

ID INFO BUSINESS SERVICES LIMITED

Date: 21.11.2024

BSE Limited, P.J. Towers, Dalal Street, Murnbai - 400001

Dear Sir/Madam,

To.

#### Sub: Notice for Extra- Ordinary General Meeting of the Company

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we here by submit Notice for the 1st Extra-Ordinary General Meeting of the Company for the financial year 2024 - 25 scheduled to be held on Saturday, 14<sup>th</sup> December, 2024 at 11:30 a.m. through Video Conference / Other Audio-Visual Means (VC/OAVM) facility.

Further, 07.12.2024 is fixed as the cut-off date for e-voting in connection with the Extraordinary general Meeting of the Company.

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

Thanking you.

#### Yours sincerely,

#### For ID Info Business Services Limited

Kannan Krishnan Naiker Managing Director (DIN: 00014414)

Encl. as above

#### NOTICE

Notice is hereby given that the 1<sup>st</sup> Extra Ordinary General Meeting of the Members of **ID INFO BUSINESS SERVICES LIMITED** for Financial Year 2024-2025 will be held on Saturday, 14<sup>th</sup> December, 2024 at 11:30 a.m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:

SPECIAL BUSINESS:

## 1. INCREASE IN THE AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:

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

**"RESOLVED THAT** pursuant to Section 13 and Section 61 of the Companies Act, 2013, and other applicable provisions of the Companies Act, 2013 and the Rules made there under, the authorized share capital of the company be and is hereby increased from Rs. 1,50,00,000 (Rupees One Crore Fifty Lakhs only) divided into 15,00,000 (Fifteen Lakhs) equity shares of Rs. 10/- each to Rs. 25,00,00,000 (Rupees Twenty-Five Crores Only) divided into 2,50,00,000 (Two Crores Fifty Lakhs) equity shares of Rs. 10/- each and consequently the existing Clause V of the Memorandum of Association of the Company be and is hereby altered by deleting the same and substituting in its place and instead thereof, the following as new Clause V:"

"V. The Authorised share capital of the Company is Rs. 25,00,00,000 (Rupees Twenty-Five Crores Only) divided into 2,50,00,000 (Two Crores Fifty Lakhs) equity shares of Rs. 10/-each."

"RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board be and is hereby authorised to take all such necessary steps/actions as may be deemed expedient to give effect to this resolution including signing all such necessary documents as may be required in this regard."

## 2. ISSUE OF UPTO 2,37,29,362 EQUITY SHARES TO THE PROMOTERS & NON-PROMOTERS ON PREFERENTIAL BASIS:

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 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and any statutory modifications thereof for the time being in force and in accordance with the relevant provisions of the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014, as amended, Memorandum and Articles of Association of the Company, SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended from time to time; and any other guidelines and clarifications issued by any other appropriate authorities whether in India or abroad, from time to time, to the extent applicable, and subject to such approvals, consents, permissions and sanctions as may be necessary or required, from regulatory or other appropriate authorities, including but not limited to BSE Limited ("BSE") and subject to such conditions and modifications as may be prescribed while granting such approvals and subject to any other alterations, modifications, conditions, corrections and changes and variations that may be decided by the Board in its absolute discretion, the approval of the members of the Company by way of special resolution be and is hereby accorded to the Board to Create, Offer, Issue and Allot not exceeding 2,37,29,362 Equity Shares of Rs. 10/- each at an issue price of Rs. 20/- per equity share (including a premium of Rs. 10/- per share) aggregating up to Rs. 47.45,87,240/-(Rupees Forty Seven Crores Forty Five Lakhs Eighty Seven Thousand Two Hundred and Forty Rupees Only) to the promoters and non-promoters as mentioned below (whose names shall be recorded by the Company in the manner set out in Sec 42(7) of the Companies Act, 2013 read with the respective Rules) and in accordance with Chapter V of SEBI (ICDR) Regulations, 2018 and other applicable laws on such other terms and conditions as may be determined by the Board."

| S.<br>No. | Name of the proposed Allottee | No. of Equity<br>Shares to be issued | Amount (Rs.) |
|-----------|-------------------------------|--------------------------------------|--------------|
| 1.        | Kannan Chitrapavai Naiker     | 1,50,000                             | 30,00,000    |
| 2.        | Sivani Kannan Naiker          | 63,000                               | 12,60,000    |
| 3.        | Kannan Sowmya Naiker          | 63,000                               | 12,60,000    |
| 4.        | Murugan Krishnan              | 63,500                               | 12,70,000    |
| 5.        | Mahalakshmi Selvaraj          | 63,000                               | 12,60,000    |
| 6.        | Shaijal Narayanan             | 2,50,000                             | 50,00,000    |
| 7.        | Mukesh Kumar Yadav            | 50,000                               | 10,00,000    |
| 8.        | Amit Khimji Dedhia            | 5,00,000                             | 1,00,00,000  |



