



**SVC  
INDUSTRIES  
LIMITED**

**ANNUAL REPORT  
2022-2023**

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## SVC INDUSTRIES LIMITED

### Corporate Information

#### BOARD OF DIRECTORS :

**Mr. Suresh V. Chaturvedi** - Promoter Director  
(DIN: 00577689)

**Mr. Subhash Chandra Rastogi** – Independent Director  
(DIN: 03612907)

**Ms. Sonal Waghela** – Independent Director  
(DIN: 09495499)

**Mr. Advait Chaturvedi** – Director  
(DIN: 05003448)

**Mr. Ambuj Chaturvedi** – Director  
(DIN: 05003458)

#### BOARD COMMITTEES :

##### AUDIT COMMITTEE:

Mr. Subhash Chandra Rastogi - Chairman  
Ms. Sonal Waghela, Member  
Mr. Suresh V. Chaturvedi - Member

##### NOMINATION AND REMUNERATION COMMITTEE:

Mr. Subhash Chandra Rastogi - Chairman  
Ms. Sonal Waghela, Member  
Mr. Suresh V. Chaturvedi - Member

##### STAKEHOLDERS RELATIONSHIP COMMITTEE:

Mr. Suresh V. Chaturvedi - Chairman  
Mr. Subhash Chandra Rastogi - Member  
Mr. Advait Chaturvedi, Member

##### CHIEF FINANCIAL OFFICER:

Mr. Manoj Patel (Upto July 28, 2023)  
Mr. Kapil Chaturvedi (w.e.f. July 28, 2023)

##### COMPANY SECRETARY:

Ms. Gayatri Chauhan (Upto August 13, 2022)  
Ms. Vrushali Darji  
(w.e.f. May 26, 2023)

#### STATUTORY AUDITORS :

**M/s. B. M. Chaturvedi & Co.**  
Chartered Accountants  
32, Jolly Maker Chambers -II,  
Nariman Point, Mumbai – 400 058.

#### REGISTERED OFFICE:

301, 3rd Floor, Shubham Centre-1, 3rd Floor,  
491, Cardinal Gracious Road,  
Andheri (East), Mumbai - 400 099.

#### SITE :

Chhata Barsana Road, Chhata,  
Dist. - Mathura,  
Uttar Pradesh - 281 401.

#### REGISTRAR AND TRANSFER AGENT :

**Link Intime India Private Limited**

C 101, 247 Park, LBS Marg,  
Vikhroli (West), Mumbai – 400 083.

Phone: (022) 28515606, 28515644

Email: [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)

Website: [www.linkintime.co.in](http://www.linkintime.co.in)

#### LISTING OF EQUITY SHARES :

**BSE Limited,**  
Phiroze Jeejeebhoy Tower,  
Mumbai - 400 021.

**BSE STOCK CODE** - 524488

#### INVESTOR EMAIL ID :

[svcindustriesltd@gmail.com](mailto:svcindustriesltd@gmail.com)

#### CORPORATE IDENTITY NUMBER :

L15100MH1989PLC053232

#### SECRETARIAL AUDITOR

Ranjeet Kumar Sharma & Associates

#### WEBSITE :

[www.svcindustriesltd.com](http://www.svcindustriesltd.com)

The Annual Report can be accessed at  
website i.e. [www.svcindustriesltd.com](http://www.svcindustriesltd.com)

## NOTICE

**NOTICE** is hereby given that the 32<sup>nd</sup> Annual General Meeting of the Members of **SVC Industries Limited** will be held on Wednesday, September 27, 2023 at 11:30 a.m. through Video Conference (VC) and Other Audio Visual Means (OAVM) at the Registered office of the Company at 301, Shubham Centre-1, 491, Cardinal Gracias Road, Andheri (East), Mumbai – 400 099 shall be deemed as the venue for the meeting and the proceedings of the AGM shall be deemed to be made there at to transact the following business: -

### ORDINARY BUSINESS: -

1. To consider and adopt (a) the audited financial statement of the Company for the financial year ended 31st March, 2023 and the reports of the Board of Directors' and Statutory Auditors' thereon;
2. To appoint a director in place of Mr. Advait Chaturvedi (DIN: 05003448), who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS: -

3. Appointment of Mr. Kapil Chaturvedi as Manager of the Company.

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution.

