

SAANVI ADVISORS LIMITED

REGD. OFFICE: 304, Shopper Plaza-V, Government Servants Co-op Housing Society Limited, Opp. Municipal Market, C.G.Road, Navrangpura, Ahmedabad-380009

CIN: L74140GJ1981PLC084205 **Tel:** 079-48904153 **Website:** www.saanviadvisors.in

E-Mail: saptharishifin@gmail.com

NOTICE

NOTICE is hereby given that **Forty Second (42nd) Annual General Meeting** of the Members of the Company will be held on **Saturday, 28th September, 2024** at 12:30 p.m. at the Registered office of the Company situated at 304, Shoppers Plaza-V, Government Servants Co-op Housing Society Limited, Opp. Municipal Market, C.G. Road, Navrangpura, Ahmedabad – 380009 to transact the following business: -

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements for the Financial Year ended on 31st March, 2024, together with the Reports of the Board of Directors and Auditors thereon.
2. To re-appoint Mr. Roopesh Ved (DIN:01504998), Director of the Company who retires by rotation and being eligible offers himself for re-appointment.
3. **Appointment of M/s. P V R N & Co, Chartered Accountants (FRN:004062N) as Statutory Auditors of the Company and fix their remuneration.**

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

“RESOLVED THAT pursuant to the provisions of Sections 139 and 142 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s.P V R N & Co, Chartered Accountants, (FRN:004062N) be and is hereby appointed as Statutory Auditors of the Company for the period of five years from the conclusion of this Annual General Meeting until the conclusion of the 47thAnnual General Meeting, i.e. Financial Year 2028-29 on such remuneration as may be fixed by the Board, apart from reimbursement of out of pocket expenses as may be incurred by them for the purpose of audit.”

SPECIAL BUSINESS:

4. **APPOINTMENT OF MS. KHYATI SHAH (DIN:09430457), AS AN INDEPENDENT DIRECTOR OF THE COMPANY.**

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and 161, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Rules made thereunder (including any amendments, statutory modification(s) or re-enactment(s) thereof for the time being in force), and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, approval of the members be and is hereby accorded for appointment of Ms. Khyati Shah (DIN: 09430457), as an Independent Director of the Company with effect from 13.08.2024, and who has submitted a declaration that she meets the criteria of Independence under Section 149(6) of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in respect of whom the Company has received notice in writing from members under Section 160 of the Act, proposing her candidature for the office of Independent Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years with effect from 13.08.2024 up to 12.08.2029.

RESOLVED FURTHER THAT any of the Board of Directors or Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, proper or desirable or expedient to give effect to the above resolution.”

**By Order of the Board of Directors of
SAANVI ADVISORS LIMITED**

Date : 13.08.2024

Place : Ahmedabad

Regd. Office:

304, Shoppers Plaza-V,

Government Servants Co-op Housing Society Limited,

Opp. Municipal Market, C. G. Road, Navrangpura, Ahmedabad – 380009

Tel: 079-48904153 **Website:** www.saanviadvisors.in **E-mail:** saptharishifin@gmail.com

**PRITY BOKARIA
COMPANY SECRETARY
(ACS:43805)**

NOTES:

