

Date: 21st January, 2025

To,
BSE Limited
Corporate Relations Department,
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

Reference: Scrip code – 500389 - Silverline Technologies Limited

Sub: Notice of Extra-Ordinary General Meeting to be held on February 14, 2025.

Ref: Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir,

This is to inform you that the Extra Ordinary General Meeting ("**EOGM**") of the Company will be held on February 14, 2025 at 03.00 P.M. (IST) through Video Conferencing/ Other Audio-Visual Means in compliance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), please find attached herewith the Notice of EGM dated January 13, 2025 being sent through electronic mode to the Members.

You are requested to take the same on your records.

Thanking you,
Yours faithfully,
For **Silverline Technologies Limited**

KSHIPRA
BANSAL

Kshipra Bansal
Company Secretary
Membership No- A45665

Encl:

NOTICE

NOTICE is hereby given to the Shareholders (**the “Shareholders”**) of Silverline Technologies Limited (**“Company”**) that an Extra-Ordinary General Meeting of the Company will be held on **Friday, 14th February, 2025 at 03.00 p.m.** through Video Conferencing / Other Audio-Visual Means to transact the following special businesses:

SPECIAL BUSINESS:

Item No. 1 - To approve the appointment of Mr. Yakinkumar Joshi (DIN No 10745009) as the Managing Director of the Company for a period of 5 years.

To consider and if deemed fit, to pass the following resolution as a **Special Resolution**: -

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and any other applicable laws and rules (including any statutory modification(s) or re-enactment thereof, for the time being in force), the relevant provisions of the Articles of Association of the Company and subject to any regulatory approvals as may be required and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, consent of the Members be and is hereby accorded for the appointment of Mr. Yakinkumar Joshi (DIN No 10745009), the existing Non-Executive Director, as the Managing Director (“MD”) of the Company for a period of five years with effect from February 15, 2025 and upon the following terms and conditions as mentioned in Point A & B below which includes remuneration and with further liberty to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee constituted / to be constituted by the Board) to alter the said terms and conditions of appointment and remuneration of Mr. Yakinkumar Joshi from time to time in the best interests and in accordance with the policy of the Company and as may be permissible at law:

A. Period:

The period of appointment is 5 (five years) with effect from February 15, 2025 and until February 14, 2030.

B. The terms of appointment and remuneration payable to Mr. Yakinkumar Joshi are as under:

1. Salary of 3,00,000/- per month including dearness allowance.
2. The Company’s contribution towards Provident Fund as per the Company’s Rules but not exceeding 12% of the salary as laid down in the Income Tax Rules, 1962.
3. Privilege Leave on full pay and allowance as per the Rules of the Company but not exceeding 1 month’s leave for every 11 months of service completed.

Other benefits:

- Gratuity as per the Payment of Gratuity Act, 1972
- Personal Accident Insurance as per the policy of the Company
- Term Life Insurance, medical and health related benefits and Insurance as per the policy of the Company
- Leave and encashment of leave as per the policy of the Company

Other terms and conditions

1. As per the policy of the Company, Annual remuneration review is effective April 01 each year and the Nomination and Remuneration Committee of the Board will review and recommend to the Board any revision in the remuneration of the MD during the tenure of his appointment.
2. The aggregate of the fixed remuneration and perquisites as aforesaid in any financial year during his tenure shall be within the limit as prescribed under Section 197, Section 198 and other applicable provisions of the Act and Rules made thereunder, read with Section II of Part II of Schedule V of the said Act or any statutory modification(s) or re-enactment thereof for the time being in force.
3. When in any financial year, the Company has no profits or its profits are inadequate, the remuneration including the perquisites will be paid to Mr. Yakinkumar Joshi in accordance with the applicable provisions of Section II of Part II of Schedule V of the Act.
4. Mr. Yakinkumar Joshi shall not be paid any fees for attending the meetings of the Board or any Committee(s) thereof of the Company during his tenure as the MD of the Company.

“RESOLVED FURTHER THAT the scope and quantum of the aforesaid remuneration may be enhanced, enlarged, widened, altered or varied by the Board, in light of and in conformity with any amendment to the relevant provisions of the Act, 2013 and in compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, subject to the overall ceiling as prescribed under Section 197 of the Companies Act, 2013 to be read with Schedule V of the Act and rules made thereunder.”

