



To,

Date: 21.08.2023

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai 400 001. <b>BSE Scrip Code: 532521</b>	National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No.CI1, G-Block, 13andra-Kurla Complex, Bandra (E), Mumbai 400 051. <b>NSE Scrip Code: PALREDTEC</b>
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Dear Sir/ Madam,

**Sub: Submission of 24<sup>th</sup> AGM notice which is dispatched to shareholders of the Company-reg.**

In terms of Regulations of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 as amended we are forwarding the notice of 24<sup>th</sup> Annual General Meeting of the Company, which is being dispatched to our Shareholders on 18<sup>th</sup> August, 2023. The 24<sup>th</sup> Annual General Meeting of the company is scheduled to be held on Saturday, the 9<sup>th</sup> day of September, 2023 through Video Conferencing (“VC”) /other Audio Visual Means.

Please find the enclosed the Notice of the 24<sup>th</sup> AGM for fiscal year 2023. Same will be made available on the company’s website, at [www.palred.com](http://www.palred.com)

This is for the information and records of the Exchange, please.

Thanking you.

Yours faithfully,

For Palred Technologies Limited

  


Shrutu Mangesh Rege  
CS & Compliance Officer

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**PALRED TECHNOLOGIES LIMITED**

**CIN: L72200TG1999PLC033131**

Regd. Office: H.No. 8-2-703/2/B, Plot.No.2 Road.No.12, Banjara Hills, Hyderabad, Telangana- 500034.

Tele: +9140 67138810|Website:[www.palred.com](http://www.palred.com)



**PALRED**  
TECHNOLOGIES



 **pTron**

**INNOVATE.**

**LEAD.**

**REPEAT.**

**Annual Report**  
**2022 - 2023**



## EARBUDS



## SMART WEARABLES



# SPEAKERS & SOUNDBARS

Portable Speakers



Soundbars



Party Speakers



## NECKBANDS



## HEADPHONES



## POWERBANKS



## CABLES



## CAR CHARGES



# CORPORATE INFORMATION

## BOARD OF DIRECTORS

Mrs. Palem Supriya Reddy	-	Chairperson & Managing Director (DIN: 00055870)
Ms. Stuthi Reddy	-	Non-Executive Director (DIN: 07072774)
Mr. Srikar Reddy	-	Non- Executive Director (DIN: 00001401)
Mr. S. Vijaya Saradhi	-	Independent Director (DIN: 03089889)
Mr. Atul Sharma	-	Independent Director (DIN: 07185499)
Ms. Aakanksha	-	Independent Director (DIN: 08792778)
Mr. P. Harish Naidu	-	Chief Financial Officer (COAPP1465C)
Ms. Shruti Mangesh Rege	-	Company Secretary (ANJPD2148L)

### REGISTERED OFFICE

Palred Technologies Limited  
Plot No. 2, 8-2-703/2/B, Road No.12,  
Banjara Hills, Hyderabad- 500034,  
Telangana, India.

CIN: L72200TG1999PLC033131

### STATUTORY AUDITORS

M/s. MSKA & Associates  
Chartered Accountants  
Kukatpally, Hyderabad

### INTERNAL AUDITOR

M/s. Seshachalam & co,  
"Wall Street Plaza", 1-11-256, St.No.1  
Begumpet, Hyderabad-500016  
Telangana, India.

### SECRETARIAL AUDITOR

Mr. Vivek Surana  
Practicing Company Secretary  
Plot No. 8-2-603/23/3 & 8-2-603/23, 15,  
2nd Floor, HSR Summit, Banjara Hills,  
Road No. 10, Hyderabad,  
Telangana – 500034

### BANKERS

Kotak Mahindra Bank Limited  
ICICI Bank Limited  
Citi Bank

### AUDIT COMMITTEE:

Mr. S. Vijaya Saradhi	-	Chairman
Mr. Atul Sharma	-	Member
Mr. Srikar Reddy	-	Member
Ms. Aakanksha	-	Member

### NOMINATION & REMUNERATION COMMITTEE:

Mr. S. Vijaya Saradhi	-	Chairman
Mr. Atul Sharma	-	Member
Ms. Aakanksha	-	Member
Mrs. P. Supriya Reddy	-	Member

### STAKEHOLDERS RELATIONSHIP COMMITTEE:

Ms. Aakanksha	-	Chairperson
Mr. S. Vijaya Saradhi	-	Member
Mr. P. Supriya Reddy	-	Member