| 9.  | Email id: info(a)<br>Mayank Sharma |                 | 5,00,000    |
|-----|------------------------------------|-----------------|-------------|
| 10. |                                    | 25,000          | 25,00,000   |
| 10. | Amit Dilip Sheth                   | 1,25,000        |             |
| 11, | Rahul Shyam Chawla                 | 1,87,500        | 37,50,000   |
| 12. | Iqbal Husain Motagamwala           | 1,00,000        | 20,00,000   |
| 13. | Vikash Kumar Singh                 | 1,35,000        | 27,00,000   |
| 14. | Rajesh Mirchumal Sadhwani          | 5,00,000        | 1,00,00,000 |
| 15. | Yogesh R Jadhav                    | 1,50,000        | 30,00,000   |
| 16. | Seema Jain                         | 25,000          | 5,00,000    |
| 17. | Mohan Singh Shekhawat              | 50,000          | 10,00,000   |
| 18. | Puneet Bhargava                    | 2,25,000        | 45,00,000   |
| 19. | Mohit Prakash Pursnani             | 3,00,000        | 60,00,000   |
| 20. | Navneet Singh Shekhawat            | 30,000          | 6,00,000    |
| 21. | Sawai Singh shekhawat              | 30,000          | 6,00,000    |
| 22. | Pushpa Shekhawat                   | 30,000          | 6,00,000    |
| 23. | Santosh Kanwar                     | 30,000          | 6,00,000    |
| 24. | Suman Rathore                      | 7,50,000        | 1,50,00,000 |
| 25. | Priya Chacko                       | 1,25,000        | 25,00,000   |
| 26. | Manish                             | 25,000          | 5,00,000    |
| 27. | Sandeep Yadav                      | 25,000          | 5,00,000    |
| 28. | Yogendra Singh Rathore             | 1,00,000        | 20,00,000   |
| 29. | Akash Suri                         | 2,50,000        | 50,00,000   |
| 30. | Anita Kumari                       | 1,00,000        | 20,00,000   |
| 31. | Kalapi Vinit Nagada                | 2,50,000        | 50,00,000   |
| 32. | Daksha Dilip Sheth                 | 55 SEA 1,25,000 | 25,00,000   |



|     | Email Id. Info@id           | inio.co.m |           |
|-----|-----------------------------|-----------|-----------|
| 33. | Nagendra Singh              | 50,000    | 10,00,000 |
| 34. | Keval Tushar Matalia        | 1,25,000  | 25,00,000 |
| 35. | Meet Pravinbhai Patel       | 2,00,000  | 40,00,000 |
| 36. | Rushabh Arvindbhai Shah     | 75,000    | 15,00,000 |
| 37. | Narendrabhai Kantilal Patel | 2,00,000  | 40,00,000 |
| 38. | Mascarenhas Alister         | 2,50,000  | 50,00,000 |
| 39. | Kirti Shekhawat             | 2,50,000  | 50,00,000 |
| 40. | Aditi Jangid                | 55,556    | 11,11,120 |
| 41. | Aditya Jangid               | 50,000    | 10,00,000 |
| 42. | Maya Devi                   | 50,000    | 10,00,000 |
| 43. | Markanday Soni              | 50,000    | 10,00,000 |
| 44. | Avika Choudhary             | 50,000    | 10,00,000 |
| 45. | Namitha Agarwal             | 55,556    | 11,11,120 |
| 46. | Rajesh Daga                 | 9,000     | 1,80,000  |
| 47. | Mala daga                   | 9,000     | 1,80,000  |
| 48. | Mulchand Daga               | 9,000     | 1,80,000  |
| 49. | Ashok Bastimal Siroya       | 1,75,000  | 35,00,000 |
| 50. | Nand Lal Jangir             | 1,25,000  | 25,00,000 |
| 51. | Anil Kumar                  | 1,50,000  | 30,00,000 |
| 52. | Chaitali Kalapi Nagada      | 2,50,000  | 50,00,000 |
| 53. | Prabhat Rajendra Tiwari     | 25,000    | 5,00,000  |
| 54. | Khushboo Jangid             | 25,000    | 5,00,000  |
| 55. | Jain Jainam Kishanlal       | 25,000    | 5,00,000  |
| 56. | Bharat Mansukhram Thakkar   | 25,000    | 5,00,000  |



| 57. | K S Harikumar  | 25,000      | 5,00,000     |
|-----|--|-------------|--------------|
| 58. | Nirmala Murali Ramaswamy   | 25,000      | 5,00,000     |
| 59. | S Mahalakshmi  | 25,000      | 5,00,000     |
| 60. | Jayesh Rajdev  | 25,000      | 5,00,000     |
| 61. | R Lokkesh Sakthii  | 25,000      | 5,00,000     |
| 62. | Siddharth Bhardwaj 25,000  |             | 5,00,000     |
| 63. | Vijay Kumar Choudhary and Family (HUF)                                     | 3,50,000    | 70,00,000    |
| 64. | Ramesh Kumar Gupta (HUF)   | 50,000      | 10,00,000    |
| 65. | Sheth Nilesh M HUF   | 2,00,000    | 40,00,000    |
| 66. | Doshi Vinodkumar Manchand  | 10,00,000   | 2,00,00,000  |
| 67. | Truvito Corporate Advisors LLP   | 10,00,000   | 2,00,00,000  |
| 68. | Moneyleader Finance India Private Limited                                  | 10,00,000   | 2,00,00,000  |
| 69. | North star opportunities Fund VCC-Bull Value<br>Incorporated VCC Sub- Fund | 20,03,000   | 4,00,60,000  |
| 70. | Multitude Growth Funds Limited   | 20,00,000   | 4,00,00,000  |
| 71. | Eminence Global Fund PCC - Eubilia Capital Partners<br>Fund                | 21,02,750   | 4,20,55,000  |
| 72. | Bridge India Fund  | 21,02,625   | 4,20,52,500  |
| 73. | Nexpact Limited  | 19,85,000   | 3,97,00,000  |
| 74. | Afrin Dia  | 21,02,875   | 4,20,57,500  |
| 75. | Red Soil Partners LLP  | 5,00,000    | 1,00,00,000  |
|     | Total  | 2,37,29,362 | 47,45,87,240 |

**"RESOLVED FURTHER THAT** the pricing of the equity shares to be allotted has been made in accordance with the SEBI (ICDR) Regulations, 2018 with reference to the 'Relevant Date'. The "relevant date" for the purpose of pricing of equity shares is 14.11.2024 i.e., thirty days prior to the date on which this Extra Ordinary General meeting is held in terms of Section 42 and Section 62 (1)(c) of the Companies Act, 2013."