“RESOLVED FURTHER THAT in the event of absence or inadequacy of net profits of the Company in any financial year during the tenure of the appointment, consent of the members be and is hereby accorded for the payment of remuneration to Mr. Yakinkumar Joshi as mentioned in the preceding resolutions and shall be governed by Section II of Part II of Schedule V of the Act and rules made thereunder, as amended from time to time.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, any of the Director of the Company be and are hereby severally authorised to file requisite forms or applications with statutory/regulatory authorities and to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient, usual and proper in the best interest of the Company so as to give effect to the above resolution.”

Item No. 2 - Shifting of Registered Office of the Company from State of Maharashtra to State of Gujarat.

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 12, 13 of the Companies Act, 2013 read with Rule 30 of Companies (Incorporation) Rules, 2014 and any other applicable provisions of Companies Act, 2013(“**Act, 2013**”) ,Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to approval of the members and approval of Regional Director, Ministry of Corporate Affairs and Registrar of Companies , the consent of the Company be and is hereby accorded for shifting of Registered Office from State of Maharashtra to the State of Gujarat.

RESOLVED FURTHER THAT upon shifting of the registered office being effective, the existing clause II of the Memorandum of Association of the company be and is hereby substituted with the following new Clause II:-

“II. The Registered Office of the Company will be situated in the State of Gujarat”

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to finalize the address of Registered Office of the Company in State of Gujarat, as they may consider appropriate.

RESOLVED FURTHER THAT any one director of the company or Company Secretary of the Company be and is hereby severally authorised to make necessary application to the Central Government, Regional Director, Registrar of Companies and other regulatory authorities in this matter, to appear before them, to make any modifications, changes, variations, alterations or revisions stipulated by the concerned authorities while according approval or consent, and to do all such acts, deeds, matters and things as may be necessary / incidental / ancillary to give effect to this resolution including execution / signing / filing of necessary forms / documents / affidavits / indemnity / undertakings / declarations as may be required, from time to time.

Item No. 3 - Alteration of Object clause of Memorandum of Association.

To consider and if deemed fit, to pass the following resolution as a **Special Resolution**: -

“RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed there under and subject to the approval of the concerned Registrar of Companies Ministry of Corporate Affairs, consent of the Shareholders of the Company be and is hereby accorded to alter the object clause of the Memorandum of Association of Company as follows:

ADDITION IN CLAUSE III [a] OF THE MEMORANDUM OF ASSOCIATION

Addition of new clause to the Existing Clause III (a) of the Memorandum of Association of the Company as follows:

The main object of the company shall be to engage in the business of Agro-trading and technology, including but not limited to:

1. Agro Trading:

- *Procurement, trading, export, import, and distribution of agricultural products such as grains, pulses, fruits, vegetables, spices, seeds, and other raw and processed agricultural commodities.*
- *Establishment and operation of a supply chain for the procurement, storage, processing, and delivery of agricultural products.*
- *Providing market linkage services to farmers, cooperatives, and agribusiness entities to facilitate the exchange of agricultural goods and services.*
- *Engaging in retail and wholesale of agro-based products, both domestically and internationally.*

2. Agro Technology Development:

- *Research, development, and deployment of technology solutions for the agricultural sector, including precision farming tools, automation systems, IoT-based agricultural devices, and AI-powered solutions.*
- *Development of software, platforms, and mobile applications to support data analytics, farm management, and supply chain optimization.*
- *Collaboration with agricultural research institutions, tech developers, and other stakeholders to advance sustainable farming practices and improve agricultural productivity.*
- *Design, manufacture, and distribution of agro-tech products such as sensors, drones, equipment, and machinery to enhance farming operations.*

3. Sustainability and Innovation:

- *Promoting environmentally sustainable agricultural practices through the use of advanced technologies, including the reduction of waste, water conservation, and the enhancement of soil health.*
- *Supporting and investing in innovative agri-tech startups and technologies to improve food security, agricultural efficiency, and the overall sustainability of the farming industry.*

4. Consultancy and Training:

- *Providing consultancy services in the field of agricultural technology, market trends, and best practices for farmers and agribusinesses.*
- *Offering training programs, workshops, and seminars on the latest agricultural technologies, sustainable farming methods, and market opportunities.*

5. Collaboration and Partnerships:

- *Establishing partnerships with governmental and non-governmental organizations, private sector entities, and international institutions to advance agro-trading and technological innovations in agriculture.*
- *Engaging in joint ventures, collaborations, and alliances that further the company's mission to revolutionize the agricultural industry through trading and technology solutions.*

This object aims to foster innovation, sustainability, and efficiency in the agricultural sector through a combination of market expertise and cutting-edge technology solutions.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, things and matters and to sign such other documents and file such forms as may be necessary and expedient to give effect to the aforesaid resolution”.

