



Date: 12.09.2024

To, The Listing Department, BSE Limited Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400001 Security Code: 539207 ISIN: INE122R01018	To, The Listing Department National Stock Exchange of India Limited 5 th floor, Exchange Plaza, Bandra-Kurla Complex Bandra (East), Mumbai - 400051 Security ID: MANPASAND ISIN: INE122R01018
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Sub: Intimation pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Notice of Extra-Ordinary General Meeting of Company & e-voting

Respected Sir/Madam,

Pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose Notice of the 1st Extra Ordinary General Meeting of the Company for the Financial Year 2024-25 along with explanatory statement scheduled to be held on Friday, 04th October, 2024 at 01.00 P.M. (IST) through Video Conferencing / Other Audio Visual Means, without physical presence of the members at a common venue in accordance with the applicable provisions of the Companies Act, 2013 and rules framed thereunder read with General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April 2020, followed by General Circular No. 20/2020 dated 5th May, 2020 and subsequent circulars issued in this regard, the latest being 09/2023 dated 25th September, 2023 issued by the Ministry of Corporate Affairs('MCA Circulars') in this regard and Securities and Exchange Board of India vide its Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and subsequent circulars issued in this regard, the latest being Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 ('SEBI Circulars'). The deemed venue for the EGM shall be the Registered Office of the Company.

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of SEBI Listing Regulations, the Company is pleased to provide members the facility to exercise their right to vote at the ensuing EGM by electronic means and the business may be transacted through e-voting services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the EGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL). The facility for voting through remote e-voting shall also be made available at the EGM.

The Notice is also available on the website of the Company (manpasandbeverages.com) and National Securities Depository Limited (NSDL), www.evoting.nsdl.com, inter-alia, indicating the process and manner of evoting process.



The e-voting period begins on Tuesday, 01st October, 2024 at 9.00 a.m. (IST) and ends on Thursday, 03rd October 2024 at 5.00 p.m. During this period shareholders of the Company may cast their vote electronically. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of September 27, 2024. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as on the cut-off date may obtain the login ID and password by sending a request at evoting@nsdl.com.

Kindly take the same on your record and oblige.

Yours Sincerely,

For Manpasand Beverages Limited

ABHISHEK
DHIRENDRA SINGH

Digitally signed by ABHISHEK
DHIRENDRA SINGH
Date: 2024.09.12 21:08:45
+05'30'

ABHISHEK DHIRENDRA SINGH
Whole Time Director
DIN: 01326637

NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that the 1st Extra-ordinary General Meeting (“EGM”) for the Financial Year 2024-25 of the Shareholders of Manpasand Beverages Limited (‘the Company’) is scheduled to be held on Friday, the 04th October, 2024 at 1:00 p.m. (IST) through Video Conferencing / Audio Visual means (Zoom App) which will be deemed to be held at the Registered Office of the Company situated at 1778 and 1774 Patki -1, Village Majusar, Tal. Savli, Vadodara, Gujarat 391775, to transact the following business:

Special Business:

1. Appointment of Mr. Shobhit Kulshrestha (DIN:- 08486861) as Independent Director of the Company:

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

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152, 160, Schedule IV of the Companies Act, 2013 (“the Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and any other applicable provisions of Companies Act, 2013 and rules made there under and pursuant to the Regulation 17 and 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulation”), (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the provisions of the Article of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee, **Mr. Shobhit Kulshrestha (DIN: 08486861)**, who was appointed as Additional Director under category of Non-Executive Independent Director by the Board of directors with effect from 6th July, 2024 pursuant to Section 161(1) of the Act and Articles of Association of the Company and who has submitted a declaration that he meets the criteria of independence under the Act and SEBI Listing Regulation being eligible and in respect of whom the Company has received a notice in writing proposing his candidature for the office of an Independent Director be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold the office for the first term of five consecutive years with effect from the date of the general meeting.

RESOLVED FURTHER THAT any of the director or KMP of the company be and is hereby authorized to sign requisite e-forms to be filed with Ministry of Corporate Affairs and to do all such act, deeds and things as may be necessary to give effect aforesaid resolution.

