



DIGGI MULTITRADE LIMITED

CIN: L65900MH2010PLC210471

Registered Office: 312, Bldg K-2 Gala-5, Sagar Complex Owali Village Thane Bhiwandi-421302,
Shastrinagar (Thane),-421302

Tel.: 022-26744367; E-mail ID: info@diggitrade.com; Website: www.diggitrade.com

Date: 06/09/2024

To,
The Department of Corporate Services
BSE Limited
P.J. Towers, Dalal Street,
Mumbai - 400 001

Scrip Code: 540811

Subject: Intimation of 14th Annual General Meeting schedule to be held on 30th September, 2024.

Dear Sir,

We are sending herewith the Intimation of 14th Annual General Meeting of our Company which is scheduled to be held on Monday, 30th September, 2024 through VC/OAVM.

Please find the Enclosed Document as follows:

- 1) Intimation of Book Closure for the Purpose of 14th AGM.
- 2) Notice of AGM.

The above is also uploaded on the websites of the Company.

Please take the same on your record and acknowledge the receipt of the same

Thanking You.

Yours Faithfully,

For Diggi Multitrade Limited



Samarth Prabhudas Ramanuj

Director

DIN: 06660127



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Tel.: 022-26744367; E-mail ID: info@diggitrading.com; Website: www.diggitrading.com

Date: 06/09/2024

To,
The Department of Corporate Services
BSE Limited
P.J. Towers, Dalal Street,
Mumbai - 400 001

Scrip Code: 540811

Subject: Intimation of Book Closure for the purpose of 14th Annual General Meeting of the Company under Regulation 42 of SEBI (LODR) Regulations, 2015.

Dear Sir,

We are sending herewith the Intimation of Book Closure for the purpose of 14th Annual General Meeting pursuant to the provisions of Section 91 of the Companies Act, 2013 and Rules thereon and under Regulation 42 of SEBI (LODR) Regulations, 2015 regarding Book Closures from, 24th September, 2024 to 30th September 2024 (Both Days Inclusive) for the purpose of 14th Annual General Meeting of our Company which is scheduled to be held on Monday, 30th September, 2024 through VC/OAVM.

We would like to inform you that the Register of Members & Share Transfer Books of the Company will remain closed from, 24th September, 2024 to 30th September 2024 (both days inclusive) and cut of date will be 23rd September, 2024 for eligibility to vote in 14th Annual General Meeting by members.

The above is also uploaded on the websites of the Company.

Please take the same on your record and acknowledge the receipt of the same

Thanking You.
Yours Faithfully,
For Diggi Multitrade Limited



Samarth Prabhudas Ramanuj
Director
DIN: 06660127

NOTICE OF 14TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT 14TH ANNUAL GENERAL MEETING OF THE MEMBERS OF DIGGI MULTITRADE LIMITED WILL BE HELD ON MONDAY, 30TH SEPTEMBER, 2024 AT 02:00 THROUGH VIDEO CONFERENCING ('VC')/OTHER AUDIO VISUAL MEANS ('OAVM') TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:**ITEM NO.1: ADOPTION OF THE AUDITED FINANCIAL STATEMENTS AS AT 31ST MARCH, 2024**

To receive, consider and adopt the audited Balance Sheet as on 31st March, 2024 and the Profit and Loss Account for the year ended on that date and the Directors' and Auditors' Reports thereon and, in this regard, to consider and if thought fit, to pass the following resolution as Ordinary Resolution:

"RESOLVED THAT the Audited financial statement of the Company for the financial year ended 31st March, 2024 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.

RESOLVED FURTHER THAT any of the Director of the company be and is hereby severally authorized to do all such acts, deeds, matters and things as may be deemed necessary, proper or expedient to give effect to this resolution and file necessary form with concerned ROC."

ITEM NO.2: APPOINTMENT OF MS. SHRUTI RAMANUJ (DIN 09093690) AS A DIRECTOR LIABLE TO RETIRE BY ROTATION.

