

INTELLIVATE CAPITAL VENTURES LIMITED

CIN: L27200MH1982PLC028715

Registered Office: 120, SV Road, Reporters Bungalow Near Shopper's Stop Opp. Bata, Ground Floor, Andheri West, Mumbai-400058 India

Corporate Office: 303-304, 3rd Floor, Vipul Agora Mall, MG Road, Sector-28, Gurugram, Haryana-122002
Phone No: 91- 8750131314

Website: www.intellivatecapitalventures.in; E-mail: amfinecompliance@gmail.com

Ref No. : ICVL/BSE/2023-24

Date- 04/03/2024

To,
The Manager
BSE Limited
1st Floor, New Trading Wing, Rotunda Building
PhirozeJeejeebhoy Towers, Dalal Street, Fort
Mumbai-400001

Security Code No.: 506134

Sub: Notice of Postal Ballot

Ref: Regulation 30 of the SEBI (LODR) Regulations, 2015

We invite your attention to our letter dated 29th December, 2023 and 13th February, 2024, wherein it was informed that the Board of Directors of the Company had approved the Name Change of Company from "**Intellivate Capital Ventures Limited to Gourmet Gateway India Limited**" and appointment of Mr. Saurabh Gupta (DIN: 07207376) and Mr. Ritesh Kalra (DIN: 07387831) as Additional Director and Non- Executive Director of the Company with effect from 13th February, 2024 subject to approval of the shareholders of the Company.

In this regard, please find enclosed the Notice dated 29th February, 2024 along with the Explanatory Statement pursuant to the applicable provisions of the Companies Act, 2013 read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, seeking approval of the Members of the Company on the Special Resolution forming part of the Notice.

In compliance with the provisions of the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020 and the latest one being General Circular No. 9/2023 dated 25th September, 2023 issued by the Ministry of Corporate Affairs from time to time, this Notice is being sent only through electronic mode to all the members whose e-mail addresses are registered with the Company/Depositories and whose names appear in the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on Friday, 01st March, 2024 ('Cut-off date'). Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot.

Members whose email addresses are not registered with the Company / Depository Participants, can register their email address with the Company's Registrar and Transfer Agent. The process for registration of email address is also provided in the enclosed Notice.

The Company has engaged the services of Central Depository Services Limited ("CDSL") to provide remote e-voting facility to the Members. The remote e-voting period commences on Tuesday, 05th

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March, 2024 from 9.00 a.m. (IST) and ends on Wednesday, 03th April, 2024 at 5.00 p.m. (IST). The remote e-voting module shall be disabled by CDSL thereafter. The results declared, along with the Scrutinizer's Report, shall be announced by the Chairman or such authorised person within the stipulated timelines.

The Notice is also being made available on the website of the Company at www.intellivatecapitalventures.in and on the website of CDSL at <https://www.evotingindia.com/>

Kindly take the same on records.

Thanking you.

Yours faithfully,

For Intellivate Capital Ventures Limited

Narender
Kumar
Sharma

Digitally signed by
Narender Kumar
Sharma
Date: 2024.03.04
15:09:06 +05'30'

Narender Kumar Sharma
Company Secretary
Membership No.: A30675

Encl.: A/a

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NOTICE OF POSTAL BALLOT

[Pursuant to Section 108 & 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

Notice is hereby given pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013, (the Act), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended (Rules), read with the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020 and the latest one being General Circular No. 9/2023 dated 25th September, 2023 issued by the Ministry of Corporate Affairs (MCA Circulars) and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and as amended from time to time), that the Special Resolution as set out in this Notice is proposed for consideration by the Members of the Company for passing by means of Postal Ballot by voting through electronic means only.

An Explanatory Statement pursuant to Sections 102, 110 and other applicable provisions, if any, of the Act, pertaining to the resolutions setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice.

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "LODR Regulations") and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, the Postal Ballot Notice and instructions for e-voting are being sent only through electronic mode to those Members whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on Friday, 01st March, 2024 (the "cut-off date") and whose e-mail addresses are registered with the Company / Depositories.

The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") for facilitating E-voting process. The details of the procedure to cast the vote electronically form part of the "Notes" to this Notice.