Item No. 4 - ORDINARY BUSINESS

Change in Designation of Mr. Chinmay Pradhan (DIN No 10753724) from Managing Director of the Company to Non-Executive Director.

"**RESOLVED THAT** pursuant to the provisions of section 152 and 160 of the Companies Act, 2013 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and rules & regulations made there under, and on request of Mr. Chinmay Pradhan (DIN No 10753724) and pursuant to approval of Nomination and Remuneration Committee and Board of Directors of the Company, the Consent of the Members be and is hereby accorded to the change in designation of Mr. Chinmay Pradhan (DIN No 10753724) from Managing Director to Non-Executive Director of the company, liable to retire by rotation, effective from January 13, 2025 on such terms and conditions as per Letter of Appointment given to Mr. Chinmay Pradhan by the Company.

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution including certifying and filing of necessary forms with the Registrar of Companies.”

By order of the Board of Directors
For Silverline Technologies Limited

Kshipra Bansal
Company Secretary
ACS Membership No: 45665

Place: Mumbai

Date: 13th January, 2025

Registered Office:

Unit No. 509, 5th Floor, Centrum IT Park,
Near Satkar Hotel, Wagle Industrial Estate,
Thane West 400604 India

CIN: L99999MH1992PLC066360

E-mail: companysecretaries03@gmail.com

Website: www.silverlinetechnology.com

Regd. Off: Silverline Technologies Ltd., Unit No. 509, 5th Floor, Centrum IT Park,
Near Satkar Hotel, Wagle Industrial Estate, Thane West 400604

Contact no.: 9821140008 *Website- www.silverlinetechnology.com * E-mail ID- companysecretaries03@gmail.com

NOTES:

1. Pursuant to the General Circulars 2/2022 and 19/2021, other circulars issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and other circulars issued by SEBI (hereinafter collectively referred to as “the Circulars”), companies are allowed to hold EGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the EGM of the Company is being held through VC.
2. A member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a member of the Company Since the EGM is being held in accordance with the Circulars through VC, the facility for the appointment of proxies by the members will not be available.
3. Participation of members through VC will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.
4. Pursuant to the provisions of Section 113 of the Companies Act, Body Corporates/ Institutional / Corporate members intending for their authorized representatives to attend the meeting are requested to send to the Company, on companysecretaries03@gmail.com from their registered Email ID a scanned copy (PDF / JPG format of certified copy of the Board Resolution Authority Letter authorizing their representative to attend and vote on their behalf at the meeting.
5. Members can join the EGM through the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1,000 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. are allowed to attend the EGM without restriction on account of first come first served basis.
6. 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 the EGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the EGM.
7. In line with the aforesaid Circulars, the Notice of EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories as on Friday, 17th January, 2025. Members may note that Notice has been uploaded on the website of the Company at www.silverlinetechnology.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the EGM Notice is also available on the website of RTA <https://linkintime.co.in/>
8. In view of the ‘Green Initiatives in Corporate Governance’ introduced by MCA and in terms of the provisions of the Companies Act, 2013, members who are holding shares of the Company in physical mode, are required to register their email addresses, so as to

enable the Company to send all notices/ reports/ documents/ intimations and other correspondences, etc., through emails in the electronic mode instead of receiving physical copies of the same. Members holding shares in dematerialized form, who have not registered their email addresses with Depository Participant(s), are requested to register / update their email addresses with their Depository Participant(s).

9. A statement setting out the material facts as required under Section 102 of the Companies Act, 2013 ("Act") is annexed hereto.
10. Since the EGM is being held electronically, physical attendance of the Members has been dispensed with and accordingly the facility for appointment of proxies by the members will not be available for the EGM. Therefore, the proxy form, attendance slip and route map have not been annexed with this notice.