**"RESOLVED** THAT pursuant to provisions of Section 196, 197, 198 Section 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V of the Act and the rules made thereunder, including any statutory modification thereof, including any statutory modification thereof, or any other law and as per regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 subject to such other consent(s), approval(s) and permission(s) as may be necessary in this regard, the Company hereby accords its approval for appointment of Mr. Kapil Chaturvedi as a Manager for a period of 5 years with effect from 28<sup>th</sup> July, 2023 within the meaning of section 2 (53) of the Companies Act, 2013 on the same terms and conditions as set out in explanatory statement attached hereto.

**RESOLVED FURTHER THAT** the Board of Director of the Company be and are authorized to make to take all necessary action to give effect to the aforesaid resolution and to file necessary returns with the Registrar of Companies and if necessary, make application to the Central Government for approval of appointment of Manager.

By Order of the Board of Directors  
For **SVC Industries Limited**

**Suresh V. Chaturvedi**  
(DIN: 00577689)  
Director

Place: Mumbai  
Date: 28<sup>th</sup> July, 2023

## NOTES:

1. Pursuant to General Circulars No.14/2020 dated April 8, 2020, No.17/2020 dated April 13, 2020, No.20/2020 dated May 5, 2020, No.02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021, No. 2/2022 dated May 5, 2022 and No.10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars'), the Company is convening the 32<sup>nd</sup> Annual General Meeting (AGM) through Video Conferencing (VC)/Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue.

Further, Securities and Exchange Board of India (SEBI), vide its Circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023 (SEBI Circulars) and other applicable circulars issued in this regard, have provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations). In compliance with the applicable provisions of the Companies Act, 2013 (the Act), the Listing Regulations and MCA Circulars, the 32<sup>nd</sup> AGM of the Company is being held through VC/OAVM on 27<sup>th</sup> September, 2023 at 11:30 a.m. (IST). The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company at 301, Shubham Centre-1, 491, Cardinal Gracias Road, Andheri (East), Mumbai – 400 099, which shall be the deemed venue of the AGM.

2. An Explanatory Statement, pursuant to Section 102(1) of the Act, relating to special business set out under Item Nos. 3, of the accompanying Notice are annexed hereto. A statement providing additional details of the Director along with brief profile who are seeking appointment/ re-appointment as set out at Item No. 2 of the Notice is annexed herewith as per Regulation 36 of the Listing Regulations, as amended and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India ('ICSI').
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the Quorum under Section 103 of the Companies Act, 2013.
5. The register of members and share transfer books will remain closed from September 21, 2023 to September 27, 2023 (both days inclusive) for the purpose of ascertaining the Shareholders attending the AGM.
6. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cutoff date of September 20, 2023.
7. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account (s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and

holdings should be verified from time to time.

8. As per the provision of Section 72 of the Act, facility for making nomination(s) is available to Individuals holding shares in the Company. Members holding shares in physical form may obtain the Nomination Form from the RTA. Members holding shares in demat mode should file their nomination with their Depository Participants ('DPs') for availing this facility.
9. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
10. In case of joint holders, the Members whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
11. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held in electronic form and to Company's RTA - M/s Link Intime India Private Limited, Share Transfer Agent Limited having address at C-101, 247, Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083, in case the shares are held in physical form.
12. The Company or RTA cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the DPs of the Members. Further, instructions, if any, already given by them in respect of shares held in physical form will not be automatically applicable to shares held in electronic mode.
13. Pursuant to SEBI Circular no. SEBI/HO/MIRSD/MIRSDPoD-1/P/ CIR/2023/37 dated March 16, 2023, issued in supersession of earlier circulars issued by SEBI bearing nos. SEBI/HO/ MIRSD/MIRSD RTAMB /P/CIR/2021/655 and SEBI/HO/MIRSD/ MIRSD RTAMB/ P/CIR/2021/687 dated November 3, 2021 and December 14, 2021, respectively, SEBI has mandated all listed companies to record PAN, Nomination, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers of holders of physical securities. The folios wherein any one of the cited documents/details is not available on or after October 1, 2023, shall be frozen by the RTA. The securities in the frozen folios shall be eligible to lodge any grievance or avail of any service, only after furnishing the complete documents / details as mentioned above. In view of the above, we urge Members holding shares in physical form to submit the required documents at the earliest. The Company is in the process of dispatching a letter to the Members holding shares in physical form in relation to the above referred SEBI Circular. Members who hold shares in dematerialised form and wish to update their PAN, KYC, Bank details and Nomination, are requested to contact their respective DPs. Further, Shareholders holding shares in physical form are requested to ensure that their PAN is linked to Aadhaar to avoid freezing of folios. Such frozen folios shall be referred by RTA/Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002, after

December 31, 2025.