The Board has appointed M/s AASK & Associates LLP, Company Secretaries, as the scrutinizer (the "Scrutinizer") for conducting the Postal Ballot / E-voting process in a fair and transparent

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manner. The Scrutinizer will submit his report to the Chairman of the Company (the "Chairman"), or any other person authorized by the Chairman, and the result of the voting on Postal Ballot will be announced not later than 48 hours from the conclusion of the E-voting. The result declared along with the Scrutinizer's report shall be communicated in the manner provided in this Postal Ballot Notice.

The remote e-voting period shall commence at 9.00 a.m. (IST) on Tuesday, 05th March, 2024 and shall end at 5.00 p.m. (IST) on Wednesday, 03th April, 2024. The e-voting facility will be disabled by CDSL immediately thereafter and will not be allowed beyond the said date and time.

This Postal Ballot Notice can also be accessed from the website of the Company at www.intellivatecapitalventures.in and of the Stock Exchanges, i.e. BSE Limited (BSE) at www.bseindia.com and on the website of Central Depository Services (India) Limited. ("CDSL") <https://www.evotingindia.com/>.

SPECIAL BUSINESS

ITEM NO. 01

TO APPROVE THE CHANGE OF NAME OF THE COMPANY AND CONSEQUENT AMENDMENT IN MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Sections 13, 14, 15 and all other applicable provisions of the Companies Act, 2013 ('Act') read with applicable Rules framed thereunder, Regulation 45 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations') and applicable statutory provisions (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and enabling provisions of the Memorandum and Articles of Association of the Company and subject to the approval or permission of the Registrar of Companies, Ministry of Corporate Affairs, Central Government and/or any other regulatory or statutory authorities, as may be required, consent of the members of the Company be and is hereby accorded for changing the name of the Company '**INTELLIVATE CAPITAL VENTURES LIMITED**' to '**GOURMET GATEWAY INDIA LIMITED**' as made available by the Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs.

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RESOLVED FURTHER THAT Clause I of the Memorandum of Association of the Company be altered as under:

“The Name of the Company is “**GOURMET GATEWAY INDIA LIMITED.**”

RESOLVED FURTHER THAT upon receipt of fresh Certificate of Incorporation or relevant document consequent upon change of name, the old name, i.e. “INTELLIVATE CAPITAL VENTURES LIMITED” be substituted with the new name, i.e. “GOURMET GATEWAY INDIA LIMITED” in the Memorandum and Articles of Association of the Company and be deemed substituted in all other relevant documents including agreements, deeds, documents, contracts wherein the Company is a party or interested, common seal and at all other places wherever appearing;

RESOLVED FURTHER THAT any Director and Company Secretary of the Company, be and is hereby severally authorized to do all such acts, deeds and actions as it may, in its absolute discretion, consider necessary, expedient, usual, proper or incidental for giving effect to this Resolution along with the filling of necessary E-forms with the concerned Registrar of Companies, and to settle questions, remove any difficulty or doubt that may arise from time to time and to take such actions or give such directions as may be necessary or desirable and to obtain any approvals, permissions or sanctions which may be necessary or desirable, as it may think fit;

RESOLVED FURTHER THAT Board be and is hereby authorized to delegate all or any of the powers conferred on it by or under this Resolution to any Committee of Directors or to any Director or Directors or any officer(s) or employees of the company or any other person as it may consider appropriate to give effect to this resolution.

ITEM NO. 02

TO CONSIDER AND APPROVE APPOINTMENT OF MR. SAURABH GUPTA (DIN: 07207376) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

In this regard, it is proposed to consider and if thought fit, to pass the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), the rules framed thereunder including the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements)

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Regulations, 2015 ("SEBI Listing Regulations"), as amended and Articles of Association of the Company and on the basis of approval and recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Saurabh Gupta (DIN: 07207376), who was appointed as an Additional Director (in the capacity of an Independent Director) of the Company by the Board of Directors with effect from February 13, 2024, and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1) (b) of the SEBI Listing Regulations and is eligible for appointment under the provisions of the Act, the Rules made thereunder and the SEBI Listing Regulations, and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act proposing his candidature for the office of an Independent Director of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years with effect from February 13, 2024 upto February 12, 2029.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to settle any question, difficulty or doubt, that may arise in giving effect to the aforesaid resolution including delegation of all or any of the powers conferred on it to any committee of Board of Directors and/or any other person as it deems fit and to do all such acts and take all such steps as may be considered necessary or expedient to give effect to the aforesaid resolution."