Process and manner for members opting for voting through electronic means:

1. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended), and the MCA Circulars, 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 MUFG Intime India Private Limited for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by members using remote e-voting as well as e-voting system on the date of the EGM will be provided by RTA.
2. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owner maintained by the Depositories as on the Cut-off date i.e Friday, 07th February, 2025, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the EGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
3. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the EGM and prior to the Cut- off date i.e Friday, 07th February, 2025, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the EGM by following the procedure mentioned in this part.
4. The remote e-voting will commence on Tuesday, 11th February, 2025 at 9.00 a.m. and will end on Thursday, 13th February, 2025 at 5.00 p.m. During this period, the members of the Company holding shares either in physical mode or in demat mode as on the Cut-off date i.e. Friday, 07th February, 2025 may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by RTA thereafter.
5. Once the vote on a resolution is casted by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
6. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e. Friday, 07th February, 2025.
7. The Company has appointed Mr. Pradyumansinh Vala, Practising Company Secretary (Membership No FCS5193; CP No: 4237), to act as the Scrutinizer for remote e-voting as well as the e-voting on the date of the EGM, in a fair and transparent manner.

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

REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, 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 correctly in their demat accounts to access e-Voting facility.

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

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - Individual Shareholders registered with NSDL IDeAS facility

Shareholders who have registered for NSDL IDeAS facility:

- a) Visit URL: <https://eservices.nsd.com> and click on "Beneficial Owner" icon under "Login".
- b) Enter User ID and Password. Click on "Login"
- c) 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.
- d) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

Shareholders who have not registered for NSDL IDeAS facility:

- a) To register, visit URL: <https://eservices.nsd.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
- b) Proceed with updating the required fields.
- c) Post successful registration, user will be provided with Login ID and password.
- d) After successful login, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - Individual Shareholders directly visiting the e-voting website of NSDL

- a) Visit URL: <https://www.evoting.nsdl.com>
- b) Click on the "Login" tab available under 'Shareholder/Member' section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- a) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- b) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL**METHOD 1 - Individual Shareholders registered with CDSL Easi/ Easiest facility****Shareholders who have registered/ opted for CDSL Easi/ Easiest facility:**

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or www.cdslindia.com.
- b) Click on New System Myeasi Tab
- c) Login with existing my easi username and password
- d) After successful login, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period.
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

Shareholders who have not registered for CDSL Easi/ Easiest facility:

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided username and password.
- d) After successful login, user able to see e-voting menu.
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - Individual Shareholders directly visiting the e-voting website of CDSL

- a) Visit URL: <https://www.cdslindia.com>
- b) Go to e-voting tab.
- c) Enter Demat Account Number (BO ID) and PAN No. and click on "Submit".
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, user shall navigate through "e-voting" option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**Login method for shareholders holding securities in physical mode /
Non-Individual Shareholders holding securities in demat mode**

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for InstaVote as under:

- a) Visit URL: <https://instavote.linkintime.co.in>

Shareholders who have not registered for INSTAVOTE facility:

- b) Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details:

A. User ID:

NSDL demat account - User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account - User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form - User ID is Event No + Folio Number registered with the Company.

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 NSDL form, shall provide 'D' above*

***Shareholders holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in '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).
- ❖ Enter Image Verification (CAPTCHA) Code
- ❖ Click "Submit" (You have now registered on InstaVote).

Shareholders who have registered for INSTAVOTE facility:

c) Click on "**Login**" under 'SHARE HOLDER' tab.

- A. User ID: Enter your User ID
- B. Password: Enter your Password
- C. Enter Image Verification (CAPTCHA) Code
- D. Click "Submit"

d) Cast your vote electronically:

- A. After successful login, you will be able to see the "Notification for e-voting".
- B. Select 'View' icon.
- C. E-voting page will appear.
- D. 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).
- E. 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.

Guidelines for Institutional shareholders (“Custodian / Corporate Body/ Mutual Fund”)**STEP 1 - Custodian / Corporate Body/ Mutual Fund Registration**

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on “**Sign Up**” under “Custodian / Corporate Body/ Mutual Fund”
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person’s email ID. (You have now registered on InstaVote)

STEP 2 - Investor Mapping

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “**Investor Mapping**” tab under the Menu Section
- c) Map the Investor with the following details:
 - A. ‘Investor ID’ -
 - i. NSDL demat account - User ID is 8 Character DP ID followed by 8 Digit Client ID *i.e., IN00000012345678*
 - ii. CDSL demat account - User ID is 16 Digit Beneficiary ID.
 - B. ‘Investor’s Name - Enter Investor’s Name as updated with DP.
 - C. ‘Investor PAN’ - Enter your 10-digit PAN.
 - D. ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.