1. A member entitled to attend and vote at the meeting is also entitled to appoint one or more proxies and that a proxy need not be a member of the Company. Proxies in order to be effective must be deposited not less than 48 hours before the commencement of the meeting. A person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in aggregate not more than 10 (ten) percent of the total share capital of the Company. However, a member holding more than 10% (ten percent) of the total share capital of the Company may appoint a single person as proxy and such person shall not act as proxy for any other member. Proxies submitted on behalf of the Companies, Societies, etc., must be supported by an appropriate resolution/authority as applicable.
2. A statement pursuant to the provisions of Section 102(1) of the Act, relating to the Special Business to be transacted at the AGM, is annexed hereto. Further, additional information as required under Listing Regulations and Circulars issued thereunder are also annexed.
3. The Register of Members and Share Transfer Books will remain close from **Saturday, 21st September, 2024 to Saturday, 28th September, 2024** (both days inclusive).
4. Members are requested to intimate about the change in address, if any.
5. The annual report, inter alia, containing the AGM Notice and other disclosures, will be uploaded on the Company's website at www.saanviadvisors.in under 'Investors' Section (available for free download and review from the website). The Notice of the AGM forms part of the Annual Report 2023-24 and is being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/DP in conformity with the MCA and SEBI circulars. Those members, who wish to receive a paper copy of the Annual Report, may write to us on our email: saptharishifin@gmail.com.
6. Pursuant to Section 72 of the Companies Act, 2013, in respect of the shares held by them. Members who have not yet registered their nominations are requested to register the same by submitting Form No. SH-13. If a member desires to cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form No. SH-14. Members who are either not desiring to register for Nomination or would want to optout, are requested to fill out and submit Form No. ISR-3. The said forms can be downloaded from the RTA's website at <https://liiplweb.linkintime.co.in/KYC-downloads.html>. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the RTA in case the shares are held in physical form, quoting their folio no.
7. Members may note that the copy of the Annual Report for the year 2023-2024 is also available on the website of the Company.
8. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Members have been provided with the facility to cast their vote electronically through the e-voting services provided by M/s. Link Intime India Pvt. Ltd. on all resolutions set forth in this Notice.
9. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by Companies and has issued circular stating that service of notice/documents including annual report can be sent by e-mail to its members. We fully support the Ministry's green initiative. Accordingly, the members are requested to inform their e-mail addresses to RTA - **M/s.Link Intime India Pvt. Ltd.** -5thfloor, 506 to 508 Amarnath Business Centre – I (ABC - I), Beside Gala Business Centre, Nr. St. Xavier's College Corner Off CG Road, Navarangpura, Ahmedabad, Gujarat – 380009 or at email on ahmedabad@linkintime.co.in.
10. The information pursuant to Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 with respect to the details of the Directors seeking appointment / re-appointment in this Annual General Meeting is annexed herewith as Annexure to the Notice.
11. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
12. Notice of the 42nd Annual General Meeting of the Company inter alia, indicating the process and manner of e-voting is being sent to all the members whose email ids are registered with the Company/Depository Participant(s) for communication purpose through electronic mode unless any member has requested for a physical copy of the same. For members who have not registered their mail address, physical copies of the Notice of the 42nd Annual General Meeting of the Company, inter alia, indicating the process and manner of e-voting is being sent through the permitted mode.

13. The Registers required to be maintained under the Companies Act, 2013 and all documents referred to in the Notice will be made available for inspection. Members who seek inspection may write to us at saptharishifin@gmail.com.
14. Route map and prominent landmark for easy location of venue of the AGM is attached with Annual Report.
15. Members holding shares in the physical form are advised to complete KYC in the prescribed form No. ISR-1 to communicate the particulars of their PAN, bank account, change of postal address, email id, mobile number and nomination to our RTA i.e., Link Intime India Private Limited, 5th Floor, 506-508, Amarnath Business Centre-1 (ABC-1), Beside Gala Business Centre, Nr. St. Xavier's College Corner, C.G. Road, Navrangpura, Ahmedabad – 380009 or the Secretarial Department of the Company otherwise folio shall be frozen by the RTA. The shareholders can access the prescribed form for KYC of their folio via the link <https://web.linkintime.co.in/kyc-downloads.html>.
16. M/s. Shah and Santoki Associates, Practicing Company Secretary, (Membership No.4189, CP 2539), Ahmedabad has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
17. The scrutinizer shall within a period of not exceeding Forty Eight Hours from the conclusion of the e voting period unblock the votes in the presence of at least two witnesses not in employment of the Company and make a scrutinizer's report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company or any person authorized by the Chairman.
18. The results of the e-voting along with the scrutinizer's report shall be placed on company's website at www.saanviadvisors.in within two days of passing of the resolution at the AGM of the Company. The results will also be communicated to the stock exchanges where the shares of the Company are listed.
19. The SEBI vide its Circulars issued during 2023, established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market. The regulatory norms regarding the same were consolidated vide SEBI Master Circular dated August 11, 2023. Pursuant to the same, investors shall first take up a grievance with the Company directly, escalate the same through the SCORES Portal and if still not satisfied with the outcome after exhausting all available options, investors can initiate dispute resolution through the ODR Portal at <https://smartodr.in/login>.
20. Corporate Members are encouraged to attend the AGM through their Authorized Representatives. They are requested to send by email, a certified copy of the Board Resolution/ Power of Attorney authorizing their representatives to attend and vote on their behalf in the Meeting at saptharishifin@gmail.com.

THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ELECTRONICALLY ARE AS UNDER:

In compliance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 ("Amended Rules 2015") and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Company is pleased to provide members facility to exercise their right to vote at the 42nd AGM by electronic means ("e-voting").

Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to all the individual Demat account holders, by way of single login credential, through their Demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process. Individual Demat account holders would be able to cast their vote without having to register again with the e-Voting service provider ('ESP') thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process.

Shareholders are advised to update their mobile number and e-mail ID in their Demat accounts to access e-Voting facility.

- (i) The voting period begins on **25th September, 2024 at 09:00 A.M.** and ends on **27th September, 2024 at 05:00 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 (record date) of **20th September, 2024**, may cast their vote electronically. The e-voting module shall be disabled by LIIPL for voting thereafter.

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(ii) Login method for Individual shareholders holding securities in Demat mode/ physical mode is given below:

| Type of shareholders | Login Method |
|-------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in demat mode with NSDL | <ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL viz... https://eservices.nsdl.com either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website 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 https://eservices.nsdl.com Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period. |
| Individual Shareholders holding securities in demat mode with CDSL | <ol style="list-style-type: none"> 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 and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 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. If the user is not registered for Easi/Easiest, the option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 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 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. |
| Individual Shareholders (holding securities in demat mode) & login | <ul style="list-style-type: none"> 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 |

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| <p>through their depository participants</p> | <p>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.</p> |
| <p>Individual Shareholders holding securities in Physical mode & evoting service Provider is LINKINTIME.</p> | <ol style="list-style-type: none"> 1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in <ul style="list-style-type: none"> - Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details: - <ol style="list-style-type: none"> A. User ID: Shareholders holding shares in Physical Form shall provide event number + 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) (Members 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. <ul style="list-style-type: none"> • Shareholders/ members 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). <p>Click on ‘Login’ under ‘SHARE HOLDER’ tab. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’.</p> <p>Cast your vote electronically:</p> <ol style="list-style-type: none"> 1. After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon. 2. E-voting page will appear. 3. 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). 4. 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. |

Institutional shareholders:

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.

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 or contact on: - Tel: 022 – 4918 6000.

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 |
|--------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000 |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33 |

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 is 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

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”.

**By Order of the Board of Directors of
SAANVI ADVISORS LIMITED**

Date : 13.08.2024
Place : Ahmedabad

PRITY BOKARIA
COMPANY SECRETARY
ACS: 43805

ANNEXURE TO THE NOTICE**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS****PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("the Act"):****Item No. 3: Appointment of M/s. P V R N & Co, Chartered Accountants (FRN: 004062N) as Statutory Auditors of the company and fix their remuneration.**

M/s. Sunil Poddar & Company (Firm Registration No. 110603W) were appointed as Statutory Auditors of the Company for a period of five years by the members of the Company at 32nd Annual General Meeting (AGM) to hold office from the conclusion of 32nd Annual General Meeting till the conclusion of 37th Annual General Meeting. Thereafter, at the 37th Annual General Meeting the members have reappointed them for another term of five years till the conclusion of 42nd Annual General Meeting.

Pursuant to section 139(2) of the Company Act, 2013, no audit firm can be appointed as statutory auditor for more than two terms of five consecutive years. Since M/S Sunil Poddar & Company were appointed for two terms and are not eligible for re-appointment. Hence the Board of Directors of the Company based on the recommendation of the Audit Committee, at its meeting held on 13th August, 2024, proposed the appointment of M/s. P V R N & Co, Chartered Accountants (FRN: 004062N) as Statutory Auditors of the Company for a term of five consecutive years, to hold office from the conclusion of this AGM till the conclusion of 47th AGM to be held in the year 2029.

M/s. P V R N & Co, have consented to the aforesaid appointment and confirmed that their appointment, if made, will be in accordance with the provisions of the Sections 139, 141 and other relevant provisions the Act and the Companies (Audit and Auditors) Rules, 2014.

