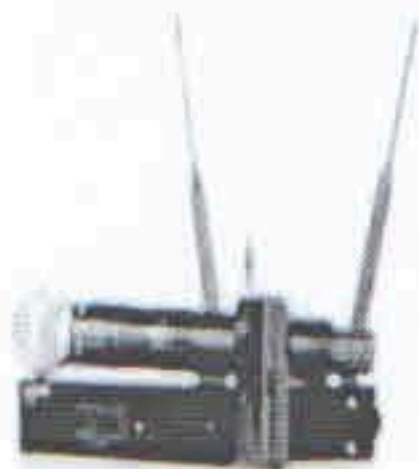




IND-AGIV

Multiple Advance Audio Visual Solutions

IND AGIV COMMERCE LIMITED



34TH ANNUAL REPORT 2019-2020



Web - www.agivavit.com | Mail - info@agivavit.com | Phone - 022 25003492 / 93

30⁺
Years



Corporate Information

Company Name: IND-AGIV COMMERCE LIMITED, CIN: L32100MH1986PLC039004

Regd. Office: 09 To 12, B - Wing, Kanara Business Centre, Laxmi Nagar,
Off. Andheri-Ghatkopar Link Road, Ghatkopar (East),
Mumbai - 400075

Board of Directors: Mr. Vashdev B. Rupani - Chairman
Mr. Lalit Lajpat Chouhan - (MD & CFO)
Mr. Kishin D. Mulchandani
Ms. Sushila B. Rupani
Mr. Ranjan Chona
Mr. Champak S. Shah
Mr. Hitesh V. Kaswa
Mr. Nandkishore Sharma

Board Committees:

Composition of Board Committee:

Audit Committee	Stakeholders Committee	Relationship	Nomination & Remuneration Committee
Kishin Mulchandani Independent Director (Chairman of the Committee)	Kishin Mulchandani Independent Director (Chairman of the Committee)		Kishin Mulchandani Independent Director (Chairman of the Committee)
Champak Shah Independent Director	Champak Shah Independent Director		Champak Shah Independent Director
Ranjan Chona Executive Director	Ms. Sushila B. Rupani Non-Executive Director		Ranjan Chona Director
Hitesh Kaswa Independent Director	Hitesh Kaswa Independent Director		Hitesh Kaswa Independent Director

Statutory Auditors: M/s. Shah & Bhosale (Chartered Accountants)

Secretarial Auditor: S. S. Rauthan & Associates - Practicing Company Secretary

Registrar & Share Transfer Agents: Universal Capital Securities Pvt. Ltd.
C-101, 247 Park, 1st Floor, LBS Road, Gandhi Nagar, Vikhroli
(West), Mumbai - 400083 Tel: 022- 4918 6178/79.

Bankers:

Axis Bank - Canara Bank - HDFC Bank

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CHAIRMAN'S SPEECH

Dear Shareholders'

I address you all with a sense of great pride and satisfaction. Our company has not only performed well this year, but has also made a name for itself in providing tailor made solutions for customers in fields like Government and Semi-Government Institutions, Banking, Educational Institutions, Real Estate, Corporate Offices and Retail Malls. The project sizes have become larger and the same is reflected in a top line growth in our financials. Creating a good name and establishing a brand takes a long time in the AV sector.

Our values have guided us at every step and today we can say that our company has been blessed with a reputation of "trust and integrity". While it has taken us five long years to reach this stage, we must acknowledge the hard work of our team which has helped us in reaching such a milestone.

Our Company has achieved another important goal in the Financial Year 2019-20. We have become an ISO:9000 Compliant Company. Furthermore, this year, we have shown a growth of more than 50% with an increased base of customers. We are currently in the process of discussing distribution business with well-known OEM's. Going forward, this will help us in improving our bottom line in the years ahead. Our present bottom line is under pressure because of a weak Indian Rupee against the US\$, as well as an additional cost of Talent management. The investment being made in our present team is sure to benefit us in the future.