**File Name for the Board resolution/ Power of Attorney shall be - DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.*

- E. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report Section”.

STEP 3 - Voting through remote e-voting

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “**Votes Entry**” tab under the Menu section.
- c) Enter the “**Event No.**” for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under “On-going Events”.
- d) Enter “**16-digit Demat Account No.**” for which you want to cast vote.
- e) 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).
- f) 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.

OR

METHOD 2 - VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will be able to see the “Notification for e-voting”.
- c) Select “**View**” icon for “**Company’s Name / Event number**”.
- d) E-voting page will appear.
- e) Download sample vote file from “**Download Sample Vote File**” tab.
- f) Cast your vote by selecting your desired option ‘Favour / Against’ in the sample vote file and upload the same under “**Upload Vote File**” option.
- g) Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:**Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

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
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

Forgot Password:**Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on “**Login**” under ‘SHARE HOLDER’ tab.
- Click “**forgot password?**”
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case shareholders have a 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 information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Click “**forgot password?**”

- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a 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 information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%), at least one numeral, at least one alphabet and at least one capital letter.*

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

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned 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".

INSTAMEET VC INSTRUCTIONS FOR SHAREHOLDERS

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 09/2024 dated 19.09.2024, the Companies can conduct their AGMs/ EGMs on or before 30 September 2025 by means of Video Conference (VC) or other audio-visual means (OAVM).

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

Login method for shareholders to attend the General Meeting through InstaMeet:

- e) Visit URL: <https://instameet.linkintime.co.in> & Click on "Login".
- f) Select the "Company" and 'Event Date' and register with your following details:

E. Demat Account No. or Folio No:

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.

Shareholders holding shares in physical form – shall provide Folio Number.

F. 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.

G. Mobile No: Enter your Mobile No.

H. Email ID: Enter your email Id as recorded with your DP/ Company.

g) Click "Go to Meeting"

You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

- a) Shareholders who would like to speak during the meeting must register their request with the company.
- b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.
- c) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
- d) Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panellist via active chat-board during the meeting.

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

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

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

- a) On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
- b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET
- c) Click on 'Submit'.
- d) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
- e) 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'.
- f) 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. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Regd. Off: Silverline Technologies Ltd., Unit No. 509, 5th Floor, Centrum IT Park,
Near Satkar Hotel, Wagle Industrial Estate, Thane West 400604

Contact no.: 9821140008 *Website- www.silverlinetechnology.com * E-mail ID- companysecretaries03@gmail.com

Note:

Shareholders/ Members, who will be present in the 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 General Meeting will be eligible to attend/ participate in the 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.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@linkintime.co.in or contact on: - Tel: 022 - 4918 6000 / 4918 6175.

By order of the Board of Directors
For Silverline Technologies Limited

Kshipra Bansal
Company Secretary
ACS Membership No: 45665

Place: Mumbai

Date: 13th January, 2025

Registered Office:

Unit No. 509, 5th Floor, Centrum IT Park,
Near Satkar Hotel, Wagle Industrial Estate,
Thane West 400604 India
CIN: L99999MH1992PLC066360
E-mail: companysecretaries03@gmail.com
Website: www.silverlinetechnology.com

Regd. Off: Silverline Technologies Ltd., Unit No. 509, 5th Floor, Centrum IT Park,
Near Satkar Hotel, Wagle Industrial Estate, Thane West 400604

Contact no.: 9821140008 *Website- www.silverlinetechnology.com * E-mail ID- companysecretaries03@gmail.com

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

Item No. 1

The Board of the Company on the recommendation of the Nomination and Remuneration Committee (NRC) at its meeting held on January 13, 2025 after due deliberations unanimously approved the appointment of Mr. Yakinkumar Bansilal Joshi (DIN No 10745009) (existing Non-Executive Director of the Company) as the MD of the Company with effect from February 15, 2025 for a period of 5 years which requires a prior approval of the shareholders by way of special resolution. He will cease to be the Non-Executive Director of the Company from the effective date of his appointment as the MD.