### RISK MANAGEMENT COMMITTEE:

Mr. P. Supriya Reddy	-	Chairperson
Mr. Atul Sharma	-	Member
Mr. S. Vijaya Saradhi	-	Member
Ms. Stuthi Reddy	-	Member

### REGISTRAR & SHARE TRANSFER

#### AGENTS:

M/s.KFin Technologies Private Limited  
Karvy Selenium Tower B, Plot 31-32,  
Gachibowli, Financial District,  
Nanakramguda, Hyderabad – 500032  
Phone: 040-67162222,040-67161526  
Website: www.kfintech.com  
Email- einward.ris@karvy.com

#### LISTED AT:

National Stock Exchange of India Limited  
Bombay Stock Exchange Limited

#### DEMAT ISIN NUMBER IN

**NSDL& CDSL:**  
INE218G01033

#### WEBSITE:

www.palred.com

#### INVESTOR E-MAIL ID:

company@palred.com

## CHAIRMAN'S MESSAGE

### **Palred Technologies:** Bridging the Gap between Technology & People

Dear Valued Shareholders,

I hope this letter finds you safe and in good health.

It is with great pleasure that I present to you the 24th Annual Report of Palred Technologies Limited. It captures the progress and developments of an eventful year that brought in several challenges and opportunities. pTron continued on its path of growth and consistently delivered to be the Top-selling digital Lifestyle Audio & Wearables brand in India. pTron continues to develop industry-leading products in a spate of product launches over the course of the year that combine outstanding performance and technology.

Our journey over the past few years has been about investing in the future and capability enhancement, while simultaneously strengthening the balance sheet. We have the same focus today - accelerating innovation and leveraging technology to offer niche products and solutions to our customers. During the year the company has made significant progress towards its goal of building a world-class infrastructure in India and growing its market presence. pTron has always been committed to driving innovation and promoting the "Make in India" initiative. As part of this commitment, the company has made substantial investments in expanding its infrastructure within the country. These investments include setting up new manufacturing facilities, R&D centers, and logistics hubs, all aimed at enhancing local production capabilities and improving product quality.

The infrastructure setup has been crucial in strengthening pTron India's supply chain, ensuring better control over the production process, and reducing dependence on foreign imports. While this expansion has incurred significant costs, it is expected to yield long-term benefits by fostering self-reliance, reducing operational expenses, and enhancing customer satisfaction through superior product offerings.

In addition to infrastructure investments, pTron India has been strategically focusing on the growth of its business on other channels. Recognizing the importance of a multi-channel approach, the company has established partnerships with various retail chains, distributors, and franchise outlets across the country. These collaborations aim to enhance the accessibility of pTron products to a wider consumer base and cater to diverse market segments.

The company owes its indebtedness to all our vendors and employees for their constant support and encouragement that have inspired a momentum within us to go ahead with our ambitious goal. We are immensely thankful to our strategic Business Partners who have supported us in our endeavour to build a strong foothold for the brand even in such a competitive business landscape.

And I take this opportunity to thank our management team for its collaboration and hard work building on our strong foundation. And to our shareholders, thank you for the trust you have shown in your Company's leadership and financial future. With all our commitment to hard work, desire for innovation, and an ambition to be the best, the future belongs to us.

Thank you,

**Palem Supriya Reddy**

Chairperson & Managing Director

## NOTICE

Notice is hereby given that the 24th Annual General Meeting of members of M/s. Palred Technologies Limited will be held on Saturday, the 9th day of September, 2023 at 09.00 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following businesses:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone and Consolidated Audited Balance Sheet as at March 31, 2023, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Report of Auditors and Directors thereon.
2. To appoint a director in place of Mr. Srikar Reddy (DIN: 00001401) who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

#### 3. Re-Appointment of Mrs. Palem Supriya Reddy (DIN: 00055870) as Chairperson & Managing Director of the company:

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

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203, 178 and Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded for the reappointment of Mrs. Palem Supriya Reddy (DIN: 00055870) as Chairperson & Managing Director of the Company for a further term of 5 years w.e.f. 17.07.2023 on the same existing remuneration i.e., salary, perquisites and allowances and terms and conditions as mentioned in the Explanatory Statement annexed hereto."