To appoint a Director in place of **Ms. Shruti Ramanuj r (Din 09093690)**, who is retiring by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment in this regard, to consider and if thought fit, to pass the following resolutions with or without modifications, if any as Ordinary Resolutions:

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, **Ms. Shruti Ramanuj r (Din 09093690)**, who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company and that his period of office be liable to determination by retirement of Directors by rotation by rotation;."

SPECIAL BUSINESS:**ITEM NO.3: APPOINTMENT OF MANAGING DIRECTOR SAMARTH PRABHUDAS RAMANUJ SPECIAL RESOLUTION:-**

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"),The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force), and subject to approval of members of the company in ensuring General meeting and such sanctions as may be necessary, the consent of the members, be and is hereby accorded to appoint **Mr. Samarth Prabhudas Ramanuj (DIN: 06660127)**, as Managing Director of the Company for a period of 5 years starting from **30th September, 2024** to **29th September, 2029** on the terms and conditions including the remuneration as approved by the Nomination and Remuneration Committee of Rs. 5,00,000/-and minimum remuneration in the event of absence or inadequacy of profits as set out in the Explanatory Statement relating to this resolution and in the Agreement entered between the Company and Mr. Samarth Prabhudas Ramanuj (DIN: 06660127) and such agreement is hereby approved, with liberty to the Board of Directors (which term shall be deemed to include any duly authorized committee thereof or the time being exercising the power conferred on the Board by this resolution), to alter and vary the terms and

conditions and remuneration including minimum remuneration in such manner as it may deem fit and as may be agreed to between the Board of Directors and Mr. Samarth Prabhudas Ramanuj (DIN: 06660127).

RESOLVED FURTHER THAT as per the Articles of Association of the Company, Mr. Samarth Prabhudas Ramanuj (DIN: 06660127) shall not be subject to retire by rotation unless the total number of Directors (including Managing Director) as are not subject to retirement by rotation exceeds one-third of total number of Directors. In such case, Mr. Samarth Prabhudas Ramanuj (DIN: 06660127) shall be liable to retire by rotation so that the total number of Directors not liable to retire by rotation does not exceed one third of total number of Directors and after re-appointment Mr. Samarth Prabhudas Ramanuj (DIN: 06660127) shall automatically continue to hold the office of the Managing Director.

RESOLVED FURTHER THAT the any Director and the Company Secretary of the Company be and are hereby severely authorized by the Board on behalf of Company to do all such acts, deeds, resolutions and things and execute all such agreements, documents and instruments as may be required from time to time for giving effect to the above resolution and matters related thereto.

ITEM NO. 4: APPROVE RECLASSIFICATION REQUEST OF OUTGOING PROMOTER / PROMOTER GROUP "PROMOTER GROUP" CATEGORY TO "PUBLIC" CATEGORY:-:-

"RESOLVED THAT pursuant to the provisions of Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("Listing Regulations") including any statutory modification(s) or re-enactments thereof, for the time being in force and other relevant provisions, and subject to necessary approvals from BSE Limited, (hereinafter referred to as Stock Exchanges), and such other statutory authorities as may be required, approval of the Members be and is hereby accorded for re-classification of the following Promoters/ Promoter Group (collectively referred to as 'Outgoing Promoters') from "Promoters / Promoter Group" category to "Public" category."

Sr. No.	Name of the Promoter / Promoter Group	No. of Shares held	Percentage of the total equity capital of the Company (%)
1	Dr. Sangeeta Hariprasad Naidu	NIL	NIL
2	Dr. Pradeepkumartana Jankiramulu Naidu	NIL	NIL

"RESOLVED FURTHER THAT each of the above persons have separately confirmed that all the conditions specified in Regulation 31A(3)(b) of the Listing Regulations have been complied with.

"RESOLVED FURTHER THAT upon receipt of the necessary approval(s) from the Stock Exchange(s) for reclassification of the above persons, the Company shall effect such reclassification in the Shareholding pattern filed from immediate succeeding quarter under Regulation 31 of Listing Regulations and compliance to Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other applicable provisions."