#### 1. PROCEDURE FOR INSPECTION OF DOCUMENTS:

- a) The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested maintained under Section 189 of the Act and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.
- b) All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to [svcindustriesltd@gmail.com](mailto:svcindustriesltd@gmail.com).
- c) Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before September 15, 2023 through email on [svcindustriesltd@gmail.com](mailto:svcindustriesltd@gmail.com). The same will be replied by the Company suitably.
2. In compliance with the aforesaid MCA Circulars and SEBI Circular, the Notice calling AGM along with Annual Report 2022-23 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 of the AGM and the Annual Report 2022-23 will also be available on the Company's website at [svcindustriesltd@gmail.com](http://svcindustriesltd@gmail.com) websites of the Stock Exchanges i.e. BSE Limited at [bseindia.com](http://bseindia.com)
3. Members are requested to send all communications relating to shares, change of address, bank details, email address etc. to the RTA at the following address:

Link Intime India Private Limited,

Share Transfer Agent Limited  
C-101, 247, Park, L.B.S. Marg,  
Vikhroli (West), Mumbai – 400 083

If the shares are held in electronic form, then change of address and change in the Bank Accounts etc., should be furnished to their respective DPs.

4. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
5. As per Section 20 of the Companies (Management and Administration) Rules, 2014 as amended, and Regulation 44 of the Listing Regulations and in terms of SEBI circular no. SEBI/HO/ CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting facility provided by listed entities, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. The Company has engaged the services of Link Intime India Private Limited for facilitating e-Voting to enable the Members to cast their votes electronically as well as for e-Voting during the AGM. Resolution(s) passed by Members through e-Voting is/are deemed to have been passed as if it/they have been passed at the AGM.

6. Members may also note that the Notice of the 32<sup>nd</sup> Annual General Meeting and the Annual Report for 2022-23 will also be available on the Company's website [www.svcindustriesltd.com](http://www.svcindustriesltd.com) for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Mumbai for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: [svcindustriesltd@gmail.com](mailto:svcindustriesltd@gmail.com).

**7. Remote E-voting Instruction for shareholder are as follows:**

The remote e-voting period begins on Sunday, September 24, 2023 at 09:00 A.M. and ends on Tuesday, September 26, 2023 at 05.00 P.M. The remote e-voting module shall be disabled for voting thereafter.

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

I. Individual Shareholders holding securities in demat mode with NSDL

(i) Existing IDeAS user can visit the e-Services website of NSDL viz.. <https://eservices.nsd.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 name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

(ii) If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>

(iii) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

II. Individual Shareholders holding securities in demat mode with CDSL:

(i) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The 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](http://www.cdslindia.com) and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.

(ii) 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 the company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. LINKINTIME for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 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.

(iii) If the user is not registered for Easi/Easiest, the 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.

(iv) Alternatively, the user can directly access the 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, the 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.

(v) Individual Shareholders (holding securities in demat mode) login through their depository participants. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on the company name or e-Voting service provider name i.e. LinkIntime and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

**9. Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:**

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

- (i) Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
- (ii) Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: -

**A. User ID:**

Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.



**B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

**C. DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

**D. Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

\*Shareholders holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above

\*Shareholders holding shares in NSDL form, shall provide 'D' above

Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).

Click "confirm" (Your password is now generated).

(iii) Click on 'Login' under '**SHARE HOLDER**' tab.

(iv) Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on '**Submit**'.

#### 10. Cast your vote electronically:

(i) After successful login, you will be able to see the notification for e-voting. Select '**View**' icon.

(ii) E-voting page will appear.

(iii) Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).

(iv) After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on 'No' and accordingly modify your vote.

#### 11. Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

#### 12. Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 – 4918 6000.

(I) Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
<b>Individual Shareholders holding securities in demat mode with NSDL</b>	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
<b>Individual Shareholders holding securities in demat mode with CDSL</b>	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

#### (ii) Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

o Click on '**Login**' under '**SHARE HOLDER**' tab and further Click 'forgot password?'

o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on '**SUBMIT**'.

In case shareholders are having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

#### (iii) Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

➤ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

➤ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

➤ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

#### 13. Process and manner for attending the Annual General Meeting through InstaMeet:

- (i) Open the internet browser and launch the URL: <https://instameet.linkintime.co.in> & Click on "Login".
- (ii) Select the "Company" and 'Event Date' and register with your following details:-
  - A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No
    - Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
    - Shareholders/ members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID.
    - Shareholders/ members holding shares in physical form shall provide Folio Number registered with the Company
- (iii) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
- (iv) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
- (v) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
- (vi) Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. Mobile No.: Enter your mobile number.

