment of Ms. Bhoomiben Patel as an Independent Director for a second and final term of five consecutive years w.e.f. 8<sup>th</sup> February, 2024.

The Company has received requisite consent / declarations for appointment Ms. Bhoomiben Patel as an Independent Director as required under the Act and rules made thereunder.

In the opinion of the Board and based on the Board's evaluation, Ms. Bhoomiben Patel fulfils the conditions specified in the SEBI Listing Regulations, the Act and the Rules framed thereunder for her reappointment as an Independent Director of the Company and she is independent of the Management.

The Board considers that her continued association would be of immense benefit to the Company and it is desirable to continue to avail the services of Ms. Bhoomiben Patel as an Independent Director.

The Board recommends the resolution set forth in Item No. 5 relating to the re-appointment of Ms. Bhoomiben Patel as an Independent Director of the Company, who shall be not liable to retire by rotation, by way of Special Resolution.

Except Ms. Bhoomiben Patel, none of the Director(s) and Key Managerial Personnel(s) or their relatives, is in any way, concerned or interested, financially or otherwise, in this resolution.

## ITEM NO. 6

### **Re-appointment of Mr. Sunny Dilipkumar Darji (DIN: 08481281) as an Independent Director of the Company.**

In accordance with Section 149(10) and (11) of the Companies Act, 2013 ('the Act'), an Independent Director shall hold office for a term up to five years on the Board of the Company, but shall be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such reappointment in the Boards' Report.

Mr. Sunny Dilipkumar Darji (DIN: 08481281) was appointed as an Independent Director of the Company with the approval of shareholders at the Annual General Meeting ('AGM') of the Company held on September 28, 2019 for a tenure of 5 years w.e.f. 13<sup>th</sup> June, 2019.

Based on his skills, experience, knowledge and performance evaluation and recommendation of the Nomination and Remuneration Committee, the Board, in line with the Company's policy on Director's appointment and remuneration has proposed the re-appointment of Mr. Sunny Dilipkumar Darji as an Independent Director for a second and final term of five years w.e.f. 13<sup>th</sup> June, 2024.

The Company has received requisite consent / declarations for appointment Mr. Sunny Dilipkumar Darji as an Independent Director as required under the Act and rules made thereunder.

In the opinion of the Board and based on the Board's evaluation, Mr. Sunny Dilipkumar Darji fulfils the conditions specified in the SEBI Listing Regulations, the Act and the Rules framed thereunder for his reappointment as an Independent Director from the Company and he is independent of the Management.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail the services of Mr. Sunny Dilipkumar Darji as an Independent Director.

The Board recommends the resolution set forth in Item No. 6 relating to the re-appointment of Mr. Sunny Dilipkumar Darji as an Independent Director of the Company, who shall be not liable to retire by rotation, by way of Special Resolution.

Except Mr. Sunny Dilipkumar Darji, none of the Director(s) and Key Managerial Personnel(s) or their relatives, is in any way, concerned or interested, financially or otherwise, in this resolution.

**Place: Ahmedabad**  
**Date: 05/09/2024**

**By the Order of the Board**  
**For, Softrak Venture Investment Limited**

**SD/-**  
**(Raghvendra Gopalrao Kulkurni)**  
**Managing Director**  
**DIN: 06970323**

**Registered Office:**  
201, Moon Light Shopping Centre,  
Nr. Maruti Towers, Drive in Road,  
Memnagar, Ahmedabad, Gujarat – 380052.  
**CIN: L99999GJ1993PLC020939**  
**Email: [softrakventure@gmail.com](mailto:softrakventure@gmail.com)**  
**Website: [www.softrakventure.in](http://www.softrakventure.in)**

**Details of Directors proposed to be appointed/ re-appointed, pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard 2 on General Meetings (SS-2) issued by the Institute of Company Secretaries of India:**

Name of the Director	Raghvendra Kulkarni	Bhoomiben Patel	Sunny Dilipkumar Darji
DIN	06970323	08316893	08481281
Date of Birth	05/12/1988	03/03/1997	13/12/1991
Age in years	36	27	33
Date of first appointment	29/12/2020	08/02/2019	13/06/2019
Designation	Managing Director	Independent Director	Independent Director
Experience and Nature of Expertise in Specific Functional Areas	Mr. Raghvendra Kulkarni has experience of more than 15 years in the management and Administration of the Business. He possesses strong analytical and investment evaluation skills and with his outstanding networking and relationship management ability.	Ms. Bhoomiben Patel has more than 3 years of experience in the Finance Management, Accounting and Administration.	Mr. Sunny Darji has more than 9 years of experience in the Business Management, he possesses great communication and leadership skills.
Qualification(s)	SSC	M.com	Graduate
Names of listed entities in which the person also holds the Directorship and the membership of Committees of the board.	1. NIRBHAY COLOURS INDIA LIMITED	1. SHUKRA PHARMACEUTICALS LIMITED 2. NAVKAR URBANSTRUCTURE LIMITED 3. JYOT INTERNATIONAL MARKETING LIMITED 4. SAPTAK CHEM AND BUSINESS LIMITED	Nil
Listed entities from which the person has resigned in the past three years	Nil	Nil	Nil
Chairmanship / Membership of Committees (across all public companies in Audit Committee and Stakeholders' Relationship Committees)	Nil	Nil	Nil
Shareholding in the listed entity, including shareholders as a beneficial owner	Nil	Nil	Nil
Details of Remuneration sought to be paid	As may be decided by the Board	As may be decided by the Board	As may be decided by the Board