**"RESOLVED FURTHER THAT** in the event of losses or inadequacy of profits in any financial year during her tenure, the Company shall pay to Mrs. Palem Supriya Reddy, the same remuneration by way of salary, perquisites and allowances, as minimum remuneration and in accordance with the limits specified under the Companies Act, 2013 read with Schedule V to the Companies Act 2013, or such other limit as may be prescribed by the Government of India from time to time."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized to take all such steps as may be necessary, desirable, proper or expedient and file necessary e-forms with the Registrar of Companies, Telangana to give effect to this resolution."

By order of the board  
For Palred Technologies Limited  
Sd/-

**Shruti Mangesh Rege**  
Company secretary

Place: Hyderabad  
Date: 11.08.2023

## NOTES

1. In view of the continuing Covid-19 pandemic and consequential restrictions imposed on the movements of people, the Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 02/2021 dated January 13, 2021 read with Circular No. 20/2020 dated May 05, 2020 in conjunction with Circular No. 14/2020 dated April 08, 2020 and Circular No. 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021 and Circular No. 03/2022 dated 05.05.2022 (collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/ HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021 and Circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the MCA Circulars granted certain relaxations and thus permitted the holding of Annual General Meeting ("AGM") of the companies through VC/OAVM viz. without the physical presence of the Members at a common venue. Hence in compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA / SEBI Circulars, as applicable, the AGM of the Company is being held through VC / OAVM (e-AGM).
2. The Deemed Venue of the 24th AGM of the Company shall be its Registered Office.
3. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL"), as the authorized agency for conducting the AGM and providing remote e-Voting and e-Voting facility for/during the AGM of the Company. The instructions for participation by Members are given in the subsequent notes.
4. Since the AGM will be held through VC, the Route Map is not annexed to this Notice. The registered office of the Company shall be deemed to be the venue for the AGM.
5. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum of the AGM under Section 103 of the Act.
6. Compliance with the MCA Circulars and SEBI Circular dated January 15, 2021 as aforesaid, Notice of the AGM along with the Annual Report (viz. Financial Statement) for Financial Year 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories/R&T Agent. Members may note that the Notice and Annual Report for Financial Year 2022-23 will also be available on the Company's website [www.palred.com](http://www.palred.com), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and on the website of R&T Agent of the Company viz. KFin at <https://kfinfintech.com>.

Alternatively, Member may send signed copy of the request letter providing the e-mail address, mobile number, self-attested PAN copy, DP ID (in case of electronic mode shares), folio No (in case of physical mode shares) via e-mail at the Email Id – [einward.ris@kfinfintech.com](mailto:einward.ris@kfinfintech.com) for obtaining the Annual Report and Notice of e-AGM of the Company electronically.

7. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
8. The facility of joining the e-AGM through VC / OAVM will be opened 15 minutes before and will remain open upto 15 minutes after the scheduled start time of the e-AGM, and will be available for 1000 members on a first-come first-served basis. This rule would however not apply to participation in respect of large Shareholders (Shareholders holding 2% or more shares of the Company), Promoters, Institutional Investors, Auditors, Key Managerial Personnel and the Directors of the Company including Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.
9. The Register of Members and Share Transfer Books of the Company will remain closed from 03.09.2023 to 09.09.2023 (both days inclusive) for the purpose of AGM.
10. Mr. Vivek Surana, Practicing Company Secretary, has been appointed as the Scrutinizer to scrutinize the remote e-Voting/e-Voting process in a fair and transparent manner. The Scrutinizer will submit the report to the Chairman, or any person authorised by him after completion of the scrutiny and the results of voting will be announced after the AGM of the Company. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the AGM. The result will also be displayed on the website of the Company at [www.bseindia.com](http://www.bseindia.com), [www.nseindia.com](http://www.nseindia.com) (where the Company is listed) and [www.evotingindia.com](http://www.evotingindia.com) (agency providing e-Voting facility).
11. Members of the Company under the category of Institutional/ Corporate Shareholders are encouraged to attend and vote at the AGM through VC. Corporate Members intending to authorize their representatives to participate and vote are requested to send a certified copy of the Board resolution / authorization letter to the Scrutinizer by email at [ssrfcs@gmail.com](mailto:ssrfcs@gmail.com) and the same should also be uploaded on the VC portal / e-Voting portal of CDSL.
12. Members who have not yet registered their e-mail addresses are requested to register the same with their DP in case the shares are held by them in demat mode and with RTA in case the shares are held by them in physical mode.
13. To register e-mail address for all future correspondence and update the bank account details, please follow the below process:
  - a. Members holding shares in Demat mode can get their details registered/updated only by contacting their respective DP.
  - b. Members holding shares in physical mode may register their email address and mobile number with the RTA by sending an e-mail request to the email ID [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) along with signed scanned copy of the request letter providing the email address and mobile number, self-attested copy of Permanent Account Number Card ("PAN") and copy of a share certificate for registering their email address. Additional details like name and branch of Bank along with bank account type, bank account number, 9-digit MICR code, 11-digit IFSC code and scanned copy of cancelled cheque will be required for updating bank account details.
14. SEBI has mandated submission of PAN by every participant in the securities market. Members holding shares in demat mode are, therefore, requested to submit their PAN to their DP. Members holding shares in physical mode are required to submit their PAN details to the RTA.
15. As per the provisions of Section 72 of the Companies Act, 2013 ("the Act"), the facility for submitting nomination is available for Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same with their DP in case the shares are held by them in demat mode, and to the RTA, in case the shares are held in physical mode.
16. **INSTRUCTIONS FOR E-VOTING AND JOINING THE AGM:**
  - A. VOTING THROUGH ELECTRONIC MEANS**
    - i. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Listing Regulations and applicable circulars, the Members are provided with the facility to cast their vote electronically (through remote e-Voting as well as the e-Voting system on the date of the AGM), through the e-Voting services provided by CDSL, on all the resolutions set forth in this Notice.
      - ii. The remote e-Voting period commences on Wednesday, the 6th day of September, 2023 (9.00 A.M. IST) and ends on Friday, the 8th day of September, 2023 (5.00 P.M. IST). During this period, Members holding shares either in physical mode or in demat mode, as on Saturday, the 2nd day of September, 2023 i.e. cut-off date, may cast their vote electronically. The e-Voting module shall be disabled by CDSL for voting thereafter. A person who is not a Member as on the Cut-off date should treat Notice of this Meeting for information purposes only.
      - iii. The Members who have cast their vote by remote e-Voting prior to the AGM may attend/ participate in the AGM through VC but shall not be entitled to cast their vote again.
      - iv. 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., 02.09.2023
      - v. Any person or non-individual Shareholders (in physical mode/ demat mode) who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow the steps mentioned below.
      - vi. **Login method for e-Voting and voting during the meeting for Individual Shareholders holding securities in demat mode.**

In terms of the SEBI circular dated December 9, 2020 on the e-Voting facility provided by listed companies and as part of increasing the efficiency of the voting process, e-Voting process has been enabled to all individual Shareholders holding securities in demat mode to vote through their demat account maintained with depositories / websites of depositories / depository participants. Shareholders are advised to update their mobile number and email ID in their



demat accounts in order to access e-Voting facility. Login method for Individual Shareholders holding securities in demat mode is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in <b>Demat mode with CDSL</b>	a. Users who have opted for 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 is <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.
	b. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider ("ESP") i.e. CDSL, for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all ESP i.e. CDSL/NSDL/KFin, so that the user can visit the ESP website directly
	c. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a> . Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> . 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 provided links for the respective ESP i.e. CDSL where the e-Voting is in progress.
Individual Shareholders holding securities in <b>Demat mode with NSDL</b>	a. 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: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> .
	b. 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.
	c. 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- CDSL and you will be re-directed to the CDSL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	d. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> . Select "Register Online for IDeAS" Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a> .
	e. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> . Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
	f. A new screen will open. You will have to enter your User ID (i.e. your 16 digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen
	g. 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- CDSL and you will be redirected to e-Voting website of CDSL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in Demat mode) login through their <b>Depository Participants</b>	d. You can also login using the login credentials of your Demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.
	e. 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.
	f. Click on Company name or e-Voting service provider name -CDSL and you will be redirected to e-Voting website of CDSL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**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 <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	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

### vii. Login method for e-Voting and voting during the meeting for Shareholders holding securities in physical mode and Shareholders other than Individual Shareholders holding securities in demat mode.

- The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- Click on Shareholders tab/ module.
- Now Enter your User ID
  - For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- Next enter the Image Verification as displayed and Click on Login.
- If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- If you are a first time user follow the steps given below:

<b>Login type</b>	For Shareholders holding securities in physical mode and Shareholders other than Individual Shareholders holding securities in demat mode.
PAN	Enter your 10-digit alpha-numeric "PAN" issued by Income Tax Department. Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by RTA or contact RTA.
Dividend Bank Details <b>OR</b> 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. 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 (iii).