ITEM NO. 03

TO CONSIDER AND APPROVE APPOINTMENT OF MR. RITESH KALRA (DIN: 07387831) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

In this regard, it is proposed to consider and if thought fit, to pass the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), the rules framed thereunder including the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended and Articles of Association of the Company and on the basis of approval and recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Ritesh Kalra (DIN: 07387831), who was appointed as an Additional Director (in the capacity of an Independent Director) of the Company by the Board of Directors with effect from February 13, 2024, and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1) (b) of the SEBI Listing Regulations and is eligible for appointment under the provisions of the Act, the Rules made

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thereunder and the SEBI Listing Regulations, and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act proposing his candidature for the office of an Independent Director of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years with effect from February 13, 2024 upto February 12, 2029.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to settle any question, difficulty or doubt, that may arise in giving effect to the aforesaid resolution including delegation of all or any of the powers conferred on it to any committee of Board of Directors and/or any other person as it deems fit and to do all such acts and take all such steps as may be considered necessary or expedient to give effect to the aforesaid resolution.”

**By order of the Board
For Intellivate Capital Ventures Limited**

**Place: Gurugram
Date: 29 /02/2024**

**Sd/-
Narender Kumar Sharma
Company Secretary
M. No.A30675**

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Notes:

1. The Explanatory Statements for the proposed Special Resolution(s) pursuant to Section 102 read with Section 110 of the Act setting out material facts are appended herein below. Details in terms of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) forms part of the Explanatory Statement forming part of this Notice.
2. As per the MCA Circulars, physical copies of this Postal Ballot Notice, postal ballot forms and pre-paid Business Reply Envelopes are not being sent to Members for this Postal Ballot. Members are requested to provide their assent or dissent through e-voting only
3. In compliance with provisions of Section 108 and 110 and other applicable provisions of the Act read with the Management Rules and Regulation 44 of the SEBI Listing Regulations, the Company is pleased to offer e-voting facility to the Members of the Company. For this purpose, the Company has engaged the services of Central Depository Services (India) Limited ("CDSL") for facilitating E-voting process.
4. Members may please note that the Postal Ballot Notice will also be available on the Company's website at www.intellivatecapitalventures.in, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com respectively
5. All the documents referred to in this Notice and the Explanatory Statements, shall be available for inspection through electronic mode from Tuesday, 05th March, 2024 to Wednesday, 03th April, 2024 basis the request being sent on amfinecompliance@gmail.com from their registered email address, mentioning their name, folio number/DP ID-Client ID, and the documents they wish to inspect.
6. Resolutions passed by the Members through Postal Ballot are deemed to have been passed as if the same have been passed at a general meeting of the Members.
7. In accordance with the MCA Circulars, the Company has made necessary arrangements for the members to register their e-mail address. Members who have not registered their e-mail address are requested to register the same (i) with the Depository Participant(s) where they maintain their D-mat accounts, if the shares are held in electronic form, and (ii) by giving details of folio number, e-mail address and self-attested copy of PAN card to the Registrar and Transfer Agents (RTA) of the Company, Purva Sharegistry (India) Private Limited at, unit no. 9, Shiv Shakti Ind. Estt, J.R. Boricha Marg, Lower Parel (E), Mumbai 400 011, E-mail: support@purvashare.com, if the shares are held in physical form.
8. Members would be able to cast their votes and convey their assent or dissent to the proposed resolution only through the remote e-voting process. Members whose names appear on the Register of Members / List of Beneficial Owners as on the Cut-Off Date will only be considered eligible for the purpose of E-voting. A person who becomes a member after the Cut-Off Date should treat this notice for

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information purpose only.

9. The e-voting period will commence from Tuesday, 05th March, 2024, at 9.00 A.M. IST and ends on Wednesday, 03th April, 2024, at 5.00 P.M IST. During this period Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, 01st March, 2024, may cast their vote by remote E-voting. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently.
10. Members may send their queries related to items included in the Postal Ballot Notice or any other matter concerning the Company on the email id amfinecompliance@gmail.com, from their registered email address, mentioning their name, folio number/DP ID-Client ID.
11. The Company has appointed ASK & Associates LLP, Company Secretaries as the Scrutinizer, for conducting the Postal Ballot process through remote e-voting, in a fair and transparent manner and required consent for such appointment has been received.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The voting period begins at **Tuesday, 05th March, 2024, at 9.00 A.m. IST and ends on Wednesday, 03th April, 2024, at 5.00 P.M. IST** 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, 01st March, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) 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 non-institutional 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

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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.