RESOLVED FURTHER THAT any practicing professional be and is hereby authorized to certify requisite e-forms to be filed with Ministry of Corporate Affairs.”



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By Order of the Board
For Manpasand Beverages Limited

ABHISHEK
DHIRENDRA
SINGH

Digitally signed by
ABHISHEK DHIRENDRA
SINGH
Date: 2024.09.12
16:18:20 +05'30'

ABHISHEK DHIRENDRA SINGH

Director

DIN: 01326637

Date: September 12, 2024

Place: Vadodara

Registered Office: 1768 & 1774 Patki - 1, Village Manjusar Tal. Savli, Vadodara, Gujarat - 391 775.

CIN: L15549GJ2010PLC063283

Regd. Office : 1768-1774/1, GIDC Estate, Savli Road, Vadodara - 391775. (Gujarat) Ph. No.: 91-2667-290290-291

CIN : L15549GJ2010PLC063283 | **E-mail:** mblconnect@manpasand.info | www.manpasandbeverages.com |

Other Plants : Vadodara (Gujarat), Varanasi (Uttar Pradesh), Dehradun (Uttara Khand), Ambala (Haryana), Chittor (Andhra Pradesh)



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NOTES:

1. Pursuant to the General Circulars issued by the Ministry of Corporate Affairs vide Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 08, 2021, Circular No. 11/2022 dated December 28, 2022 and Circular No. 09/2023 dated September 25, 2023 ('MCA Circulars') and Securities and Exchange Board of India ("SEBI") vide its Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 ('SEBI Circulars') and all other relevant circulars issued from time to time, physical attendance of the Members to the EGM venue is not required and general meeting be held through video conferencing ("VC") or other audio visual means ("OAVM"). Hence, Members can attend and participate in the ensuing EGM through VC/OAVM.
2. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification/ Guidance on applicability of Secretarial Standards-1 and 2 dated April 15, 2020, issued by the ICSI, the proceedings of this EGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of this EGM.
3. The relevant explanatory statement pursuant to Section 102 of the Companies Act, 2013 read with relevant rules setting out the material facts and reasons for the proposed resolution concerning the items of the special business to be transacted at the EGM is annexed hereto and forms part of this Notice.
4. Notice of the EGM is being sent only through electronic mode to the Members whose e-mail address is registered with the Company or the Depository Participant(s). All the documents referred to in the accompanying Notice shall be available for electronic inspection during business hours on all working days without any fee by the Members from the date of circulation of this Notice up to the date of EGM, i.e., October 04, 2024. Members seeking to inspect such documents can send an email to complianceofficer@manpasand.info
5. Members who would like to express their views or ask questions during the EGM may raise the same at the meeting or send them in advance (mentioning their name and folio no.), at least 10 days prior to the date of the EGM at complianceofficer@manpasand.info
6. 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 EGM. However, the Bodies Corporate is entitled to appoint authorized representatives to attend the EGM through VC/OAVM and participate thereat and cast their votes through e-voting.
7. Corporate Members intending their authorized representative to attend the EGM are required to send a duly certified scanned copy of its Resolution authorizing them to attend and vote through VC/OAVM on their behalf at the EGM by e-mail to complianceofficer@manpasand.info

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8. The Members can join the EGM in the VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 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 EGM without restriction on account of first come first served basis.
9. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
10. 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 the Circulars issued by the Ministry of Corporate Affairs 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 EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the EGM will be provided by NSDL.
11. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at manpasandbeverages.com The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE and NSE and the EGM Notice is also available on the website of NSDL (agency for providing the Remote e-voting facility) i.e. www.evotingindia.com.
12. 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 Depository Participants (DPs).
13. The facility of joining the e-EGM through VC /OAVM will be opened 15 minutes before and will be open up to 15 minutes after the scheduled start time of the e EGM.
14. To receive communications through electronic means, including Notices, members are requested to kindly register/update their email address with their respective depository participant, where shares are held in electronic form. Where shares are held in physical form, members are advised to register their e-mail address with complianceofficer@manpasand.info
15. The transfer of securities (except transmission or transposition of shares) of the Company shall not be processed, unless the securities are held in the dematerialised form. The Company has complied with the necessary requirements as applicable, including sending of letters to members holding shares in physical form and requesting them to dematerialise their physical holdings.