- After entering these details appropriately, click on "SUBMIT" tab.
- Shareholders holding shares in physical mode will then directly reach the Company selection screen. However, Shareholders holding shares in Demat mode 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 account 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.
- For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- 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.
- Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- 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.
- Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- 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 and enter the details as prompted by the system.
- Additional Facility for Non – Individual Shareholders and Custodians –For Remote e-Voting only.**
  - Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://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.
- 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 at the email address viz; srsfcs@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.

**B.INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC AND E-VOTING DURING THE AGM:**

- i. The procedure for attending AGM and e-Voting on the day of AGM is same as the instructions mentioned above for e-Voting.
- ii. Members attending the AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- iii. The facility for joining the AGM shall open 15 minutes before the scheduled time for commencement of the AGM.
- iv. The link for VC to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-Voting.
- v. Shareholders who have voted through remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
- vi. Shareholders are encouraged to join the Meeting through Laptops / iPad for better experience.
- vii. Further Shareholders will be required to allow Camera (in case of speakers) and use Internet with a good speed to avoid any disturbance during the AGM.
- viii. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- ix. Members (holding shares as on Cut-off date) who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request, on or before Saturday, September 17, 2022, from their registered e-mail address mentioning their name, DP ID and Client ID / folio number, PAN, mobile

number at company@palred.com. Those Members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

- x. Only those Shareholders, who are present in the AGM through VC facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- xi. If any Votes are cast by the Shareholders through the e-Voting available during the AGM and if the same Shareholders have not participated in the meeting through VC facility, then the votes cast by such Shareholders shall be considered invalid as the facility of e-Voting during the meeting is available only to the Shareholders attending the AGM.

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- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, 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 022-23058542/43.

17. Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Act and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Act, shall be available for inspection during the AGM at e-Voting portal.
18. Statement pursuant to Section 102(1) of the Act, in respect of the Special Business to be transacted at the AGM along with details pursuant to SEBI Regulations and other applicable laws are annexed hereto. All documents referred to in the accompanying Notice and the Statement shall be available for inspection electronically. Members seeking to inspect such documents can send an email to company@palred.com.
19. The term 'Members' or 'Shareholders' has been used to denote Shareholders of Palred Technologies Limited.
20. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.Palred.com and on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the National Stock Exchange of India Limited and BSE Limited.

By order of the board  
For Palred Technologies Limited

Sd/-  
**Shruti Mangesh Rege**  
Company secretary

Place: Hyderabad  
Date: 11.08.2023

# EXPLANATORY STATEMENT

[Pursuant to Section 102 of the Companies Act, 2013]

## ITEM NO.3: RE-APPOINTMENT OF MRS. PALEM SUPRIYA REDDY AS CHAIRPERSON & MANAGING DIRECTOR OF THE COMPANY.

Pursuant to the provisions of Sections 196, 197, 203 and 178 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder, the applicable provisions of the SEBI (LODR) (including any statutory modification(s) or re-enactment thereof for the time being in force), Mrs. Palem Supriya Reddy was appointed earlier as Chairperson & Managing Director of the Company w.e.f., 31.08.2020 at the 21st Annual General Meeting for a period of 3 (Three) consecutive years which ends on July 17, 2023.

Pursuant to the recommendation of the Nomination and Remuneration Committee, evolution of performance made by the Board earlier and approval of the Board of Directors in their respective meetings held on 11.08.2023 and pursuant to the provisions of Sections 196, 197, 203 and 178 read with Schedule V and any other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (LODR) (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent and approval of the Members of the Company by way special resolution is sought for re-appointment of Mrs. Palem Supriya Reddy as Chairperson & Managing Director of the Company for a further term of 5 (Five) consecutive years w.e.f. 17th July 2023 to 17 July, 2028 at a remuneration of Rs.15,00,000/- per annum.

None of the Directors and key managerial personnel other than Mrs. Supriya Reddy Palem, Ms. Stuthi Reddy Palem, Mr. Srikar Reddy Palem are interested or concerned in any way either financially or otherwise in the above resolution.

The Board of Directors recommends the passing of the above resolution as a Special Resolution as set out in the item no. 3 of the Notice.