- (iii) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for **Individual shareholders holding securities in Demat mode** is given below:

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Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"><li data-bbox="528 577 1490 869">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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.<li data-bbox="528 904 1490 1285">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. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.<li data-bbox="528 1321 1490 1478">3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration<li data-bbox="528 1514 1490 1854">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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<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none">1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.2) If the user is 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.jsp3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
<p>Individual Shareholders (holding securities in demat mode) login through their Depository</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your</p>

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Participants	vote during the remote e-Voting period.
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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. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.
Individual Shareholders holding securities in 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 toll free no.: 1800 1020 990 and 1800 22 44 30

(iv) Login method for e-Voting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

INTELLIVATE CAPITAL VENTURES LIMITED

CIN: L27200MH1982PLC028715

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Ground Floor, Andheri West, Mumbai-400058 India

Corporate Office: 303-304, 3rd Floor, Vipul Agora Mall, MG Road, Sector-28, Gurugram,
Haryana-122002

Phone No: 91- 8750131314

Website: www.intellivatecapitalventures.in; E-mail: amfinecompliance@gmail.com

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none">If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (3).

(v) After entering these details appropriately, click on "SUBMIT" tab.

(vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

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- (viii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (ix) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xi) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) **Facility for Non - Individual Shareholders and Custodians -Remote Voting**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

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- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; amfinecompliance@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO.ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-toll free no. 1800 22 55 33.

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All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on toll free no. 1800 22 55 33.

**By order of the Board
For Intellivate Capital Ventures Limited**

**Place: Gurugram
Date: 29 /02/2024**

**Sd/-
Narender Kumar Sharma
Company Secretary
M. No.A30675**

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STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014

The following Statement sets out all material facts relating to the Special Business mentioned in the Notice:

ITEM NO.: 01

TO APPROVE THE CHANGE OF NAME OF THE COMPANY AND CONSEQUENT AMENDMENT IN MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY

The Board meeting held on 29th day of December 2023, the Directors of the Company approved the proposal to change the name of the Company to “**GOURMET GATEWAY INDIA LIMITED**”. The name **GOURMET GATEWAY INDIA LIMITED**” would enable the Company to expand its Global business opportunities. The change of name is proposed in the backdrop of the Company philosophy towards simplification, professionalization and giving a new identity to the Company.

The Company had made application for reservation of name to Central Registration Centre, Registrar of Companies and Central Registration Centre, Registrar of Companies, Subject to approval of Shareholders of the Company vide its SRN NO AA6899381 dated 21/02/2024. Office of the Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs, vide its letter dated 28/02/2024 made available to change the name of the company to “**GOURMET GATEWAY INDIA LIMITED**”

As a result of change in the name, the **Clause I of the Memorandum of Association and Article of Association** interpretation of “The Company” contained in the existing Article 2 be replaced with the following new interpretation: “Company” means **GOURMET GATEWAY INDIA LIMITED** is also required to be suitably amended. In compliance with the provisions of Section 108 of the Companies Act, 2013 and other applicable provisions, the Company is offering facility of e-voting to all Shareholders to enable them to cast their votes electronically. Shareholders are requested to follow the procedure as stated in the notes for casting of votes by e-voting.

The Company has complied with Regulation 45(1) of SEBI (Listing Obligations and Disclosure) Requirements, 2015, to the extent they are applicable. A certificate from a practising Chartered Accountant to this effect is annexed herewith as **Annexure-1**

Necessary documents in this regard are available for inspection by the Shareholders in electronic mode on the website of the Company at <https://www.intellivatecapitalventures.in/investors-information/>.

Directors, Key Managerial Personnel of the Company and any of their relatives are not

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in any way, concerned or interested in the resolution, except to the extent of shares in the company that may be held by them or their relatives or any entity in which they may be deemed to be concerned or interested.

The proposed change in name would be subject to the necessary approvals in terms of Section 4 and 13 of the Companies Act, 2013. Since the aforesaid sections requires approval of the Shareholders of the Company by way of passing Special Resolution, The Board recommends the said Resolution at Item No. 1 of the accompanying Notice as a Special Resolution for approval by the Members of the Company.