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16. To comply with the above mandate, members who still hold share certificates in physical form are advised to dematerialise their shareholding to avail numerous benefits of dematerialisation, which include easy liquidity, ease of trading and transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries

THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

- (i) The voting period begins on **Tuesday, 01st October, 2024 at 9.00 a.m. (IST) and will end on Thursday, 03rd October 2024 at 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 (record date) of **Friday, September 27, 2024** may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public noninstitutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access to NSDL e-Voting system

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

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.



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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none">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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.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.jspVisit 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.



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NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.
2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.



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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. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note:

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

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 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. 1800-21-09911

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Regd. Office : 1768-1774/1, GIDC Estate, Savli Road, Vadodara - 391775. (Gujarat) Ph. No.: 91-2667-290290-291
 CIN : L15549GJ2010PLC063283 | E-mail: mblconnect@manpasand.info | www.manpasandbeverages.com
 Other Plants : Vadodara (Gujarat), Varanasi (Uttar Pradesh), Dehradun (Uttara Khand), Ambala (Haryana), Chittoor (Andhra Pradesh)



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

5. Password details for shareholders other than Individual shareholders are given below:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

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7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

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

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to complianceofficer@manpasand.info
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to complianceofficer@manpasand.info. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

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3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

General Guidelines for shareholders

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

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-voting on the day of the EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / iPads for better experience.

Regd. Office : 1768-1774/1, GIDC Estate, Savli Road, Vadodara - 391775. (Gujarat) Ph. No.: 91-2667-290290-291
CIN : L15549GJ2010PLC063283 | E-mail: mblconnect@manpasand.info | www.manpasandbeverages.com
Other Plants : Vadodara (Gujarat), Varanasi (Uttar Pradesh), Dehradun (Uttara Khand), Ambala (Haryana), Chittoor (Andhra Pradesh)



MANPASAND
BEVERAGES LTD.

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. 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 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at complianceofficer@manpasand.info. The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at complianceofficer@manpasand.info. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available during the EGM.
10. If any votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

The Company has appointed Mr. Niraj Trivedi, Practicing Company Secretary, Vadodara (Membership No. 3844 COP No: 3123), to act as the Scrutinizer for conducting the remote e-voting process and voting at the EGM in a fair and transparent manner.

The Scrutinizer shall, immediately after the conclusion of voting at EGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in employment of the Company and make, not later than two working days from the conclusion of meeting, a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same. Thereafter, the Chairman or the person authorized by him in writing shall declare the result of the voting forthwith. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website manpasandbeverages.com and on the website of NSDL immediately after the result is declared by the Chairman; and results shall immediately be disseminated to the Stock Exchange where the shares of the Company are listed.



MANPASAND
BEVERAGES LTD.

By Order of the Board
For Manpasand Beverages Limited

ABHISHEK
DHIRENDRA
SINGH

Digitally signed by ABHISHEK
DHIRENDRA SINGH
Date: 2024.09.12 16:19:23
+05'30'

ABHISHEK DHIRENDRA SINGH
Director
DIN: 01326637

Date: September 12, 2024
Place: Vadodara

Registered Office: 1768 & 1774 Patki - 1, Village Manjusar Tal. Savli, Vadodara, Gujarat - 391 775.
CIN: L15549GJ2010PLC063283

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

As required by Section 102 of the Companies Act, 2013 (the “Act”), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”), the following Explanatory Statement sets out all material facts relating to the business mentioned under Items No. 1 of the accompanying Notice dated September 11, 2024:

Item No. 1: Appointment of Mr. Shobhit Kulshrestha (DIN:- 08486861) as Independent Director of the Company:

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company (“Board”) at its meeting held on July 06, 2024 had appointed Mr. Shobhit Kulshreshtha (DIN: 08486861) as Additional Directors of the Company under the category of Independent Director with effect from July 06, 2024 subject to approval of the shareholders at the ensuing General Meeting of the Company.