The coming year looks equally exciting, as there is a good funnel of prospective projects for the company. While there are numerous challenges like negotiating with OEM's, delay in projects by executing agencies, fulfilling ever-changing wishes of the end users, and, most importantly, competition from our peers in the industry, I wish to state that we are dealing with each one of them

diligently. Our team is capable of taking an entrepreneurial approach to ensure favorable outcomes in most cases.

Globally, Geopolitical events are threatening to drag down major economies, and this is likely to disrupt international trade and commerce. It is extremely important to stay close to your customers and fulfil their needs and requirements. With an effective OEM engagement plan and an equally robust Customer Centric Philosophy, Ind Agiv Commerce Ltd is committed to providing tailor made solutions to clients across the country. Proactively, the company is investing in personnel capable of efficiently handling Design, Execution and Supply Chain segments of our industry. Our Pan-India presence is of great help in achieving these goals. The AVSI Business Technology is changing at a very fast pace. There are short term life cycles which require a high level of innovative capabilities. We are continuing to invest in our Key Management Group to maintain a respectable level of performance and delivery.

The opportunities ahead are huge. While staying true to our mission and core values, and by continually investing in building newer capabilities, Our Company is well positioned to become the foremost partner of choice to all customers and OEM's. I wish to re-confirm that we are moving in the correct direction.

On behalf of the Board of Directors, I want to thank you all for the continuous trust, confidence and support that you have reposed in the company.

With Best Wishes

Sd/-

VB RUPANI
CHAIRMAN



Managing Director's Speech

Dear Stakeholders,

With immense pleasure I welcome you all at the 34th Annual General Meeting of your Company. Your presence here is a testimony of your interest & involvement with the Company & I sincerely thank each one of you for that.

Your Company had standout year, crossing major milestones in terms of Top line, ISO, Our Standalone Revenue in FY 2019-20 Rs.12.02 Cr.

The Growth was not only very strong, it was also very Broad based with our end to end solutions to various verticles like Manufacturing, Banking, Education, Retail and Real Estate etc.

AVSI is the Service Industry from prespective of Customer expectation, at the same time it is deriven by Global OEM's and that keep our margin under pressure, with adiquate investment in telent and resources.

Our peformance is deriven by two inter related factors: the rapid mainstreaming of tecnologies, our participation in our customers growth and trandformation initatives.

Our solution are providng Enterprises Agile Approach.

We are systematically investing in to talent and resources Bank for coming years in way of training, upgrade the knowledge Bank, which give us the ability to come up with innovative ideas and solutions for our customer.

Our Paint Business have organic growth matching to our Business Plans, we do have continual product performaces and review system to take maximum mileage of markets few new products are under market trial, and expecting good results.

The Working Capital Management and Risk Mangment is biggest challenge in every business, so wise at Ind-Agiv and we have created strong review systems.

Looking Ahead :

All Enterprises/ Institutions are increasingly embracing business and other activties models that are defined by somewhere near to AV solutions, structurally driving up technology of ICT increase the market opportunity for us.

We are participating very well in the expanding opportunity getting embedded deeper in our customer's need and become an Technology staple to it's business.

Hopefully we create more value for our stockholders in the longer term.

We are at the start of exciting journey ahead. I again thank you for your continued support.

Best Regards,

Sd/-

LALIT CHOUHAN

MANAGING DIRECTOR

Standalone Comparative Financial Performance of

IND-AGIV COMMERCE LIMITED for Previous Three Financial Years;