"RESOLVED FURTHER THAT the equity shares issued shall rank pari-passu with the existing Equity Shares of the Company in all respects and that the equity shares so allotted during the financial year shall be entitled to the dividend, if any, declared including other corporate benefits, if any, for which the book closure or the Record Date falls subsequent to the allotment of Equity Shares."

**"RESOLVED FURTHER THAT** the Equity Shares allotted in terms of this resolution shall be subject to Lock-In requirements as per the provisions of Chapter V of SEBI (ICDR) Regulations, 2018 and any amendment thereto, from time to time."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to modify and decide the price, terms and conditions of the Issue of equity shares, if necessary, keeping in view of the provisions of various Statutes and Guidelines in force from time to time."

"RESOLVED FURTHER THAT pursuant to the provisions of the Act and subject to receipt of such approvals as may be required under applicable law, the consent of the Members of the Company be and is hereby accorded to record the name and address of the allottees and issue a private placement offer cum application letter in the Form PAS-4 to the allottees inviting to subscribe to the Equity in accordance with the provisions of the Act."

"RESOLVED FURTHER THAT the Company shall apply for listing and trading of the equity shares and make an application to the Depositories for admission of the said equity shares."

"RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to agree and accept all such condition(s), modification(s) and alteration(s) as may be stipulated by any relevant authorities while according approval or consent to the issue as may be considered necessary, proper or expedient and give effect to such modification(s) and to resolve and settle all questions, difficulties or doubts that may arise in this regard for implementation of this Resolution, issue and allotment of equity shares and to do all acts, deeds and things in connection therewith and incidental thereto without being required to seek any further consent or approval of the members of the Company to the intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

## 3. TO INCREASE THE LIMITS OF BORROWING BY THE BOARD OF DIRECTORS OF THE COMPANY UNDER SECTION 180(1)(c) OF THE COMPANIES ACT, 2013.

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



"RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and any other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) and reenactment(s) thereof for the time being in force), and any other applicable laws and the provisions of the Articles of Association of the Company, consent of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the 'Board', which term shall be deemed to include any Committee thereof which the Board may hereinafter constitute to exercise its po vers including the powers conferred by this Resolution) to borrow from time to time, any sum or sums of monies, which together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business), may exceed the aggregate of the paid-up capital of the Company, its free reserves and securities premium, provided that the total outstanding amount so borrowed in excess of the aggregate of the paid-up capital of the Company, free reserves (that is to say reserves not set apart for any specific purpose) and securities premium of the Company provided that the total amount so borrowed by the Board within the meaning of Section 180(1)(c) of the Act shall not at any time exceed Rs. 100 crores (Rupees One Hundred Crores Only) or the limits so prescribed under Section 180(1)(c) of the Act, whichever is higher."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary in this regard for and on behalf of the Company, including but not limited to, negotiating and finalizing the terms of borrowing, filing of necessary forms, returns, applications and submissions under the Act to give effect to this Resolution."

## 4. TO SEEK APPROVAL UNDER SECTION 180(1)(a) OF THE COMPANIES ACT, 2013 INTER ALIA FOR CREATION OF MORTGAGE OR CHARGE ON THE ASSETS, PROPERTIES OR UNDERTAKING(S) OF THE COMPANY.

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

"RESOLVED THAT pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 (the "Act") and any other applicable provisions, if any of the Act, or any amendment or modifications thereof and pursuant to the provisions of the Articles of Association of the Company, consent of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the 'Board', which term shall be deemed to include any Committee thereof which the Board may hereinafter constitute to exercise its powers including the powers conferred by this Resolution) to sell, lease or dispose of in any manner including but not limited to mortgaging, hypothecating, pledging or in any manner creating charge on all or



any part of the present and future moveable or immovable assets or properties of the Company or the whole or any part of the undertaking(s) of the Company of every nature and kind whatsoever (hereinafter referred to as the "Assets") and/or creating a floating charge on the Assets to or in favour of banks, financial institutions, investors, debenture trustees or any other lenders to secure the amount borrowed by the Company or subsidiary(ies) of the Company from time to time for the due re-payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company in respect of the said borrowings provided that the aggregate indebtedness so secured by the Assets do not at any time exceed the value of limits approved by the members under Section 180(1)(c) of the Act."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary in this regard for and on behalf of the Company, including but not limited to, negotiating and finalizing the terms of sale, lease, creation of security or any other dispositions, filing of necessary forms, returns, applications, submissions under the Act."

## 5. ALTERATION OF THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION 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 4, 13 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modifications or reenactment thereof, for the time being in force) and the rules framed thereunder, and other applicable regulations, rules and guidelines issued, if any, and subject to approval of Ministry of Corporate Affairs, and any other appropriate regulatory / statutory authorities and subject to such terms, conditions, amendments or modifications as may be required or suggested by any such appropriate authority, the consent of the members of the Company be and is hereby accorded to alter the objects clauses of Memorandum of Association, by addition of following new sub clauses 4 & 5 to existing clause III (A) of the Memorandum of Association of the Company:

4)To carry on the business of organizing, managing, promoting, and conducting sports leagues, tournaments, and events across various sports disciplines, including but not limited to Paddle, Tennis, Cricket and other related activities, aimed at providing entertainment, fostering community engagement, and promoting sportsmanship and to establish, operate, and manage sports academies, training centers, coaching facilities, and sports complexes, as well as other infrastructure for the development and training of players at all skill levels in paddle, tennis, and other sports.