D. Email ID: Enter your email id, as recorded with your DP / Company.

Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

#### 14. Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

- (i) Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on the specific email id created for the general meeting.
- (ii) Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
- (iii) Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
- (iv) Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
- (v) Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

#### 15. Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

- (i) On the Shareholders VC page, click on the link for e-Voting "Cast your vote"

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet 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 facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience. Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting. Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or contact on: - Tel: 022-49186175.

16. Ranjeet Kumar & Associates, a practising Company Secretary (Certificate of Practice 13241) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

17. The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

18. As per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the results of the e-voting are to be submitted to the Stock Exchange(s) within 48 hours of the conclusion of the AGM. The results declared along with Scrutinizer's Report shall be placed on the Company's website [www.svcindustriesltd.com](http://www.svcindustriesltd.com).



19. The results on resolutions so declared at or after the Annual General Meeting of the Company will be deemed to have been passed on the Annual General Meeting date subject to receipt of the requisite number of votes cast in favour of the Resolutions.

20. The Ministry of Corporate Affairs has taken a 'Green Initiative in Corporate Governance' by allowing companies to send documents to their shareholders in electronic mode. To support this green initiative and to receive communications from the Company in electronic mode, members who have not registered their E-mail addresses and are holding shares in physical form are requested to contact the RTA of the Company and register their Email-id. Members holding shares in demat form are requested to contact their DPs. Members may please note that notices, annual reports, etc. will be available on the Company's website at [www.svcindustriesltd.com](http://www.svcindustriesltd.com). Members will be entitled to receive the said documents in physical form free of cost at any time upon request.

By Order of the Board of Directors  
For SVC Industries Limited

Suresh V. Chaturvedi  
Director

(DIN: 00577689)  
Date: July 28, 2023

#### EXHIBIT TO NOTICE

**Details Of Directors Seeking Appointment/ Re-Appointment as Required Under Regulation 36(3) Of Sebi (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meeting:**

#### ANNEXURE I

Name of the Director	Mr. Advait Chaturvedi (DIN: 05003448)
Designation	Director
Date of Birth	10/07/1983
Age	40 years
Nationality	Indian
Qualification	Bachelor's degree from University of Durham, MBA degree from London Business School, UK.
Date of First Appointment on Board	12th February, 2021
Profile and expertise	Mr. Advait Chaturvedi is non-executive director of the Company. Mr. Advait Chaturvedi contributes towards various functions across the group from strategic growth plans to day-to-day management matters. He brings a wealth of global knowledge and know-how to the Company. He also holds the title of IDP-C (Certification in Corporate Governance) from INSEAD (Singapore & France). He has completed his Project Management training (based on PMI, USA, framework) in 2011 from SPJIMR, Mumbai. He is a member of Entrepreneurs' Organisation – Mumbai Chapter. He was the founding member of IPMA's (Switzerland based Project Management Organization) Mumbai Chapter.
Number of Board Meetings attended during the financial year 2022-23	4 (Four)

Remuneration	Nil
Relationship with other Directors	Relative of Promoter Director
Memberships/ Chairmanships of committees (includes only Audit Committee and Shareholder's/ Investor Grievance Committee /Stakeholder's Relationship Committee) of other public companies as on March 31, 2023	Member of Stakeholder Relationship Committee of the Company. He is not a member/chairman in any other public companies.
Directorship held in other companies as on March 31, 2023	1.Nandvan Mega Food Private Limited 2.Overseas Infrastructure Alliance (India) Private Limited
Listed Entities from which he has resigned as Director in past 3 years	None
Shareholding (No. of equity shares)	85,95,800 Equity shares.

Name of the Director	Mr. Kapil Chaturvedi
Designation	Manager
Date of Birth	05/12/1965
Age	57 years
Nationality	Indian
Qualification	B.Com
Date of First Appointment on Board	28 <sup>th</sup> July, 2023
Profile and expertise	Kapil Chaturvedi has successfully handled diverse portfolios across Marketing, Human Resource, Banking, Finance and Information Technology in past and have experience of over 4 decades.
Terms and Conditions of appointment/re-appointment	As per the resolution at Item No. 3 of the Notice read with Explanatory Statement thereto.
Number of Board Meetings attended during the financial year 2022-23	N.A.
Remuneration	Nil
Relationship with other Directors	None
Memberships/ Chairmanships of committees (includes only Audit Committee and Shareholder's/ Investor Grievance Committee /Stakeholder's Relationship Committee) of other public companies as on March 31, 2023	None
Listed Entities from which he has resigned as Director in past 3 years	None
Directorship held in other companies as on March 31, 2023	1.Nandvan Flour Mill Private Limited 2.Southern Electric Metering Private Limited
Shareholding	0.0031%

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

### ITEM NO. 3

The Board of Directors at its meeting held on July 28, 2023, pursuant to Sections 2(51), 2(53), 196, 197, 198 and 203, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and subject to the approval of the shareholders at the ensuing Annual General Meeting, appointed Mr. Kapil Chaturvedi (DIN: 00492852) as a Manager of the Company, for a period of 5 (Five) years w.e.f. July 28, 2023, on such terms and conditions as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.