FINANCIAL PERFORMANCE (FOR CONTINUING OPERATIONS)	FY 2019-20	FY 2018-19	FY2017-18
Net Revenue	11,26,13,980	11,83,48,073	8,74,92,641
Other Income	76,21,593	53,89,644	58,49,848
EBDITA	2,26,53,939	1,41,20,289	7,90,01,789
PBIT	2,07,14,950	1,22,07,900	1,08,18,882
Depreciation, Amortization	19,38,989	19,12,389	17,92,907
Tax	10,27,427	9,80,847	16,93,743
PBT	30,53,044	23,14,233	34,42,418
PAT	20,25,617	13,33,386	17,48,675
PER SHARE DATA (FOR CONTINUING OPERATIONS)			
EPS-(Basic)(Rs.)	2.03	1.33	1.75
EPS-(Diluted)(Rs.)	2.03	1.33	1.75
Book Value (Rs.)			
Dividend per share (Rs.)	0.00	0.50	0.50
FINANCIAL POSITION			
Share Capital	1,00,00,000	1,00,00,000	1,00,00,000
Reserves & Surplus	3,69,13,214	3,66,70,287	1,44,65,094
Net Worth	4,69,13,214	4,66,70,827	3,14,65,095
Total debt	6,76,57,830	3,14,80,880	7,09,71,693
Capital Employed	11,77,35,147	8,09,01,886	10,24,36,788
Net Block	6,86,20,912	7,04,05,308	4,34,14,743
Current Assets	18,10,69,387	10,87,95,180	8,12,45,110
Current Liabilities	13,19,55,152	9,82,98,602	63,49,793
CONTRIBUTION TO EXCHEQUER			
Corporate Tax /Income tax	1,02,7427	9,80,847	16,93,743
Total Contribution	1,02,7427	9,80,847	16,93,743
RATIO ANALYSIS			
Total Debt / Equity Ratio	2.29	2.48	2.26
Current Ratio	1.37	1.11	1.29
PAT/Net Worth (%)	4.32	2.86	2.84
Net Sales/ Capital Employed	95.65	146.29	85.41
EBDITA/ Net Sales (%)	21.84	13.55	13.50
PBT/ Net Sales (%)	2.71	1.96	2.96
PAT/ Net Sales (%)	1.80	1.13	1.02

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NOTICE OF 34th ANNUAL GENERAL MEETING

NOTICE is hereby given that the **34th Annual General Meeting** of IND AGIV Commerce Limited will be held on Wednesday 16th December, 2020 at 11:00 a.m. **through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM')** to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a) The Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and the Auditors thereon, and
 - b) The Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2020 and the Report of the Auditors thereon.
2. To appoint a Director in place of Mr. Vashdev B. Rupani (DIN: 01402074), who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint a Director in place of Ms. Sushila B. Rupani (DIN: 02662096), who retires by rotation and being eligible, offers herself for reappointment.
4. To consider and if thought fit, to pass with or without modifications, 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), amendments or re-enactment(s) thereof, for the time being in force), and pursuant to the recommendation of the Audit Committee and Board of Directors of the Company proposed to appoint, **M/s. S. DEDHIA & Co.,** Chartered Accountants, **(Firm Registration No. 117695W)** as Statutory Auditors of the Company to hold office from the conclusion of 34th Annual General Meeting until the conclusion of the 39th Annual General Meeting to be held in the year 2025.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to fix the remuneration payable and the reimbursement of out-of-pocket expenses, if any, to the said Statutory Auditors."

SPECIAL BUSINESS

5. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to Section 180(1)(c) of the Companies Act, 2013 and all other applicable provisions of other applicable laws, if any, read with the Companies (Meetings of Board and its Powers) Rules 2014, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and the Articles of Association of the Company, consent of the Members be and is hereby accorded to the Board of Directors of the Company (herein after referred to as "the Board" which term shall be deemed to include any Committee of the Board), to borrow any sum or sums of money from time to time at its discretion, for the purpose of the business of the Company, from any one or more Banks, Financial Institutions and other Persons, Director (s) or relative (s) of Director (s), Firms, Bodies Corporate, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) may, at any time, exceed the aggregate of the paid-up share capital of the Company and its free reserves (that is to say reserves not set apart for any specific purpose), subject to such aggregate borrowings not exceeding the amount which is Rs.50.00 Crores (Rupees Fifty Crores only) over and above the aggregate of the paid-up share capital & free reserve of the Company and its free reserves (that is to say reserves not set apart for any specific purpose) and that the Board be and is hereby empowered and authorized to arrange or fix the terms and conditions of all such monies borrowed and to be borrowed from time to time as to interest, repayment, security or otherwise as it may be, in its absolute discretion, think fit.