Details as required under Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are as under:

- The fees proposed to be paid to M/s. P V R N & Co. towards statutory audit for financial year 2024-25 shall not exceed Rs.40,000/-, plus out of pocket expenses, with the authority to the Board to make revisions as it may deem fit for the balance term, based on the recommendation of the Audit Committee.
- The fee for services in the nature of statutory certifications and other permissible non-audit services will be in addition to the statutory audit fee as above, and will be decided by the management in consultation with the Statutory Auditors. The provision of such permissible non-audit services will be reviewed and approved by the Audit Committee.
- There is no material change in the proposed fee for the auditor from that of the outgoing auditor.
- The Audit Committee and the Board of Directors considered a number of factors, including the firm's and its partners' qualifications, track record, and eligibility requirements as outlined in the Act, when recommending that M/s. P V R N & Co. be appointed as the Company's Statutory Auditor.

Brief profile of M/s. P V R N & Co

P V R N & Co. was established in the year 1983. It is a leading Chartered Accountancy Firm rendering comprehensive professional services. Their team comprises of competent people with extensive knowledge and experience. They are committed to provide consistent customized and workable solutions to their clients with highest level of dedication and professionalism incorporating advanced technology.

The team of P V R N & Co consists of distinguished chartered accountants, corporate financial advisors and tax consultants. The firm represents a combination of specialized skills, which are geared to offers sound financial advice and personalized proactive services.

They provide all kind of Accounting Services, Financial Analysis Financial Statement Audit, Corporate Fraud Investigation services, Cyber Security Services, Intelligence Services, Consulting on financial fraud security, Review GAAP / AS/ IFRS Loan Financing, Corporate Governance, Income Tax, Service Tax, Consultancy in Labour Laws, Consultancy in Provident Fund Matters Value Added Tax, Excise Duty and Global Compliance Management.

Accordingly, the Board recommends the Ordinary Resolution as set out in Item No. 3 of this Notice for approval of the Shareholders.

None of the Director(s) and Key Managerial Personnel(s) or their relatives, are in any way, concerned or interested, financially or otherwise, in this resolution.

SAANVI ADVISORS LIMITED

Item No. 4: Appointment of Ms. Khyati Shah (DIN: 09430457), as an Independent Director of the Company.

Mr. Keyoor Bakshi (DIN: 00133588) an Independent Director of the Company was re-appointed on the Board of the Company for the second term of five years in the 37th Annual General Meeting held 28th September, 2019 till 42nd Annual General Meeting. His term is expiring in this 42nd AGM and pursuant to provision of section 149(11) of the Company Act, 2013, no Independent Director shall hold office for more than two consecutive terms. Hence Board at their meeting held on 13th August, 2024, based on the recommendation of Nomination and Remuneration Committee, appointed Ms. Khyati Shah (DIN: 09430457), as an Additional Director (in the capacity of Independent Director) of the Company with effect from 13th August, 2024, for a term of five consecutive years i.e. up to 12th August, 2029 under Sections 149, 150, 152, 160 and 161 of the Act and the Articles of Association of the Company.

Pursuant to the provisions of Section 161 (1) of the Companies Act, 2013 ("the Act"), Ms. Khyati Shah holds office as an Additional Director till the date of this 42nd Annual General Meeting (AGM).

Ms. Khyati Shah is not disqualified from being appointed as a Director in terms of Section 164 of the Act. The Company has received the consent and requisite declarations from Ms. Khyati Shah as per the provisions of the Act and SEBI Listing Regulations including the declaration that she meets the criteria of independence as provided under Section 149 (6) of the Company Act, 2013.

Furthermore, she has confirmed that she is not aware of any event or situation that could reasonably be expected to impede or impact her ability to perform her duties in accordance. Also, no order issued by the Securities and Exchange Board of India (SEBI) or any other authority prevents her from holding the position of Director.

In the opinion of the Board, Ms. Khyati Shah fulfils the conditions for her appointment as an Independent Director, as specified in the Companies Act, 2013 and SEBI Listing Regulations and is independent of the management.