5)To engage in the business of sports marketing, sponsorship, media rights, merchandise sales, and other commercial activities related to sports events, leagues, and tournaments, including the creation ar d management of branded sports leagues under any relevant name or brand and to facilitate the booking and renting of sports facilities for both league participants and general public usage, providing ancillary services such as equipment rental, event coordination, hospitality and to undertake any allied activities that support the growth, commercialization, and promotion of sports, including sports-related digital media, broadcasting, online streaming, and e-sports platforms."

"RESOLVED FURTHER THAT Mr. Kannan Krishnan Naiker, Managing Director be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary in relation to the above including the matters incidental thereto including but not limited to signing and filing all the e-forms and other documents with the statutory authorities along with the Ministry of Corporate Affairs and to execute all such documents, instruments and writings as may be necessary, proper, desirable or expedient, in the best interest of the Company, to accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Ministry of Corporate Affairs or such other Authority arising from or incidental to the said amendment and to delegate all or any of the powers conferred herein as they may deem fit."

> For and on behalf of the Board of ID Info Business Services Limited

Place: Mumbai Date: 13.11.2024



Kannan Krishnan Naiker Managing Director (DIN: 00014414)

#### ID INFO BUSINESS SERVICES LIMITED CIN: L72900MH1968PLC287172 Unit No 103,104,1st Floor,Mahinder Chembers WT Patil Marg, Chembur, Thane, Mumbai, Maharashtra - 400071 Web: www.idinfo.co.in Email id: info@idinfo.co.in EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND SEBI (LODR) REGULATIONS, 2015

#### Item No. 1

In order to accommodate the shares to be allotted on preferential basis and future requirements, the Board of Directors at their meeting held on 13.11.2024 have decided to increase the existing Auth rized Share Capital from Rs. 1,50,00,000 (Rupees One Crore Fifty Lakhs only) divided into 15,00,000 (Fifteen Lakhs) equity shares of Rs. 10/- each to Rs. 25,00,00,000 (Rupees Twenty-Five Crores Only) divided into 2,50,00,000 (Two Crores Fifty Lakhs) equity shares of Rs. 10/- each. The aforesaid increase in the Authorized Share Capital will require the amendment of the Capital Clause of the Memorandum of Association.

The Board recommends the Ordinary Resolution as set out at Item No.1 of the Notice for approval of the shareholders for increase in authorised share capital.

None of the Directors and Key Managerial Personnel of the Company and their relatives is in any way concerned or interested, financially or otherwise, in the above resolution.

#### Item No. 2:

The Special Resolution as mentioned in item no. 2 of notice proposed to authorize the Board of Directors to issue and allot not exceeding 2,37,29,362 equity shares of Rs. 10/- each at an issue price of Rs. 20/- each including a premium of Rs. 10/- per equity share, on preferential basis in such manner and on such terms and conditions as prescribed under SEBI (ICDR) Regulations and in compliance with Sections 42 and 62 and other applicable provisions of the Companies Act, 2013, the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014.

#### A. Disclosures:

The Information pertaining to the proposed preferential allotment in terms of the Chapter V of SEBI (ICDR) Regulations, 2018 and subsequent amendments thereto is stated below. As per Sections 42 and 62 and other applicable provisions if any of the Companies Act, 2013, the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, consent of the shareholders by way of special resolution is sought for issuing the equity shares as stated in the resolution.

#### (I) Objects of the preferential issue/particulars of the offer:



It is proposed to issue not exceeding 2,37,29,362 equity shares of Rs. 10/- each to the promoters and non- promoters at an issue price of Rs. 20/- per share (including a premium of Rs. 10/- per share). Further the proposed issue is to meet the following requirements:

| Sl.no | Purpose  | Amount (in Rs.) |
|-------|--|-----------------|
| 1.    | Business Agreement with M/s World Padel Company DWC-LLC,<br>a company incorporated under the laws of UAE, having its office<br>at Office No. 106, Al Zaruni Business 0Center, Al Barsha 1,<br>Dubai, UAE Dubai-Based Sports Activity Company for<br>organizing, managing, promoting, and conducting sports leagues,<br>tournaments, and events across Padel sports disciplines | 36,00,00,000    |
| 2.    | Working Capital an   General Corporate Purposes  | 11,45,87,240    |
|       | Total  | 47,45,87,240    |

## (II) Maximum number of specified securities to be issued:

The Board of Directors in its meeting held on 13.11.2024 has approved to issue not exceeding 2,37,29,362 equity shares of Rs. 10/- each at an issue price of Rs. 20/- each including a premium of Rs. 10/- per equity share by way of preferential issue.