"RESOLVED FURTHER THAT any of the Directors (including any committee thereof or the officers authorized by the Board in this regard), Chief Financial Officer and the Company Secretary of the Company, be and are hereby severally authorized, to perform and execute all such acts, deeds, matters and things including but not limited to submit requisite application(s), requisition(s), intimation/ fillings, undertakings, seeking approvals from the Stock Exchanges, and to execute all other documents required to be filed in the above connection and to settle all such questions, difficulties or doubts whatsoever which may arise and take all such steps and decisions in this regard to give full effect to the aforesaid resolution."

Registered Office:

**By Order of the Board of Directors
For Diggi Multitrade Limited**

312, BLDG K-2 Gala-5, Sagar Complex Owali Village
Thane Bhiwandi-421302,
Tel: 022-26744365
Website: www.diggimultitrade.com
Email: diggimultitradeltd@gmail.com

Sd/-
Samarth Prabhudas Ramanuj
Managing Director
DIN: 06660127

Place: Thane
Date: 04/09/2024

NOTES:

- 1) In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its circular dated 5 May 2020 read with circulars dated 8 April 2020, 13 April 2020 and 13 January, 2021, 05 May, 2022 (collectively referred to as 'MCA Circulars') and SEBI circular dated 12 May 2020 read with circular dated 15 January, 2021 and 13 May, 2022 permitted holding of the annual general meeting ('AGM') through VC/OAVM facility, without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 (the 'Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') and MCA Circulars, the AGM of the Company is being conducted through VC/OAVM hereinafter called as 'e-AGM'. A Member Entitled to attend and Vote at The AGM Is entitled to appoint a Proxy to Attend and Vote in the Meeting instead of himself /herself, and the Proxy need not be a Member of the Company. A person can act as a proxy on behalf of not exceeding fifty (50) members in aggregate not more than ten (10) Percent of the total Share Capital of the Company.
- 2) Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM 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 this AGM is being held pursuant to the MCA Circulars through VC/OAVM facility, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the e-AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
- 3) Institutional/Corporate shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (pdf/jpg format) of its board or governing body's resolution/authorization, etc., authorizing their representative to attend the e-AGM on its behalf and to vote through remote e-voting. The said resolution/authorization shall be sent to the scrutinizer by email the Members / proxies / authorized representatives should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
- 4) The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
- 5) Pursuant to Reg. 42 of the SEBI (LODR) Regulations, 2015 read with section 91 of the Companies Act, 2013 the Register of Members and Share Transfer Books will remain closed from **(24/09/2024 to 30/09/2024)** (Both days inclusive) for the purpose of AGM.
- 6) Members are requested to notify any correction /change in their name / address including Pin Code number immediately to the Companies Register/ Depository Participant. In the event of non - availability of Members latest address either in the Companies records or in Depository Participant's records, members are likely to miss notice and other valuable correspondence sent by the company.
- 7) Members are requested to kindly mention their Folio Number/ Client ID Number (in case of Demat shares) in all their correspondence with the Companies Registrar to enable prompt reply to their queries.
- 8) With a view to using natural resources responsibly, we request shareholders to update their mail address, with their Depository Participants to enable the Company to send communications electronically. The Annual Report 2023-24 is being sent through electronic mode only to the members whose email addresses are registered with the Company / Depository Participant(s), unless any member has requested for a physical copy of their port. For members who have not registered their email addresses, physical copies of the Annual

Report 2023-24 are being sent by the permitted mode.

- 9) As per Section 108 of the Companies Act, 2013, Rule 20(2) of the Companies (Management and Administration) Rules, 2014, substituted by Companies (Management and Administration) Amendment, Rules 2015, and Chapter XB or Chapter XC of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, the Company has not provided a facility to the members to exercise their votes electronically through the electronic voting service facility arranged by Depository due to non-applicability. Apart from e-voting, voting through show of hands in the chat box option at the time of AGM will be made available to the shareholders who have joined the AGM through VC/OAVM.