## Information in accordance with Schedule V of Companies Act, 2013

### I. GENERAL INFORMATION

1	Nature of Industry: Software & development			
2	Date or expected date of commencement of commercial: The Company started its commercial operations in the year 1999			
3	In case of new companies, expected date of commencement of business activities as per project approved by financial institutions appearing in the prospects: Not Applicable			
4	Financial performance based on given indications			
	<b>Particulars</b>	<b>2022-23</b> (Rs. in Lakhs)	<b>2021-22</b> (Rs. in Lakhs)	<b>2020-21</b> (Rs. in Lakhs)
	Turnover	14,802.01	12,758.77	11,700.22
	Net profit after Tax	(36.58)	(157.08)	343.96
	Net Profit under Sec 198 of the Companies Act, 2013	--	--	--
5	Foreign investments or collaborations, if any: Not Applicable			

## II. INFORMATION ABOUT THE APPOINTEE

### 1) Mrs. P. Supriya Reddy:

1.	<b>Background Details:</b> Mrs. Supriya Reddy is a graduate in Arts with Psychology as a Subject from Women's Christian College, Chennai and again she is a Post graduate in Psychology from Osmania University, Hyderabad. She has always been passionately involved in social service - be it feeding the poor or any philanthropy services. Mrs. Supriya also has teaching experience of English as a subject at Nachiketa Tapovan, a school for the underprivileged, for the past ten years.
2.	<b>Past Remuneration:</b> Rs. 15,00,000/- per annum.
3.	<b>Recognition or awards:</b> Not Applicable
4.	<b>Job Profile and her suitability:</b> Keeping in mind the background details, past record and proficiency of Mrs. Supriya Reddy Palem, the Board is of the view that she is the most suitable person for the job.
5.	<b>Remuneration proposed:</b> It is proposed to appoint Mrs. Supriya Reddy Palem as Managing Director at the remuneration of Rs. 15,00,000/- per annum.
6.	<b>Comparative remuneration profile with respect to industry, size of the company profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin):</b> Taking into consideration of the size of the Company, the profile of Mrs. Supriya Reddy and the responsibilities shouldered on him, the aforesaid remuneration package is commensurate with the remuneration package paid to managerial positions in other companies.
7.	<b>Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:</b> she is holding 10,00,000 Equity Shares of the Company

## III. OTHER INFORMATION:

1.	<b>Reasons for inadequate profits:</b> The Company is in the mode of expansion of the business which generally requires spending lot of money upfront leading to minimal profits in the initial years. All this expenditure will result in to revenues over a period of next two to three years
2.	<b>Steps taken or proposed to be taken for improvement:</b> Necessary efforts are being made to increase the clientele who in turn contribute for the growth of the business as well as the profitability.
3.	<b>Expected increase in productivity and profit in measurable terms:</b> The company is committed to build the business operations within budget and considering that the business operates on a going concern basis, it is believed that financial position of the company will improve considerably in the coming years.

**ANNEXURE-A: ITEM. 2,3,4,5 OF THE NOTICE**

Details of Directors seeking appointment and re-appointment at the forthcoming Annual General Meeting [Pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard 2 on General Meetings]

Name of the Director	Mrs. Supriya Reddy Palem
DIN	00055870
Date of Birth	11.05.1967
Board Meetings attended during the year	7 (Seven)
Brief Resume, Qualification and Experience	Mrs. Supriya Reddy has done her BA in Psychology from Women's Christian College, Chennai and Masters in Psychology from Osmania University, Hyderabad. She has always been passionately involved in social service - be it feeding the poor, distributing clothes or educating the poor. Mrs. Supriya has been teaching 9th grade English at NachiketaTapovan, a school for the underprivileged, for the past ten years.
Expertise in specific functional area	She has necessary expertise, knowledge and business acumen to drive the business of the Company.
Remuneration drawn, if any	Rs.15,00,000/- p.a
Relationships between Directors inter se	Wife of former Chairman & MD
Name of the Listed entities in which the person also holds the directorship and the membership of the committees of the Board along with the Listed entities from which the person has resigned in the past three years*	NIL
Other Directorships, Membership/ Chairmanship of Committees of other Boards	Nil
Number of shares held in the Company	10,00,000

Place: Hyderabad

Date: 11.08.2023

By order of the board  
For Palred Technologies Limited  
Sd/-

**Shruti Mangesh Rege**

Company secretary