The Company has received a notice in writing pursuant to Section 160 of the Act from a Member signifying intention to propose her candidature as an Independent Director of the Company.

Ms. Khyati Shah is a Company Secretary, a law graduate and a commerce graduate. She has experience of more than 5 years in the corporate world. She has developed her knowledge and abilities in the areas of corporate governance, legal compliance and strategic management.

Considering her expertise and knowledge, the Board considers that the appointment of Ms. Khyati Shah as an Independent Director of the Company will be in the interest of the Company.

Accordingly, the Board recommends the Special Resolution as set out in Item No. 4 of this Notice for approval of the Shareholders.

Except Ms. Khyati Shah, no other Director(s) and Key Managerial Personnel(s) or their relatives, are in any way, concerned or interested, financially or otherwise, in this resolution.

**By Order of the Board of Directors of
SAANVI ADVISORS LIMITED**

Date : 13.08.2024
Place : Ahmedabad

PRITY BOKARIA
COMPANY SECRETARY
ACS: 43805

ANNEXURE TO THE NOTICE**Annexure-I****Item No. 2 and 4:**

Information pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings (SS-2) issued by Institute of Company Secretaries of India, in respect of Directors seeking appointment / re-appointment / continuation of appointment at the Annual General Meeting.

| | | |
|----------------------------------------------------------------------------------|------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of the Director | Mr. Roopesh Ved | Ms. Khyati Shah |
| DIN | 01504998 | 09430457 |
| Father/Husband Name | Mr. MathurdasVed | Mr. Bhavya Shah |
| Date of Birth/Age | 21/07/1980 | 30/09/1990 |
| Date of Appointment | 14/07/2014 | 13/08/2024 |
| Qualification | B. Com | CS, LL.B., B. Com |
| Brief Profile and Nature of Expertise in specific functional areas | Having good experience in the field of Administration and Marketing. | Having experience of more than 5 years in the corporate world. She has developed her knowledge and abilities in the areas of corporate governance, legal compliance and strategy |
| Terms and conditions of appointment or re-appointment | The Director is liable to retire by rotation and offers himself for re-appointment | As per the resolution in Item no. 4 of this Notice, read with the explanatory statement thereto. |
| Remuneration last drawn | NIL | NIL |
| Remuneration sought to be paid | NIL | Entitled to sitting fees and remuneration for attending the meetings of the Board and / or Committee(s) where she is the Chairperson / Member, as the case may be, as approved by the Nomination and Remuneration Committee and the Board of Directors of the Company, from time to time, within the overall limits as per the Companies Act, 2013 and / or as approved by the shareholders, from time to time. |
| Name of the Companie(s) in which he/she is a director | 1. Mbiz Solutions Private Limited 2. Devki Nandan Advisory Private Limited | 1. Sakar Healthcare Limited 2. Vrundavan Plantation Limited 3. Bisil Plast Limited |
| Directorship held in other listed entities | None | 1. Sakar Healthcare Limited 2. Vrundavan Plantation Limited 3. Bisil Plast Limited |
| Name of the Company in which he/she is Member/ Chairman in the committees | None | 1. Vrundavan Plantation Limited- Chairperson of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee 2. Bisil Plast Limited- Member of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee |
| Listed entities from which resigned in the past 3 years | None | None |

SAANVI ADVISORS LIMITED

| | | |
|--------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Disclosure of Relationship with other Directors, Manager and Key Managerial Personnel of the Company. | Cousin Brother of Mr. Tejas Ved | None |
| Skills and capabilities | <ul style="list-style-type: none"> • Possesses extensive experience in both Administration and Marketing • Strong organizational skills and abilities in managing day-to-day operations, streamlining processes, and overseeing project management. | <ul style="list-style-type: none"> • Understanding of corporate governance principles and board responsibilities. • Possesses experience in dealing with corporate governance, legal and secretarial compliances. • Understanding of financial statements, budgeting and financial analysis. • Ability to assess the company's financial health and understand key performance indicators. |
| Shareholding in the Company as on 31st March, 2024 | NIL | NIL |
| Shareholding as a Beneficial owner | NIL | NIL |
| No. of the Board Meeting attended during the year | 5 | Not Applicable |