Mr. Nitesh Chaudhary, Practicing Company Secretary, Proprietor of M/s. Nitesh Chaudhary & Associates (Membership No: 10010, Indore) has been appointed as the scrutinizer to act as scrutinizer for the purpose of Annual General Meeting (E-Voting in 14th AGM).

- 10) The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are required to submit their PAN details to the Company.
- 11) All documents referred to in the Notice will be available for inspection at the Company's registered office during 11:00 am to 1:00 pm normal business working days up to the date of the AGM.
- 12) The shareholder needs to furnish the 'attendance slip' along with a valid identity proof such as the PAN card, passport, AADHAR card or driving license, through e-mail on the companies mail id: diggimultitradeltd@gmail.com.
- 13) As per provisions of the Companies Act, 2013, facility for making nominations is available to INDIVIDUALS holding shares in the Company. The Nomination Form-2B prescribed by the Government can be obtained from the Share Transfer Agent or may be down loaded from the website of the Ministry of Company affairs. Information required to be furnished under Reg. 36 of the of the SEBI (LODR) Regulations, 2015 for Directors retired by rotation/Appointment of Director/Reappointment/ratifications:
- I. 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 i.e. **23rd September, 2024**.
- II. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice through Electronic means and holding shares as of the cut-off date i.e. **23rd September, 2024**, may send a request at diggimultitradeltd@gmail.com.
- III. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of voting at the AGM through ballot paper.
- IV. **Mr. Nitesh Chaudhary, Practicing Company Secretary (Membership No. F 10010)** has been appointed as the Scrutinizer for the Annual General Meeting voting facility providing to the members of the Company to scrutinize the voting and process the same in a fair and transparent manner.
- V. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of show of hands method in the chat box for all those members who have joined the AGM through VC/OAVM.
- VI. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting in the presence of at least two witnesses not in the employment of the Company and shall provide within two working days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- VII. The Results of AGM voting will be declared along with the report of the Scrutinizer within two working days and shall be placed on the website of the Company www.diggimultitrade.co.in after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited.
- VIII. Since the meeting will be conducted through VC/OAVM facility, the route map is not annexed to this Notice.

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

Item No: 3

Mr. Samarth Prabhudas Ramanuj (DIN: 06660127) was appointed as Managing Director of the Company by the Board, in its meeting held on July 19th, 2024 for a period of five years, subject to approval of members in upcoming Annual General Meeting. The Board has taken the decision of the said appointment based on the recommendations of the Nomination and Remuneration Committee and as approved by the Audit Committee. Mr. Samarth Prabhudas Ramanuj is not disqualified from being appointed as a Director or Managing Director in terms of Section 164 of the Companies Act, 2013. He has communicated his willingness to be appointed and has given his consent to act as a Managing Director of the company. He satisfies all the conditions as set out in section 196(3) of the said Act and Part-I of Schedule V thereof and hence, is eligible for appointment. Based on the recommendation of the Nomination and Remuneration Committee (NRC) and pursuant to the performance evaluation of Mr. Samarth Prabhudas Ramanuj as a Member of the Board and considering his background, experience and contribution, which would be beneficial to the Company, now the board has proposed to Mr. Samarth Prabhudas Ramanuj as a Managing Director of the Company, for a period of 5 years, i.e. w.e.f. September 30th, 2024 to September 29th, 2029, subject to approval of the Members. The Company has, in terms of Section 160(1) of the Act received in writing a notice from a Member, proposing his candidature for the office of Director. It is proposed to seek members' approval for the re-appointment of and remuneration payable to Mr. Samarth Prabhudas Ramanuj as a Managing Director, in terms of the applicable provisions of the said Act and the Rules made thereunder. Terms of appointment: The tenure of re-appointment of Managing Director shall be for a period of 5 (Five) years commencing from September 30th, 2024 to September 29th, 2029.