Mr. Yakinkumar Joshi is a highly skilled financial management professional with a Bachelor of Commerce (BCom) degree and over five years of experience in the field. His academic background provides a strong foundation in financial principles, accounting, and business management, which he has effectively leveraged throughout his career.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail the services of Mr. Yakinkumar Joshi as Managing Director.

As per Section 197 of the Companies Act 2013, the total managerial remuneration payable to its directors, including Managing Director and Whole-Time Director, and its Manager in respect of any financial year shall not exceed 11% of the net profits of that company for that financial year computed in the manner laid down in Section 198 of the Companies Act 2013.

Provided that the company in general meeting may, authorize the payment of remuneration exceeding 11% of the net profits of the company, subject to the provisions of Schedule V.

Under the Provisions of Section 197 read with Schedule V of the Companies Act, 2013, the appointment of a managing director, shall be in accordance with the conditions specified in Parts I and II of Schedule V subject to the provisions of Part III of that Schedule

As the above-mentioned remuneration payable to Mr. Yakinkumar Joshi is well within the limits prescribed under Schedule V read with relevant provisions of Companies Act 2013, accordingly a special resolution is proposed for the approval of the shareholders.

Item No. 2

Presently, Registered Office of the Company is situated in the State of Maharashtra at Unit No. 509, 5th Floor, Centrum IT Park, Near Satkar Hotel, Wagle Industrial Estate, Thane West 400604.

Your Board of Directors analyse that the shifting of the registered office is in the best interest of the company, shareholders and all concerned parties and shall in no manner adversely affect the existing client base, creditors or operations or employees of the company. The company has resolved to change its registered office from Maharashtra to Gujarat due to the strategic decision to shift a significant portion of its operations to Gujarat. This move is part of the company's ongoing efforts to optimize its operational efficiency, leverage regional growth opportunities, and enhance proximity to key markets and suppliers. The relocation aligns with the company's long-term business objectives and is expected to foster greater growth and success in the future.

In terms of Section 12, 13 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder shifting of the registered office from one State to another and alteration of the Memorandum of Association requires the approval of Members by way of Special Resolution.

None of the Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financial or otherwise, in the Special Resolution set out at item no. 2 of the notice except to the extent of their shareholding in the Company, if any.

The Board recommends the Special Resolution for the approval of the Members.

Item No. 3

The Company proposes to alter its Object Clause in the Memorandum of Association to include the business activities related to Agro Trading and Technology. This alteration is being proposed to expand the scope of the Company's operations and diversify its business activities in response to emerging market opportunities and trends in the agricultural and technology sectors.

Addition of new clause to the Existing Clause III (a) of the Memorandum of Association of the Company as follows

The main object of the company shall be to engage in the business of Agro-trading and technology, including but not limited to:

1. Agro Trading:

- *Procurement, trading, export, import, and distribution of agricultural products such as grains, pulses, fruits, vegetables, spices, seeds, and other raw and processed agricultural commodities.*
- *Establishment and operation of a supply chain for the procurement, storage, processing, and delivery of agricultural products.*

- *Providing market linkage services to farmers, cooperatives, and agribusiness entities to facilitate the exchange of agricultural goods and services.*
 - *Engaging in retail and wholesale of agro-based products, both domestically and internationally.*
- 2. Agro Technology Development:**
- *Research, development, and deployment of technology solutions for the agricultural sector, including precision farming tools, automation systems, IoT-based agricultural devices, and AI-powered solutions.*
 - *Development of software, platforms, and mobile applications to support data analytics, farm management, and supply chain optimization.*
 - *Collaboration with agricultural research institutions, tech developers, and other stakeholders to advance sustainable farming practices and improve agricultural productivity.*
 - *Design, manufacture, and distribution of agro-tech products such as sensors, drones, equipment, and machinery to enhance farming operations.*
- 3. Sustainability and Innovation:**
- *Promoting environmentally sustainable agricultural practices through the use of advanced technologies, including the reduction of waste, water conservation, and the enhancement of soil health.*
 - *Supporting and investing in innovative agri-tech startups and technologies to improve food security, agricultural efficiency, and the overall sustainability of the farming industry.*
- 4. Consultancy and Training:**
- *Providing consultancy services in the field of agricultural technology, market trends, and best practices for farmers and agribusinesses.*
 - *Offering training programs, workshops, and seminars on the latest agricultural technologies, sustainable farming methods, and market opportunities.*
- 5. Collaboration and Partnerships:**
- *Establishing partnerships with governmental and non-governmental organizations, private sector entities, and international institutions to advance agro-trading and technological innovations in agriculture.*

Engaging in joint ventures, collaborations, and alliances that further the company's mission to revolutionize the agricultural industry through trading and technology solutions.