Further, in terms of the amended Regulation 17(1C) of the SEBI Listing Regulations, effective from January 01, 2022, a listed entity shall ensure that the approval of shareholders for appointment of a person on the Board of Directors has to be taken either at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. The company has applied for extension of Annual General Meeting, as the audit of accounts is still in process. Accordingly, approval of the shareholders is sought by way of Special Resolution to comply with the SEBI Listing Regulations.

The Company has received from Mr. Shobhit Kulshreshtha (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Act and (iii) a declaration to the effect that he meet the criteria of independence as provided in Section 149(6) of the Act and under SEBI Listing Regulations. (iv) Notice in writing under his hand signifying his candidature for the office of independent Director. He does not hold any equity shares of the Company.

The details of Mr. Shobhit Kulshreshtha pursuant to the provisions Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India and regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are provided in the ‘Annexure’ to the Notice

The appointment is recommended by the Board and Nomination and remuneration committee as required under proviso to Section 160(1) of the Companies Act, 2013.



The Board of Directors of the Company recommends the resolution set out at Item No. 1 for approval of the Members as a Special Resolution. None of the Directors, Key Managerial personnel or their relatives are interested in the resolution.

By Order of the Board
For Manpasand Beverages Limited

ABHISHEK
DHIRENDRA
SINGH

Digitally signed by
ABHISHEK DHIRENDRA
SINGH
Date: 2024.09.12 16:19:53
+05'30'

ABHISHEK DHIRENDRA SINGH
Whole Time Director
DIN: 01326637

Date: September 11, 2024

Place: Vadodara

Registered Office: 1768 & 1774 Patki - 1, Village Manjusar Tal. Savli, Vadodara, Gujarat - 391 775.

CIN: L15549GJ2010PLC063283



MANPASAND
BEVERAGES LTD.

ANNEXURE TO THE NOTICE

Name of the Director	Mr. Shobhit Kulshreshtha
Category & Designation	Independent Director
Director Identification Number	08486861
Date of Birth (Age)	25/06/1991
Date of appointment on the Board	July 06,2024
Brief Resume	Mr. Shobhit Kulshreshtha is a dual-qualified Advocate having 7.5+ years of experience and member of Institute of Company Secretaries of India, New Delhi.
Educational Qualification	LLB(hons), Bhu, Varanasi and Company Secretary
Experience & Expertise	<p>Mr. Shobhit Kulshreshtha is a dual-qualified Advocate having 7.5+ years of experience and member of Institute of Company Secretaries of India, New Delhi. He has been representing and advising various clients for their Legal & Compliance work from different industries such as IT, Fintech, manufacturing, pharma, real estate, franchisee business, etc. He has earned a rich experience of solving complex legal regime of Indian laws, extensive advisory to various businesses on corporate and related legal aspects and compliances and litigation before multiple courts and representing clients across the nation and successfully gets the favorable orders.</p> <p>He is a Practicing Advocate having done LL.B. (Hons) from Banaras Hindu University, Varanasi) also while holding Membership of Institute of Company Secretaries of India, New Delhi. He has done his B.com from Dr. B.R. Ambedkar University, Agra, completed Winter Course on International Trade Law offered by the Indian Society of International Law and completed Contract Drafting course from Thomson Reuters India.</p>
Directorships held in other companies and excluding foreign companies as of the date of this Notice	2
Memberships/ Chairmanships of Committees across companies	NA
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	NA



MANPASAND
BEVERAGES LTD.

Shareholding (%) in the Company	Nil
Remuneration last drawn (FY 24-25)	Nil
terms and conditions of appointment or re-appointment	Appointment of Mr. Shobhit Kulshreshtha as Independent Director for the period of Five years from the date of General Meeting
Number of Board meeting attended during the year	3
Name of the listed entities from which the director has resigned in the past three years	Nil
Skills and Capabilities required for the role and the manner in which the proposed person meets such requirements.	The company has always strived to be a Legally compliant company. The company was looking for an Independent director with a legal background who could guide us in all major decisions and their legal compliances. Mr. Shobhit, being a CS and LLB, has the requisite qualification as well as experience to fit in the required role.