ITEM NO.: 02

TO CONSIDER AND APPROVE APPOINTMENT OF MR. SAURABH GUPTA (DIN: 07207376) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

Pursuant to the provisions of Sections 149, 150, 152, 161(1) of the Companies Act, 2013 ("the Act") read with Schedule IV thereto and Articles of Association of the Company, the Board of Directors ("the Board") of the Company at its meeting held on February 13, 2024, based on the recommendation of the Nomination and Remuneration Committee ("the Committee") and subject to the approval of shareholders, appointed Mr. Saurabh Gupta (DIN: 07207376), as a Non-Executive Independent Director (Additional Director) of the Company, with effect from February 13, 2024 for a term of five consecutive years.

Mr. Saurabh Gupta possesses requisite skills, experience, knowledge and capabilities identified by the Committee and the Board and required for the role of an Independent Director of the Company. He is Fellow member of the Institute of Chartered Accountants of India (ICAI) since March 2003, brings over 20 years of post-qualification expertise to his role as a Partner at Gupta Saurabh & Co., Chartered Accountants. Graduating from Delhi University, Saurabh has excelled in consulting and audit domains, including Statutory, Tax, and Internal Audits.

Considering Mr. Saurabh Gupta's experience and professional competence, his appointment on the Board is in the overall interest of the Company. His expertise in the above mentioned areas, understanding of different business environment and experience of working with large corporates will be of great value for the Company. Mr. Saurabh Gupta's candidature is in conformity with the requirements of the Act and the SEBI Listing Regulations. Further, in the opinion of the Nomination & Remuneration Committee and the Board, Mr. Saurabh Gupta fulfils the conditions specified in the Act & the Rules thereunder and the SEBI Listing Regulations for appointment as an Independent Director, and he is independent of the management of the Company.

Brief Profile of Mr. Saurabh Gupta:

Mr. Saurabh Gupta is a Fellow member of the Institute of Chartered Accountants of India (ICAI) since March 2003, brings over 20 years of post-qualification expertise to his role

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as a Partner at Gupta Saurabh & Co., Chartered Accountants. Graduating from Delhi University, Saurabh has excelled in consulting and audit domains, including Statutory, Tax, and Internal Audits.

Saurabh's professional journey has seen him in senior management roles with prominent organizations such as DLF Brands (a leader in fashion and lifestyle retail), ICICI Bank besides others before establishing himself as a practitioner in 2014. His comprehensive skill set spans diverse financial functions, showcasing his proficiency in corporate finance, taxation, company law matters, and more.

Mr. Saurabh Gupta is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given consent for appointment as an Independent Director for a term of five consecutive years. The Company has, in terms of Section 160(1) of the Act, received notice in writing, proposing his candidature for appointment as an Independent Director. The Company has also received a declaration from Mr. Saurabh Gupta confirming he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. Mr. Saurabh Gupta has also confirmed that he is not aware of any circumstance or situation which exists or may be reasonably expected/anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company. Mr. Saurabh Gupta is also registered with the data bank of independent directors maintained by the Indian Institute of Corporate Affairs. Further, Mr. Saurabh Gupta is not debarred from holding office of a Director by virtue of any order passed by SEBI or any other such authority.

Mr. Saurabh Gupta for himself and through his relatives, to the extent of their shareholding, if any, in the Company and to the extent of remuneration which he may receive from the Company, may be deemed to be concerned or interested, financially or otherwise, in the resolution as set out under business item no. 2 of the notice. Apart from receiving Directors' remuneration as may be decided pursuant to the provisions of the Companies Act, 2013 and SEBI Listing Regulations, Mr. Saurabh Gupta does not have any other pecuniary relationship with the Company. He is also not related to any Director or Key Managerial Personnel of the Company. Save and except the above, none of the other Directors or Key Managerial Personnel of the Company or their relatives is/are concerned or interested, financially or otherwise, in the said resolution.

Disclosures, as required under Regulation 36 of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, are annexed to this Notice.

In the opinion of the Board, Mr. Saurabh Gupta possesses expertise and knowledge required at the Board, fulfils the conditions specified in the Act and the rules framed thereunder read with the provisions of the SEBI Listing Regulations, as amended, for appointment as an Independent Director and is independent of the management of the Company. The Board of Directors is of the opinion that the appointment of Mr. Saurabh Gupta as an Independent Director in the best interest of the Company and recommends

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the Special Resolution as set out at Item No. 2 of the Notice for approval of the Members.