Other than Mr. Samarth Prabhudas Ramanuj and Shruti Ramanuj, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

ITEM NO. 4: APPROVE RECLASSIFICATION REQUEST OF OUTGOING PROMOTER / PROMOTER GROUP "PROMOTER GROUP" CATEGORY TO "PUBLIC" CATEGORY:-:-

The Company had received request letter dated Sep 3, 2024 from (collectively referred to as 'Outgoing Promoters') for reclassifying them from 'Promoters/Promoter Group' to 'Public' under regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

The shareholding of Outgoing Promoters of the Company as on Sep 3, 2024 as follows:

Sr. No.	Name of the Promoter / Promoter Group	No. of Shares held	Percentage of the total equity capital of the Company (%)
1	Dr. Sangeeta Hariprasad Naidu	NIL	NIL
2	Dr. Pradeepkumartana Jankiramulu Naidu	NIL	NIL

Each of the aforesaid promoters have in their respective request letters informed the Company that they are neither a part of the Board of Directors of the Company nor hold any Key Managerial Position in the Company. Further, they had confirmed in their letters that they do not participate in the management of the Company in any manner or capacity and do not have any special rights in the Company through formal or informal arrangements, including any shareholder agreement. Based on the requests received by the Company and pursuant to the provisions of Regulation 31A(3)(b) of the Listing Regulations, the aforesaid Outgoing Promoters seeking reclassification have confirmed that-

- I) They, together with persons acting in concert with them, do not hold more than ten per cent of the total voting rights in the Company; The Outgoing Promoters hold 0.20% per cent of the total shareholding in the Company
- II) They do not exercise control over the affairs of the Company whether directly or indirectly;
- III) They do not have any special rights with respect to the Company through formal or informal arrangements including through any shareholder agreements and any special rights as on the date of this resolution, stands superseded;
- IV) They do not represent on the Board of Directors (including not having a Nominee Director) of the Company;
- V) They do not act as a Key Managerial Person in the Company;
- VI) They are not 'wilful defaulters' as per the Reserve Bank of India Guidelines;
- VII) They are not fugitive economic offenders.

Further, the aforesaid Outgoing Promoters have confirmed that subsequent to reclassification, they would continue to comply with the requirements as mentioned in Regulation 31A(4) of the Listing Regulations.

In view of the provisions of Regulation 31A of the Listing Regulations and on satisfaction of the conditions specified in Regulation 31A (3)(b) of Listing Regulations and compliance of Regulation 31A(4) of Listing Regulations, the said requests for reclassification were considered, and approved by the Board of Directors at its meeting held on August 24, 2024.

In accordance with Regulation 31A of the Listing Regulations, the reclassification of status of a shareholder from 'Promoters/ Promoter Group' category to 'Public', inter alia, requires approval of shareholders of the Company by way of an Ordinary Resolution, in which the Outgoing Promoters and persons related to the Outgoing Promoters will not vote to approve the resolution.

Accordingly, the Board recommends the resolution proposed in Item No.9 of the Notice for the approval of members by way of an Ordinary Resolution. Upon receipt of approval of the shareholders, an application in this regard shall be submitted to the stock exchanges' for their approval.

None of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

The details as required under SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 is as follows:

Name of Director:	SHRUTI RAMANUJ	SAMARTH PRABHUDAS RAMANUJ
Designation	Executive Director	Managing Director
Date of Birth:	22/08/1994	05/12/1989
Appointment Date	20/12/2023	19/07/2024
Nature of his expertise in specific functional areas:	experience in the field of automobile and real estate and also passionately managing Food Business	solar, business process outsourcing, travel and real estate industry
Years of Experience:	7 years of experience	12 years of experience
Directorship in Other Companies:	3	5
Reason for Change	Retire by rotation and eligible for re-appointment and offer himself to appoint as Director in place of retiring director.	eligible for appointment and offer himself to appoint as Managing Director of the Company.