Last Remuneration drawn (per annum) including sitting fees.	Nil	Nil	Nil
Disclosure of relationships between directors inter-se	Nil	Nil	Nil
Disclosure of relationships with Manager and KMP	Nil	Nil	Nil
Terms and conditions of appointment / reappointment	Mr. Raghvendra Kulkarni was appointed as a Managing Director w.e.f. 28 <sup>th</sup> November, 2020	Ms. Bhoomi Patel was appointed as an Independent Director for her first term of 5 consecutive years w.e.f. 8 <sup>th</sup> February, 2019.	Mr. Sunny Dilipkumar Darji was appointed as an Independent Director for his first term of 5 consecutive years w.e.f. 13 <sup>th</sup> June, 2019.

*\* Directorships in private limited companies (except deemed public companies), foreign companies and section 8 companies and their committee memberships are excluded. Membership and chairmanship of Audit Committee and Stakeholders' Relationship Committee of only public companies have been included in the aforesaid table.*

**By Order of the Board of Directors**  
**For Softrak Venture Investment Limited**  
Sd/-  
**Mr. Raghvendra Kulkarni**  
**Managing Director**  
**DIN: 06970323**

**Place: Ahmedabad**  
**Date: 05/09/2024**

**Registered Office:**  
201, Moon Light Shopping Centre,  
Nr. Maruti Towers, Drive in Road,  
Memnagar, Ahmedabad, Gujarat, India, 380052  
**CIN:** L99999GJ1993PLC020939  
**Email:** [softrakventure@gmail.com](mailto:softrakventure@gmail.com)  
**Website:** [www.softrakventure.in](http://www.softrakventure.in)





# **SOFTRAK VENTURE INVESTMENT LIMITED**



**Reg. Office:** 201, Moon light Shopping Centre, Near Maruti Towers,  
Drive in Road, Memnagar, Ahmedabad – 380052 Gujarat  
Email Id: softrakventure@gmail.com CIN: L99999GJ1993PLC020939, Phone No.: 9879989680

## **Form No. MGT-11**

### **Proxy form**

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

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

I/We, being the member (s) of ..... shares of the above-named company, hereby appoint:

1. Name: ..... Address:  
..... E-mail Id:  
.....  
Signature: ..... Or failing him,

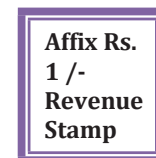
2. Name: .....  
Address: ..... E-mail  
Id: ..... Signature:  
.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 31<sup>st</sup> Annual General Meeting of the members of the Company, to be held on the Monday, 30<sup>th</sup> September, 2024 at 10:00 A.M. at 201, Moon Light Shopping Centre, Nr. Maruti Towers, Drive in Road, Memnagar, Ahmedabad- 380052 and at any adjournment thereof in respect of such resolutions as are indicated below:

<b>Res. No.</b>	<b>Description</b>
1	Consideration and Adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2024 and the Reports of the Board of Directors and Auditors thereon.
2.	Declaration of dividend for the financial year ended on 31 <sup>st</sup> March, 2024.
3.	Re-appointment of Mr. Raghvendra Kulkarni (DIN: 06970323) as a Director (Executive), who retires by rotation and being eligible, offers himself for re-appointment
4.	Appointment the Statutory Auditors of the Company, and to fix their remuneration.
5.	Reappointment of Ms. Bhoomi Patel (DIN: 08316893) for her second term of 5 consecutive years w.e.f 08.02.2024
6.	Reappointment of Mr. Sunny Dilipbhai Darji (DIN: 08481281) for his second term of 5 consecutive years w.e.f. 13.06.2024

Signed this..... day of..... 2024 Signature of  
Shareholder

Signature of Proxy holder(s)



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

# **SOFTRAK VENTURE INVESTMENT LIMITED**



**Reg. Office:** 201, Moon light Shopping Centre, Near Maruti Towers,  
rive in Road, Memnagar, Ahmedabad - 380052 Gujarat

Email Id: softrakventure@gmail.com CIN: L99999GJ1993PLC020939, Phone No.: 9879989680

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## **ATTENDANCE SLIP**

**31<sup>st</sup> ANNUAL GENERAL MEETING - 30<sup>TH</sup> SEPTEMBER, 2024 AT 10:00 A.M.**

<b>DP Id.</b>		<b>Client Id. / Ben. A/c.</b>	
<b>Folio No.</b>		<b>No. of Shares</b>	

I certify that I am a registered shareholder/Proxy for the registered shareholder of the Company.

I/We hereby record my/our presence at the 31<sup>st</sup> Annual General Meeting of the Company being held on Monday, 30<sup>th</sup> September, 2024 at 10:00 a.m. at 201, Moon Light Shopping Centre, Nr. Maruti Towers, Drive in Road, Memnagar, Ahmedabad- 380052.

Full Name of the Shareholder / Proxy (In Block Letter)

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Signature

If Undelivered please return to:

**SOFTRAK VENTURE INVESTMENT LIMITED**

Reg. Office: 201, Moon light Shopping Centre, Near Maruti Towers,  
Drive in Road, Memnagar, Ahmedabad – 380052 Gujarat

Email Id: [sofrakventure@gmail.com](mailto:sofrakventure@gmail.com)

Website: [www.softrakventure.in](http://www.softrakventure.in)

Phone No.: 9879989680

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