The aforesaid insertion if approved by the Shareholders shall be as per the provisions of the Companies Act, 2013, with such modifications as may be advised by them.

None of the directors or key managerial personnel or relatives thereof is in any way concerned or interested, financially or otherwise, in passing the above resolutions.

The above statement is to be considered and construed as disclosures as per the provisions of section 102 of the Companies Act, 2013.

Item No. 4**Change in Designation of Mr. Chinmay Pradhan (DIN No 10753724) from Managing Director of the Company to Non- Executive Director- ORDINARY RESOLUTION**

On a request of Mr. Chinmay Pradhan (DIN No 10753724) to change his designation from Managing Director to Non-Executive Director of the Company, Board of Directors in their meeting held on January 13, 2025, approved the change in designation of the Mr. Chinmay Pradhan from Managing Director to Non-Executive Director of the Company w.e.f January 13, 2025.

The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member proposing the candidature of Mr. Chinmay Pradhan for the office of Non-Executive Director of the Company.

Mr. Chinmay Pradhan is Sales and Business Tech Professional with 20 years of experience in Sales, Team Management and Managing Companies Internal Technology and IT GRC. Presently working with Silverline Group as, Vice President (GM Cadre) – Technology and Cyber Security for India, SAARC & Middle East and Managing Director of Silverline Technologies Limited.

The Company has received from Mr. Chinmay Pradhan:-

- (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 Subsection (2) of Section 164 of the Companies Act, 2013.

The resolution seeking the approval of members for the appointment of Mr. Chinmay Pradhan as Non-Executive Director of the Company w.e.f January 13, 2025 liable to retire by rotation, pursuant to Section 152 and 160 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder is proposed by the Board of Directors.

The Board recommends the matter and the resolution set out under Item No. 4 for the approval of the Members by way of passing Ordinary Resolutions. Except Mr. Chinmay Pradhan and his relatives to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel and their immediate relatives are concerned or interested, financially or otherwise, except to their shareholding, in the aforesaid resolution.

Details under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in terms of Secretarial Standard 2, in respect of the Director seeking appointment/ re-appointment.

Name of the Director	Mr. Yakinkumar Joshi	Mr. Chinmay Pradhan
Appointment/Re-appointment	Appointment	Appointment
DIN	10745009	10753724
Date of Birth	02/09/1992	02/12/1984
Date of first appointment on board	18 th August, 2024	27 th August, 2024
Qualification	B. Com	B. Com
Nature of Expertise	Mr. Yakinkumar Joshi is a highly skilled financial management professional with a Bachelor of Commerce (BCom) degree and over five years of experience in the field. His academic background provides a strong foundation in financial principles, accounting, and business management, which he has effectively leveraged throughout his career.	Mr. Chinmay Pradhan is Sales and Business Tech Professional with 20 years of experience in Sales, Team Management And Managing Companies Internal Technology And IT GRC. Presently working with Silverline Group As Vice President (GM Cadre)- Technology and Cyber Security For India, SAARC & Middle East.
Directorship held in other Public and Private Companies	NIL	NIL
List of Membership/ Chairmanship of the Committees* of other Board	NIL	NIL
Shareholding in Silverline Technologies Limited	NIL	NIL
Relationship between directors inter-se	None	None
Terms and Conditions of appointment	Please refer to the resolution item no. 1 for details	Please refer to the resolution item no. 4 for details
Listed entities from which Director resigned in the past three years	None	None

By order of the Board of Directors
For Silverline Technologies Limited

Kshipra Bansal
Company Secretary
ACS Membership No: 45665

Place: Mumbai
Date: 13th January, 2025

Registered Office:
Unit No. 509, 5th Floor, Centrum IT Park,
Near Satkar Hotel, Wagle Industrial Estate,
Thane West 400604 India
CIN: L99999MH1992PLC066360
E-mail: companysecretaries03@gmail.com
Website: www.silverlinetechnology.com