# (III) Intent of the promoters or their associates and relatives, directors or key managerial personnel of the issuer to subscribe to the offer;

4,02,500 Equity shares of Rs. 10/- each at an issue price of Rs. 20/- each including a premium of Rs. 10/- per equity shall be issued to the following promoters as mentioned below:

| S. No. | Name of the proposed Allottee                                 | No. of Equity Shares<br>to be issued | Amount (Rs.) |
|--------|---|--------------------------------------|--------------|
| 1.     | Kannan Chitrapavai Naiker<br>(wife of Kannan Krishnan Naiker) | 1,50,000                             | 30,00,000    |
| 2.     | Sivani Kannan Naiker<br>(daughter of Kannan Krishnan Naiker)  | 63,000                               | 12,60,000    |
| 3.     | Kannan Sowmya Naiker<br>(daughter of Kannan Krishnan Naiker)  | 63,000                               | 12,60,000    |
| 4.     | Murugan Krishnan<br>(brother of Kannan Krishnan Naiker)       | 63,500                               | 12,70,000    |
| 5.     | Mahalakshmi Selvaraj  | 63,000                               | 12,60,000    |



| (sister of Kannan Krishnan Naiker) |          |           |
|------------------------------------|----------|-----------|
| Total                              | 4,02,500 | 80,50,000 |
|                                    |          |           |

The Company will take necessary steps to obtain the required approvals from BSE Limited or any other regulatory agency as may be applicable, for listing of the proposed issue of equity shares.

# (IV) Shareholding pattern of the issuer before and after the preferential issue would be as follows:

| SI.   | Pre-Issue<br>Holding        |                            |                | Proposed<br>issue | Post Issue Holding |             |  |
|-------|-----------------------------|----------------------------|----------------|-------------------|--------------------|-------------|--|
| No    | Category                    | No. of<br>Equity<br>shares | % of<br>shares |                   | No. of shares      | % of Shares |  |
| A     | Promoters                   |                            |                |                   |                    |             |  |
| 1     | Individuals<br>/HUF         | 9,06,160                   | 72.49          | 4,02,500          | 13,08,660          | 5.24        |  |
| 2     | Body<br>Corporate/Trus<br>t |                            |                |                   |                    |             |  |
|       | Sub-Total (A)               | 9,06,160                   | 72.49          | 4,02,500          | 13,08,660          | 5.24        |  |
| B     | Non-Promoters               |                            |                |                   |                    |             |  |
| 1     | Institutions                |                            |                | 10000             |                    |             |  |
|       | A. Domestic                 | 24,250                     | 1.94           |                   | 24,250             | 0.10        |  |
|       | B. Foreign                  |                            |                | 1,22,96,25<br>0   | 1,22,96,250        | 49.23       |  |
| 2     | Non-<br>Institutions        |                            |                |                   |                    |             |  |
| (i)   | Bodies<br>Corporate         | 2200                       | 0.18           | 10,00,000         | 10,02,200          | 4.01        |  |
| (ii)  | Individuals                 | 3,17,180                   | 25.37          | 57,70,612         | 60,87,792          | 24.37       |  |
| (iii) | HUF                         | 210                        | 0.02           | 16,00,000         | 16,00,210          | 6.41        |  |
| (iv)  | NRIs                        |                            |                | 11,60,000         | 11,60,000          | 4.64        |  |
| (v)   | LLP                         |                            |                | 15,00,000         | 15,00,000          | 6.00        |  |
|       | Sub-Total (B)               | 3 43,840                   | 27.51          | 2,33,26,86<br>2   | 2,36,70,702        | 94.76       |  |
|       | Grand Total<br>(A+B)        | 12,50,00<br>0              | 100.0<br>0     | 2,37,29,36<br>2   | 2,49,79,362        | 100.00      |  |



(V) Time frame within which the preferential issue shall be completed and material terms:

As required under the ICDR Regulations, the Company shall complete the allotment of equity shares as aforesaid on or before the expiry of 15 days from the date of passing of the special resolution by the shareholders granting consent for preferential issue or in the event allotment of equity shares would require any approval(s) from any regulatory authority or the Central Government, within 15 days from the date of such approval(s), as the case may be.

(VI) Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them and change in control, if any, in the issuer consequent to the preferential issue and the current and proposed status of the allottee (s) post the preferential issues namely, promoter or nonpromoter:

List of proposed allottees: All the proposed allottees as furnished in the table are the ultimate beneficial owners, unless stated otherwise, of the shares along with their status as to promoter/ non – promoter, pre and post preferential issue. There will be no change in the status of the proposed allottees post the preferential issue.

| SI.<br>No. | Identity of proposed<br>Preferential Allottee | Pre issue<br>holding | % of<br>shares | Proposed<br>preferential<br>issue | Post<br>issue<br>holding | Post<br>issue %<br>holding |
|------------|---|----------------------|----------------|-----------------------------------|--------------------------|----------------------------|
| 1.         | Kannan Chitrapavai<br>Naiker                  | 0                    | 0              | 1,50,000                          | 1,50,000                 | 0.60                       |
| 2.         | Sivani Kannan Naiker                          | 0                    | 0              | 63,000                            | 63,000                   | 0.25                       |
| 3.         | Kannan Sowmya<br>Naiker                       | 0                    | 0              | 63,000                            | 63,000                   | 0.25                       |
| 4.         | Murugan Krishnan                              | 0                    | 0              | 63,500                            | 63,500                   | 0.25                       |
| 5.         | Mahalakshmi Selvaraj                          | 0                    | 0              | 63,000                            | 63,000                   | 0.25                       |
| 6.         | Shaijal Narayanan                             | 0                    | 0              | 2,50,000                          | 2,50,000                 | 1.00                       |
| 7.         | Mukesh Kumar Yadav                            | 0                    | 0              | 50,000                            | 50,000                   | 0.20                       |
| 8.         | Amit Khimji Dedhia                            | 0                    | 0              | 5,00,000                          | 5,00,000                 | 2.00                       |
| 9.         | Mayank Sharma                                 | 0                    | 0              | 25,000                            | 25,000                   | 0.10                       |
| 10.        | Amit Dilip Sheth                              | 0                    | 0              | 1,25,000                          | 1,25,000                 | 0.50                       |
| 11.        | Rahul Shyam Chawla                            | 0                    | 0              | 1,87,500                          | 1,87,500                 | 0.75                       |
| 12.        | IqbalHusain                                   | 0                    | 0              | 1,00,000                          | 1,00,000                 | 0.40                       |