The material terms of his appointment and payment of remuneration to him by the Company with Mr. Kapil Chaturvedi are summarized below:

1. Mr. Kapil Chaturvedi will serve the Company as a Manager for a term of 5 years with effect from July 28, 2023.
2. Mr. Kapil Chaturvedi shall carry out such functions, exercise such powers and perform such duties as the Board shall, from time to time, in their absolute discretion determine and entrust to him.
3. Subject to the superintendence, direction and control of the Board, Mr. Kapil Chaturvedi as a Manager shall (i) have the general control of the business of the Company and be vested with the Management and day to day affairs of the Company (ii) have the authority to enter into contracts on behalf of the Company in the ordinary course of business and (iii) have the authority to do and perform all other acts, deeds, matters and things which in the ordinary course of such business be considered necessary or proper in the best interests of the Company.
4. Mr. Kapil Chaturvedi shall devote his whole time and attention to the business of the Company, exert his best endeavours to promote its interests and welfare and attend his place of employment at all proper times.
5. Mr. Kapil Chaturvedi shall undertake such travelling as may be necessary in the interest of the Company's business or as may from time to time be required or directed by the Board in connection with or in relation to the business of the Company.
6. Mr. Kapil Chaturvedi shall be entitled to reimbursement of all expenses including travelling, entertainment/business promotion and other out of pocket expenses incurred by him in connection with or in relation to the business of the Company.

In consideration of the performance of his duties, Mr. Kapil Chaturvedi shall be paid the following remuneration:

- (i) The appointment of Manager shall be without remuneration. Further, no sitting fee shall be payable to the Manager during his tenure for attending any meeting of the Board or committee thereof.
- (ii) Reimbursement of all actual expenses including travelling, entertainment / business promotion and other actual out of pocket expenses incurred by him in connection with or in relation to the business of the Company.

- (x) The rules and policies of the Company which are applicable to other senior executives of the Company shall also apply to Mr. Kapil Chaturvedi.
- (xi) Mr. Kapil Chaturvedi shall not, except in the proper course of his duties during the continuance of his employment with the Company or any time thereafter divulge or disclose to any persons whomsoever or make use whatsoever for his own purpose or for any purpose of any information or knowledge obtained by him during his employment as to the business and/or affairs of the Company and/or trade secrets or secret processes of the Company.
- (xii) The employment of Mr. Kapil Chaturvedi shall forthwith determine, if he becomes insolvent. He shall cease to be a Manager, if the Agreement is terminated and he ceases to be employed as a Manager.
- (xiii) If Mr. Kapil Chaturvedi shall be guilty of any misconduct or any breach of the Agreement which in the opinion of the Board may render his retirement from the office of a Manager desirable, the Company may by not less than 30 days' notice in writing to him determine the Agreement and he shall cease to be a Manager of the Company upon the expiration of such notice.
- (xiv) Either party shall be entitled to terminate the Agreement by giving not less than three (3) calendar months' prior notice in writing in that behalf to the other party.
- (xv) The Board will have the authority to vary/modify/amend any of the aforesaid terms and conditions provided such variation/ modification/ amendment is in conformity with the applicable provisions of the Act as amended from time to time and Listing Regulations.
- (xvi) The other information as required under Section II of Part II of Schedule V of the Act are given below:

### I. GENERAL INFORMATION

1	Nature of Industry	Setting up of Mega Food Park		
2	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A.		
3	Financial performance	Particulars	In Lakhs	
			2022-23	2021-22
		Total Revenue	19.40	44.42
		Profit After Tax	(248.68)	(266.42)
4	Foreign investments or Collaborators, if any	Nil		

### II. INFORMATION ABOUT MANAGAR

- a) Mr. Kapil Chaturvedi is a Graduate from Agra University in the year of 1987.
- b) Kapil Chaturvedi has successfully handled diverse portfolios across Marketing, Human Resource, Banking, Finance and Information Technology in past and have experience of over 4 decades.