By Order of the Board
For Manpasand Beverages Limited

ABHISHEK
DHIRENDRA SINGH

Digitally signed by ABHISHEK
DHIRENDRA SINGH
Date: 2024.09.12 16:20:11
+05'30'

ABHISHEK DHIRENDRA SINGH
Director
DIN: 01326637

Date: September 12, 2024

Place: Vadodara

Registered Office: 1768 & 1774 Patki - 1, Village Manjusar Tal. Savli, Vadodara, Gujarat - 391 775.

CIN: L15549GJ2010PLC063283

Form DIR-2

Consent to act as a director of a company

[Pursuant to section 152(5) and rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014]

To,

MANPASAND BEVERAGES LIMITED

1768 & 1774 Patki - 1, Village Manjusar
Tal. Savli, Vadodara, Gujarat - 391 775.

Subject: Consent to act as Independent Director.

I, Mr. Shobhit Kulshrestha, son of Mr. Akhilesh Kumar Kulshrestha, resident of C-33, Shubhash Nagar, Albatiya Road, Shaganj Agra, Uttar Pradesh - 282 010, hereby give my consent to act as Independent Director of the company **MANPASAND BEVERAGES LIMITED**, pursuant to sub-section (5) of Section 152 of the Companies Act, 2013 and certify that I am not disqualified to become a director under the Companies Act, 2013.

1.	Director Identification Number (DIN):	08486861
2.	Name (in full):	Mr. Shobhit Kulshrestha
3.	Address:	C-33, Shubhash Nagar, Albatiya Road, Shaganj Agra, Uttar Pradesh - 282 010
4.	E-mail id:	shobhitkulshrestha@gmail.com
5.	Mobile no.	8881668058
6.	Income Tax PAN	BBKPK8958F
7.	Occupation:	Advocate
8.	Date of birth:	25/06/1991
9.	Nationality:	Indian
10.	No. of companies in which I am already a Director and out of such companies the names of the companies in which I am a Managing Director, Chief Executive Officer, Whole time Director, Secretary, Chief Financial Officer, Manager.	As per Annexure
11.	Particulars of membership No. and Certificate of practice No. if the applicant is a member of any professional Institute. Specifically state NIL if none.	Advocate - Enrolment No. D/3293/2016 Company Secretary - M.No. A69887

Declaration

(i) I declare that I have not been convicted of any offence in connection with the promotion, formation or management of any company or LLP and have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law in the last five years. I further declare that if appointed my total Directorship in all the companies shall not exceed the prescribed number of companies in which a person can be appointed as a Director.

(ii) I further declare that:

I am not required to obtain the security clearance from the Ministry of Home Affairs, Government of India before seeking appointment as director.

Date: 10th September, 2024

Place: Noida

Signature:

DIN: 08486861

Shobhit

Attachments:

1. Proof of identity
2. Proof of residence

"ANNEXURE"

INTEREST IN OTHER ENTITIES

Mr. Shobhit Kulshrestha

Number of such entities: 3

CIN	Name	Address	Designation
U74999UP2020PTC130908	BNB BASKET AND BOXES GIFTING SOLUTIONS PRIVATE LIMITED	Ground and First floor A-59, Sector- 27, Gautam Buddha Nagar, Noida, Uttar Pradesh, India, 201 301.	Director
U80301UP2019NPL118207	MALVIYA CHILD WELFARE FOUNDATION	C-33 Subhash Nagar, Agra, AGRA, Uttar Pradesh - 282 010.	Director
L15549GJ2010PLC063283	MANPASAND BEVERAGES LIMITED	1768 & 1774 Patki - 1, Village Manjusar Tal. Savli, Vadodara, Gujarat - 391 775.	Additional Independent Director