| 1   | Motagamwala                    | Eman id. | moteran | 10.co.m  | 1        |      |
|-----|--------------------------------|----------|---------|----------|----------|------|
|     | Vikash Kumar Singh             | 0        | 0       | 1,35,000 | 1,35,000 | 0.54 |
|     | Rajesh Mirchumal               | 0        | 0       | 5,00,000 | 5,00,000 | 2.00 |
|     | Sadhwani                       | v l      | ľ       | 5,00,000 | 5,00,000 | 2.00 |
| 15. | Yogesh R Jadhav                | 0        | 0       | 1,50,000 | 1,50,000 | 0.60 |
| 16. | Seema Jain                     | 0        | 0       | 25,000   | 25,000   | 0.10 |
|     | Mohan Singh<br>Shekhawat       | 0        | 0       | 50,000   | 50,000   | 0.20 |
| 18. | Puneet Bhargava                | 0        | 0       | 2,25,000 | 2,25,000 | 0.90 |
| 19. | Mohit Prakash Pursnani         | 0        | 0       | 3,00,000 | 3,00,000 | 1.20 |
|     | Navneet Singh<br>Shekhawat     | 0        | 0       | 30,000   | 30,000   | 0.12 |
| 21. | Sawai Singh shekha wat         | 0        | 0       | 30,000   | 30,000   | 0.12 |
|     | Pushpa Shekhawat               | 0        | 0       | 30,000   | 30,000   | 0.12 |
| 23. | Santosh Kanwar                 | 0        | 0       | 30,000   | 30,000   | 0.12 |
| 24. | Suman Rathore                  | 0        | 0       | 7,50,000 | 7,50,000 | 3.00 |
| 25. | Priya Chacko                   | 0        | 0       | 1,25,000 | 1,25,000 | 0.50 |
| 26. | Manish                         | 0        | 0       | 25,000   | 25,000   | 0.10 |
| 27. | Sandeep Yadav                  | 0        | 0       | 25,000   | 25,000   | 0.10 |
| 28. | Yogendra Singh<br>Rathore      | 0        | 0       | 1,00,000 | 1,00,000 | 0.40 |
| 29. | Akash Suri                     | 0        | 0       | 2,50,000 | 2,50,000 | 1.00 |
| 30. | Anita Kumari                   | 0        | 0       | 1,00,000 | 1,00,000 | 0.40 |
| 31. | Kalapi Vinit Nagada            | 0        | 0       | 2,50,000 | 2,50,000 | 1.00 |
| 32. | Daksha Dilip Sheth             | 0        | 0       | 1,25,000 | 1,25,000 | 0.50 |
| 33. | Nagendra Singh                 | 0        | 0       | 50,000   | 50,000   | 0.20 |
| 34. | Keval Tushar Matalia           | 0        | 0       | 1,25,000 | 1,25,000 | 0.50 |
| 35. | Meet Pravinbhai Patel          | 0        | 0       | 2,00,000 | 2,00,000 | 0.80 |
|     | Rushabh Arvind hai<br>Shah     | 0        | 0       | 75,000   | 75,000   | 0.30 |
|     | Narendrabhai Kantilal<br>Patel | 0        | 0       | 2,00,000 | 2,00,000 | 0.80 |
| 38. | Mascarenhas Alister            | 0        | 0       | 2,50,000 | 2,50,000 | 1.00 |
| 39. | Kirti Shekhawat                | 0        | 0       | 2,50,000 | 2,50,000 | 1.00 |
| 40. | Aditi Jangid                   | 0        | 0       | 55,556   | 55,556   | 0.22 |
| 41. | Aditya Jangid                  | 0        | 0       | 50,000   | 50,000   | 0.20 |
| 42. | Maya Devi                      | 0        | 0       | 50,000   | 50,000   | 0.20 |
| 43. | Markanday Soni                 | 0        | 0       | 50,000   | 50,000   | 0.20 |
| 44. | Avika Choudhary                | 0        | 0       | 50,000   | 50,000   | 0.20 |