ITEM NO.: 03

TO CONSIDER AND APPROVE APPOINTMENT OF MR. RITESH KALRA (DIN: 07387831) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

Pursuant to the provisions of Sections 149, 150, 152, 161(1) of the Companies Act, 2013 ("the Act") read with Schedule IV thereto and Articles of Association of the Company, the Board of Directors ("the Board") of the Company at its meeting held on February 13, 2024, based on the recommendation of the Nomination and Remuneration Committee ("the Committee") and subject to the approval of shareholders, appointed Mr. Ritesh Kalra (DIN: 07387831), as a Non-Executive Independent Director (Additional Director) of the Company, with effect from February 13, 2024 for a term of five consecutive years.

Mr. Ritesh Kalra possesses requisite skills, experience, knowledge and capabilities identified by the Committee and the Board and required for the role of an Independent Director of the Company. He holds a Bachelor Degree in Commerce from Delhi University and Associate Member of the Institute of Company Secretaries of India ('ICSI'). He has over 12 years of corporate experience to his credit in the field of Companies Act, 2013 and Commercial Laws. He also specializes drafting business and commercial agreements, advising on commercial laws, resolving corporate structuring issues, rendering strategic advice.

Considering Mr. Ritesh Kalra's experience and professional competence, his appointment on the Board is in the overall interest of the Company. Mr. Ritesh Kalra's candidature is in conformity with the requirements of the Act and the SEBI Listing Regulations. Further, in the opinion of the Committee and the Board, Mr. Ritesh Kalra fulfils the conditions specified in the Act & the Rules thereunder and the SEBI Listing Regulations for appointment as an Independent Director, and he is independent of the management of the Company.

Brief Profile of Mr. Ritesh Kalra:

Mr. Ritesh Kalra holds a Bachelor Degree in Commerce from Delhi University and Associate Member of the Institute of Company Secretaries of India ('ICSI'). He has over 12 years of corporate experience to his credit in the field of Companies Act, 2013 and Commercial Laws. He also specializes drafting business and commercial agreements, advising on commercial laws, resolving corporate structuring issues, rendering strategic advice.

Mr. Ritesh Kalra is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given consent for appointment as an Independent Director for a term of five consecutive years. The Company has, in terms of Section 160(1) of the Act, received notice in writing, proposing his candidature for appointment as an

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Independent Director. The Company has also received a declaration from Mr. Ritesh Kalra confirming he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. Mr. Ritesh Kalra has also confirmed that he is not aware of any circumstance or situation which exists or may be reasonably expected/anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company. Mr. Ritesh Kalra is also registered with the data bank of independent directors maintained by the Indian Institute of Corporate Affairs. Further, Mr. Ritesh Kalra is not debarred from holding office of a Director by virtue of any order passed by SEBI or any other such authority.

Mr. Ritesh Kalra for himself and through his relatives, to the extent of their shareholding, if any, in the Company and to the extent of remuneration which he may receive from the Company, may be deemed to be concerned or interested, financially or otherwise, in the resolution as set out under business item no. 3 of the notice. Apart from receiving Directors' remuneration as may be decided pursuant to the provisions of the Companies Act, 2013 and SEBI Listing Regulations, Mr. Ritesh Kalra does not have any other pecuniary relationship with the Company. He is also not related to any Director or Key Managerial Personnel of the Company. Save and except the above, none of the other Directors or Key Managerial Personnel of the Company or their relatives is/are concerned or interested, financially or otherwise, in the said resolution.

Disclosures, as required under Regulation 36 of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, are annexed to this Notice.

In the opinion of the Board, Mr. Ritesh Kalra possesses expertise and knowledge required at the Board, fulfils the conditions specified in the Act and the rules framed thereunder read with the provisions of the SEBI Listing Regulations, as amended, for appointment as an Independent Director and is independent of the management of the Company. The Board of Directors is of the opinion that the appointment of Mr. Ritesh Kalra as an Independent Director in the best interest of the Company and recommends the Special Resolution as set out at Item No. 3 of the Notice for approval of the Members.