Date: 10th September, 2024
Place: Noida

Signature: *Shobhit*
DIN: 08486861

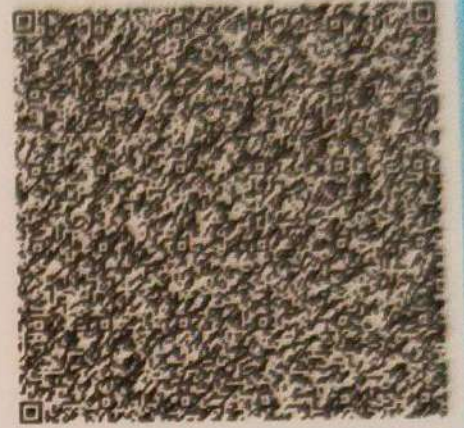
आयकर विभाग
INCOME TAX DEPARTMENT



भारत सरकार
GOVT. OF INDIA

स्थायी लेखा संख्या कार्ड
Permanent Account Number Card

BBKPK8958F



नाम / Name
SHOBHIT KULSHRESTHA

पिता का नाम / Father's Name
AKHILESH KUMAR KULSHRESTHA

जन्म की तारीख /
Date of Birth
25/06/1991

Shobhit

18062019

PAN Application Digitally Signed, Card Not
Valid unless Physically Signed

भारत सरकार
Government of India

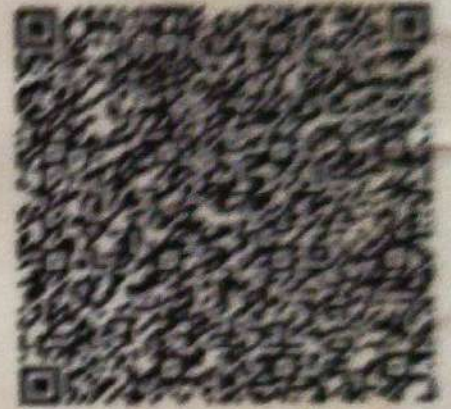


शोभित कुलश्रेष्ठा

Shobhit Kulshrestha

जन्म तिथि/DOB: 25/08/1991

पुरुष/ MALE



2764 6326 4645

मेरा आधार, मेरी पहचान



Unique Identification Authority of India

Address:

S/O Akhilesh Kumar Kulshrestha, C-
62,, FIRST FLOOR, Nizamuddin
East, Jaipur Estate, Hazrat
Nizamuddin, South Delhi,
Delhi - 110013

पता:

अखिलेश कुमार कुलशरेस्ता, सी-62,,
निज़ामुद्दीन ईस्ट, निज़ामुद्दीन ईस्ट, जैपुर
एस्टेट, हज़रत निज़ामुद्दीन, दक्षिण दिल्ली,
दिल्ली - 110013

2764 6326 4645

1947

help@uidai.gov.in

www.uidai.gov.in

FORM 'DIR-8'

Intimation by Director

[Pursuant to Section 164(2) and rule 14(1) of Companies (Appointment and Qualification of Directors) Rules, 2014]

Registration No. of Company: L15549GJ2010PLC063283**Nominal Capital Rs:** 1,15,00,00,000/-**Paid-up Capital Rs.:** 1,14,46,23,960/-**Name of Company:** MANPASAND BEVERAGES LIMITED**Address of its Registered Office:** 1768 & 1774 Patki - 1, Village Manjusar Tal. Savli, Vadodara, Gujarat - 391 775.

To

The Board of Directors

MANPASAND BEVERAGES LIMITED

I, Mr. Shobhit Kulshrestha, son of Mr. Akhilesh Kumar Kulshrestha, resident of C-33, Shubhash Nagar, Albatiya Road, Shaganj Agra, Uttar Pradesh - 282 010, who is proposed to be appointed as Independent Director in your company hereby give notice that I am/I was a director in the following companies during the last three years:

Sr. No.	Name of the Company	Date of Appointment	Date of Cessation
1.	BNB BASKET AND BOXES GIFTING SOLUTIONS PRIVATE LIMITED	16/12/2020	-
2.	MALVIYA CHILD WELFARE FOUNDATION	19/06/2019	-
3.	MANPASAND BEVERAGES LIMITED	06/07/2024	-