济 0

|     | 1  | - | id: info@id | and the second se |               | -    |
|-----|--|---|-------------|---|---------------|------|
| 45. | Namitha Agarwal  | 0 | 0           | 55,556  | 55,556        | 0.22 |
| 46. | Rajesh Daga  | 0 | 0           | 9,000   | 9,000         | 0.04 |
| 47. | Mala daga  | 0 | 0           | 9,000   | 9,000         | 0.04 |
| 48. | Mulchand Daga  | 0 | 0           | 9,000   | 9,000         | 0.04 |
| 49. | Ashok Bastimal Siroya  | 0 | 0           | 1,75,000  | 1,75,000      | 0.70 |
| 50. | Nand Lal Jangir  | 0 | 0           | 1,25,000  | 1,25,000      | 0.50 |
| 51. | Anil Kumar   | 0 | 0           | 1,50,000  | 1,50,000      | 0.60 |
| 52. | Chaitali Kalapi Nagada   | 0 | 0           | 2,50,000  | 2,50,000      | 1.00 |
| 53. | Prabhat Rajendra<br>Tiwari   | 0 | 0           | 25,000  | 25,000        | 0.10 |
| 54. | Khushboo Jangid  | 0 | 0           | 25,000  | 25,000        | 0.10 |
| 55. | Jain Jainam Kishanlal  | 0 | 0           | 25,000  | 25,000        | 0.10 |
| 56. | Bharat Mansukhram<br>Thakkar   | 0 | 0           | 25,000  | 25,000        | 0.10 |
| 57. | K S Harikumar  | 0 | 0           | 25,000  | 25,000        | 0.10 |
| 58. | Nirmala Murali<br>Ramaswamy  | 0 | 0           | 25,000  | 25,000        | 0.10 |
| 59. | S Mahalakshmi  | 0 | 0           | 25,000  | 25,000        | 0.10 |
| 60. | Jayesh Rajdev  | 0 | 0           | 25,000  | 25,000        | 0.10 |
| 61. | R Lokkesh Sakthii  | 0 | 0           | 25,000  | 25,000        | 0.10 |
| 62. | Siddharth Bhardwaj   | 0 | 0           | 25,000  | 25,000        | 0.10 |
| 63. | Vijay Kumar<br>Choudhary and Family<br>(HUF)                                     | 0 | 0           | 3,50,000  | 3,50,000      | 1.40 |
| 64. | Ramesh Kumar Gupta<br>(HUF)  | 0 | 0           | 50,000  | 50,000        | 0.20 |
| 65. | Sheth Nilesh M HUF   | 0 | 0           | 2,00,000  | 2,00,000      | 0.80 |
| 66. | Doshi Vinodkumar<br>Manchand   | 0 | 0           | 10,00,000   | 10,00,00<br>0 | 4.00 |
| 67. | Truvito Corporate<br>Advisors LLP  | 0 | 0           | 10,00,000   | 10,00,00<br>0 | 4.00 |
| 68. | Moneyleader Finance<br>India Private Limited                                     | 0 | 0           | 10,00,000   | 10,00,00<br>0 | 4.00 |
| 69. | North star opportunities<br>Fund VCC-Bull Value<br>Incorporated VCC Sub-<br>Fund | 0 | 0           | 20,03,000   | 20,03,00<br>0 | 8.02 |
| 70. | Multitude Growth   | 0 | 0           | 20,00,000   | 20,00,00      | 8.01 |



|     | Funds Limited  |   |   |           | 0             |      |
|-----|--|---|---|-----------|---------------|------|
| 71. | Eminence Global Fund<br>PCC - Eubilia Capital<br>Partners Fund | 0 | 0 | 21,02,750 | 21,02,75<br>0 | 8.42 |
| 72. | Bridge India Fund  | 0 | 0 | 21,02,625 | 21,02,62<br>5 | 8.42 |
| 73. | Nexpact Limited  | 0 | 0 | 19,85,000 | 19,85,00<br>0 | 7.95 |
| 74. | Afrin Dia  | 0 | 0 | 21,02,875 | 21,02,87<br>5 | 8.42 |
| 75. | Red Soil Partners LLP  | 0 | 0 | 5,00,000  | 5,00,000      | 2.00 |

Further, the ultimate beneficiary of the following allottees are:

| SL<br>No | Name of the Body Corporates  | Ultimate Beneficial Owner                         |
|----------|--|---|
| 1.       | Vijay Kumar Choudhary and Family<br>(HUF)                                  | Vijay Kumar Choudhary                             |
| 2.       | Ramesh Kumar Gupta (HUF)   | Ramesh Kumar Gupta                                |
| 3.       | Sheth Nilesh M HUF   | Nilesh Madhukantbhai Sheth                        |
| 4.       | Vinodkumar Manchand Doshi  | Vindokumar Manchand Doshi                         |
| 5.       | Truvito Corporate Advisors LLP   | Yash Vinodbhai Doshi                              |
| 6.       | Moneyleader Finance India Private Limited                                  | Nishant Pitti<br>Rikant Pitti                     |
| 7.       | North star opportunities Fund VCC-Bull<br>Value Incorporated VCC Sub- Fund | Issam Ali Baqer                                   |
| 8.       | Multitude Growth Funds Limited   | Paul Boskma                                       |
| 9.       | Eminence Global Fund PCC - Eubilia<br>Capital Partners Fund                | Grigor Jabishvili                                 |
| 10.      | Bridge India Fund  | Thomas Karsten Beute                              |
| 11.      | Nexpact Limited  | Saleem Aziz Habib Al Balushi                      |
| 12.      | Afrin Dia  | Thomas Karsten Beute                              |
| 13.      | Red Soil Partners LLP  | S. Sarweswara Reddy<br>Gudapu Reddy Sreedar Reddy |



**Change in control:** As a result of the proposed preferential allotment of equity shares, there will be no change in the composition of the Board of Directors and no change in control of the Company.

(VII) Undertaking that the issuer shall re-compute the price of the specified securities in terms of the provision of these regulations where it is required to do so and other undertakings:

In terms of SEBI (ICDR) Regulations, 2018 issuer hereby undertakes that:

- As the Ordinary Shares (equity shares) have been listed for a period of more than 90 trading days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable. However, the Compan\_ shall re-compute the price of the specified securities in terms of the provision of these regulations where it is required to do so.
- If the amount payable on account of the re-computation of price, if any is not paid within the time stipulated in the specified regulations, the securities shall continue to be locked-in till the time such amount is paid.