**By order of the Board
For Intellivate Capital Ventures Limited**

**Place: Gurugram
Date: 29 /02/2024**

**Sd/-
Narender Kumar Sharma
Company Secretary
M. No.A30675**

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Brief Profile of Directors pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard for General Meetings (SS-2) are as mentioned below:

Name of the Directors	Mr. Saurabh Gupta	Mr. Ritesh Kalra
Date of Birth/Age	07-07-1980 /43 Years	18-11-1979/42 Years
DIN	07207376	07387831
Nationality	Indian	Indian
Date of the first appointment on the Board	February 13, 2024	February 13, 2024
Terms and Conditions of Appointment	Appointment as an Independent Director for a period of 5 consecutive years effective from February 13, 2024 to February 12, 2029 and shall not be liable to retire by rotation.	Appointment as an Independent Director for a period of 5 consecutive years effective from February 13, 2024 to February 12, 2029 and shall not be liable to retire by rotation.
Remuneration last draw (including sitting fees, if any) /Remuneration proposed to be paid	Not Applicable	Not Applicable
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	None	None
Qualification(s)	Saurabh Gupta, a Fellow member of the Institute of Chartered Accountants of India (ICAI) since March 2003, brings over 20 years of post-qualification expertise to his role as a Partner at Gupta Saurabh & Co., Chartered Accountants. Graduating from Delhi University, Saurabh has excelled in consulting and audit domains, including Statutory, Tax, and Internal Audits.	He holds a Bachelor Degree in Commerce from Delhi University and Associate Member of the Institute of Company Secretaries of India ('ICSI').
Nature of Expertise	Mr. Saurabh professional journey has seen him in senior management roles with prominent organizations such as DLF Brands (a leader in fashion and lifestyle retail), ICICI Bank	He has over 12 years of corporate experience to his credit in the field of Companies Act, 2013 and Commercial Laws. He also specializes drafting business and commercial

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	besides others before establishing himself as a practitioner in 2014. His comprehensive skill set spans diverse financial functions, showcasing his proficiency in corporate finance, taxation, company law matters, and more.	agreements, advising on commercial laws, resolving corporate structuring issues, rendering strategic advice
Directorship in other Companies	1. Mudra Capital Ventures Private Limited 2. Mudra RTA Ventures Private Limited	NIL
Membership / Chairmanship of Committees of the other Boards (Includes only Audit & Stakeholders' Relationship Committee)	NIL	NIL
Number of equity shares held in the Company	NIL	NIL
Listed entities from which the Director has resigned in the past three years	NIL	NIL
Number of meetings of the Board attended during the Financial year	Not Applicable	Not Applicable
Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 National Stock Exchange of India Ltd. with ref. no. NSE/CML/2018/24 dated 20th June, 2018.	He is not debarred from holding the office of director by virtue of any SEBI order or any other such authority	He is not debarred from holding the office of director by virtue of any SEBI order or any other such authority



**The Chief General Manager
Listing Operation,
BSE Limited,
20th Floor, P.J.Towers,
Dalal Street,
Mumbai – 400 001.**

Subject: Certificate from Practicing Chartered Accountant stating compliance with conditions at sub-regulation (1) of Regulation 45 of SEBI LODR, Regulation, 2015

Dear Sir/Ma'am,

With reference to the application for approval regarding change of name of the Company from Intellivate capital ventures limited to Gourmet Gateway India Limited, we have examined the relevant records of the Company and information provided by the Management of the Company in relation to issue a certificate for compliance with the conditions of Regulation 45 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for change of Company's name from Intellivate capital ventures limited to Gourmet Gateway India Limited.

Based on our examination of the records and according to the information and explanation given to us, pursuant to the requirement of provisions of Regulation 45 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we do hereby confirm that-

1. A time period of at least one year has elapsed from the last name change;

Has not changed its name in the last one year.

2. At least fifty percent. of the total revenue in the preceding one year period has been accounted for by the new activity suggested by the new name;

The total revenue of Intellivate Capital Ventures Limited along with it's Subsidiary Companies in the preceding one year is 100% which has been accounted by the new activity suggested by the new name.

Quarter Ended	Revenue
December 31, 2023	39,94,42,000
September 30, 2023	39,18,21,000
June 30, 2023	39,07,45,000
March 31, 2023	39,39,32,000





S A H A S & ASSOCIATES

CHARTERED ACCOUNTANTS

C-3390, First Floor, Greenfield Colony

Faridabad, Haryana-121010

Mob: +91-9911420024

Email: fca.harishankar@icai.org

This certificate is issued at the request of the Company to comply with the requirement of Regulation 45 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, for onward submission to the Stock exchange where the Equity Shares of the Company is listed.

Kindly take the same on record

For S A H A S & Associates
Chartered Accountants
FRN - 025389N



CA Hari Shankar Pathak
Partner
M. No - 527682
UDIN: 24527682BKFUOY8519

Date: 29.02.2024
Place: Faridabad