RESOLVED FURTHER THAT the authority of the Board to determine the terms and conditions of any borrowings as provided for in the preceding resolution may be delegated by the Board to such other persons as the Board may deem fit, subject to certain restrictions, as the Board may deem fit.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and to sign all such documents and writings

as may be necessary, expedient and incidental thereto to give effect to this resolution and for matter(s) connected therewith or incidental thereto."

6. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**;

"RESOLVED THAT, in suppression of Special Resolution passed by members of the Company at the 33rd Annual General Meeting held on 28th Aug, 2019 and the provisions of Section 180(1)(a) of the Companies Act, 2013 along with the Statutory amendments thereof, consent of the Company be and is hereby accorded to the Board of Directors of the Company, to sale, create charges, mortgages and / or hypothecations in addition to the existing charges, mortgages and hypothecations created by the Company, in such form and manner and with such ranking, whether exclusive, pari-passu, subservient or otherwise and at such time and on such terms as the Board may determine, on all or any of the moveable and / or immovable properties of the Company, both present and future and / or on the whole or any part of the undertaking(s) of the Company, in favor of the banks, non-banking financial companies, financial institutions and other lender(s), Agent(s) and Trustee(s), for securing the borrowings of the Company availed / to be availed by way of loans(s) (in Foreign currency and / or rupees) and / or debentures (convertible / nonconvertible/ secured / unsecured) and / or securities debt instruments issued / to be issued by the Company (hereinafter termed 'loans'), from

time to time, provided that the total amount of loans shall not at any time exceed Rs.50 Crores (Rupees Fifty Crores Only) in excess of the aggregate of the paid-up capital of the Company and its free reserves (apart from temporary loans obtained / to be obtained from the Company's bankers in the ordinary course of business) in respect of such borrowings and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to, between the Board of Directors and the lender(s), Agent(s) and Trustee(s) of the Company".

"FURTHER RESOLVED THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary and with power to settle questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further approval of the Members of the Company."

**By order of the Board of Directors
IND-AGIV COMMERCE LIMITED**

(Lalit Lajpat Chouhan)
Director

Date: 20th Nov, 2020
Place: Mumbai
CIN-L32100MH1986PLC039004
E-Mail Id- investor@agivavit.com

Notes:

CDSL E-Voting System – For Remote E-voting and E-voting during AGM

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the Companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration)

Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with **Central Depository Services (India) Limited (CDSL)** for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.

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The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, 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.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.agivavit.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The voting period begins on 13th Dec. 2020, Sunday (9.00 a.m.) and ends on 15th Dec. 2020, Tuesday (5.00 p.m.). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date on Wednesday, December 09, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on "Shareholders" module.
- (v) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
 Alternatively, if you are registered for CDSL's **EASI/EASIEST** e-services, you can log-in at <https://www.cdslindia.com> from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's **EASI/EASIEST** e-services, click on **e-Voting** option and proceed directly to cast your vote electronically.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in de-mat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any Company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

	For Shareholders holding shares in De-mat Form and Physical Form
PAN	Enter your 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both de-mat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your de-mat account or in the company records in order to login. • If both the details are not recorded with the depository or company,

	please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).
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- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x)
- (xi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in de-mat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the de-mat holders for voting for resolutions of any other company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xiii) • Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xiv) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xvi) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xviii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xix) If a de-mat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xx) Shareholders can also cast their vote using CDSL's mobile app "**m-Voting**". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id. i.e.** investor@agivavit.com / deva@unisec.in.
2. For De-mat shareholders -, please provide De-mat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), 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 **Company/RTA email id.**

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders / members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

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Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

3. 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.
4. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **7 days prior to meeting** mentioning their name, de-mat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, de-mat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
5. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
 2. Only those shareholders, who are present in the AGM 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 available during the AGM.
 3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
 4. Shareholders who have voted through Remote e-Voting will be eligible to attend the EAGM. However, they will not be eligible to vote at the AGM.
- (xxi) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are

required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz.; investor@agivavit.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022- 23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.