I further confirm that I have not incurred disqualification under section 164(1) or section 164(2) of the Companies Act, 2013 in any of the above companies, in the previous financial year, and that I, at present, stand free from any disqualification from being a Director.

or

~~I further confirm that I have incurred disqualification—~~

~~(A) under section 164(1) on the following ground(s) in the previous financial year; or~~

~~(B) under section 164(2) of the Companies Act, 2013 in the following company(s) in the previous financial year, and that I, at present stand disqualified from being a director:-~~

Sr. No.	Name of the Company	Date of Appointment	Date of Cessation
1.			
2.			

Dated this 10th day of September, 2024.

Signature:
Shobhit Kulshrestha
DIN: 08486861

Date: 10th September, 2024

From

Mr. Shobhit Kulshrestha
Add: C-33, Shubhash Nagar,
Albatiya Road, Shaganj Agra,
Uttar Pradesh – 282 010

To,

The Board of Directors
Manpsand Beverges Limited
1768 & 1774 Patki - 1, Village Manjusar
Tal. Savli, Vadodara, Gujarat – 391 775.

Sub.: Declaration of independence pursuant to section 149(7) of the Companies Act, 2013

I, Mr. Shobhit Kulshrestha, son of Mr. Akhilesh Kumar Kulshrestha, resident of C-33, Shubhash Nagar, Albatiya Road, Shaganj Agra, Uttar Pradesh – 282 010, hereby declare that upto the date of this declaration:

1. I am or was not a promoter of the Company, or its Holding, Subsidiary or Associate Company and neither related to promoters or Directors in the Company, its Holding, Subsidiary or Associate Company.
2. I do not have or have not had any pecuniary relationship or transaction with Manpsand Beverges Limited (hereinafter referred as "the Company"), its Holding Company, Subsidiary or Associate Company, or their promoters, or Directors during the two immediately preceding financial years or during the current financial year.
3. None of my relatives:
 - i. is holding any security of or interest in the company, its holding, subsidiary or associate company during the two immediately preceding financial years or during the current financial year;
 - ii. is indebted to the company, its holding, subsidiary or associate company or their promoters, or directors for an amount of fifty lakhs rupees at any time during the two immediately preceding financial years or during the current financial year;
 - iii. has given a guarantee or provided any security in connection with the indebtedness of any third person to the company, its holding, subsidiary or associate company or their promoters, or directors of such holding company at any time during the two immediately preceding financial years or during the current financial year; or

Shobhit

iv. has any pecuniary relationship or transaction with the Company, its Holding, Subsidiary or Associate Company, or their promoters, or Directors, amounting to two per cent or more of its gross turnover or total income or fifty lakh rupees, during the two immediately preceding financial years or during the current financial year, singly or in combination with the transactions referred to in sub-clause i, ii or iii above.

4. Neither I nor any of my relatives-

i. hold(s) or has held the position of a key managerial personnel or is or has been employee of the Company or its Holding, Subsidiary or Associate Company in any of the three financial years immediately preceding the current financial year.

ii. is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the current financial year, of-

a. a firm of Auditors or Company Secretaries in Practice or Cost Auditors of the Company or its Holding, Subsidiary or Associate Company; or

b. any legal or a consulting firm that has or had any transaction with the Company, its Holding, Subsidiary or Associate Company amounting to ten per cent or more of the gross turnover of such firm.

iii. hold(s) together with the relatives two per cent or more of the total voting power of the Company; or

iv. is a Chief Executive or Director, by whatever name called, of any non-profit organisation that receives twenty-five per cent or more of its receipts from the Company, any of its promoters, Directors or its Holding, Subsidiary or Associate Company or that holds two per cent or more of the total voting power of the Company.

I hereby undertake to abide by all the roles, responsibilities and duties of an Independent Director as specified in Schedule IV 'Code for Independent Directors' of the Companies Act, 2013.

Thanking you,

Shobhit

Mr. Shobhit Kulshrestha