#### (VIII) Practicing Company Secretary Certificate:

Certificate from M/s. Vivek Surana & Associates, Practicing Company Secretary confirming that the proposed issue of equity shares is being made in accordance with the SEBI (ICDR) Regulations, 2018 is obtained and the same is available on the website of the Company under the web link <u>www.idinfo.in</u>.

## (IX) Pricing of the Issue including the basis or justification for the premium and Relevant Date:

The price of the equity sha es proposed to be issued has been determined in accordance with the preferential issue guidelines given in SEBI (ICDR) Regulations and subsequent amendments thereto.

In terms of the provisions of Regulation 165 of ICDR Regulations, the shares of the Company are not frequently traded and the price at which equity shares are to be issued is determined as per the valuation certificate issued by an Independent Registered Valuer.

The Company has considered the Valuation Report dated 8<sup>th</sup> November, 2024 issued by CA. Ramji Mahadevan, Independent Registered Valuer (IBBI Regd. No. IBBI/RV/05/2019/10894) having office at #15-7, Maruthi, 35<sup>th</sup> Street, Nanganallur, Chennai-600061. The Valuation Report shall be available for inspection by the members on the Company's website under the weblink: <u>www.idinfo.in</u>. As per the Valuation Report, the price

of equity share of the Company Stands at Rs. 20/- per share against which it is proposed to issue equity shares at an issue price of Rs. 20/- each.

A Certificate is obtained from the Practicing Company Secretary confirming the minimum price for the preferential issue is as per Preferential Issue Regulations in chapter V of SEBI (ICDR) Regulations, 2018.

## (X) The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer;

Not Applicable as the allotment will be made for cash.

#### (XI) SEBI Takeover code:

In the present case none of the proposed allottees has attracted SEBI Takeover Code and therefore is not under obligation to give open offer to the public except making certain disclosures to Stock Exchange, if required.

## (XII) Holding of shares in demat form, non-disposal of shares by the proposed allottees and lock-in period of shares:

The entire shareholding of the proposed allottees in the company, if any is held by them in dematerialized form. The proposed allottees have not sold their shares during the 90 trading days prior to the relevant date and are eligible for allotment of equity shares on preferential basis. The proposed allottees have Permanent Account Number. The entire pre preferential allotment shareholding of such allottees, if any, shall be under lock-in as required under Regulation 167 of SEBI (ICDR) Regulations, 2018.

#### (XIII) Lock-in Period:

The equity shares to be allotted shall be subject to 'lock-in' for such a period as the case may be from the date of trading approval from BSE Limited where the securities of the Company are listed as per Clause 167 of the SEBI (ICDR) Regulations, 2018.

#### (XIV) Listing:

The Company will make an application to BSE Limited at which the existing equity shares are presently listed. Such Equity Shares, once allotted, shall rank pari passu with the then existing Equity Shares of the Company, in all respects, including voting rights and dividend.

(XV)The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number <u>of sec</u>urities as well as price:



The Company has not made any allotment on preferential basis during the year.

#### (XVI) Compliances:

The company has complied with the requirement of Rule 19A of the Securities Contracts (Regulation) Rules, 1957 and Regulation 38 of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 maintaining a minimum of 25% of the paid up capital in the hands of the public.

#### (XVII) Other disclosures/undertaking:

- Neither the Company, its Promoters nor the Directors have been declared as wilful defaulters or fraudulent borrowers as defined under the SEBI ICDR Regulations. Consequently, the disclosures required under Regulation 163(1)(i) of the ICDR Regulations are not applicable.
- None of its directors or promoters is fugitive economic offender as defined under the ICDR Regulations.
- The Company does not have any outstanding dues to SEBI, Stock Exchanges or the Depositories.
- 4. The Company has obtained the Permanent Account Numbers (PAN) of the proposed allottees, except those allottees which may be exempt from specifying PAN for transacting in the secu ities market by SEBI before an application seeking in-principle approval is made by the Company to the stock exchange(s) where its equity shares are listed;
- The Company shall be making application seeking in-principle approval to the stock exchange(s), where its equity shares are listed, on the same day when this notice will be sent in respect of the general meeting seeking shareholders' approval by way of special resolutions;
- 6. The Company is in compliance with the conditions for continuous listing;
- Since the Equity Shares have been listed on the recognized stock exchanges for a period of more than 90 trading days prior to the Relevant Date, the Company is not required to re-compute the price in terms of SEBI ICDR Regulations;
- None of the Proposed Allottees has sold any equity shares during 90 trading days preceding the Relevant Date.



- The Equity Shares held by all the proposed allottees in the Company are in dematerialized form only.
- 10. No person belonging to the promoters / promoter group has previously subscribed to and paid for any shares of the Company during the last one year.
- The Company is eligible to make the Preferential Allotment under Chapter V of the SEBI ICDR Regulations.

#### (XVIII) Monitoring Agen y:

Since the issue size is below Rupees One Hundred Crores, the Company is not required to appoint Monitoring Agency pursuant to Regulation 162A of SEBI (ICDR) Regulations, 2018.

#### (XIX) Approval under the Companies Act:

Section 62(1) of the Companies Act, 2013 provides, inter alia, that whenever it is proposed to increase the subscribed capital of a Company by further issue and allotment of shares shall be first offered to the existing shareholders of the Company in the manner laid down in the said Section, unless the shareholders decide otherwise in General Meeting by way of special resolution.

Accordingly, the consent of the shareholders is being sought pursuant to the provisions of Section 62(1) of the Companies Act, 2013 and all other applicable provisions, SEBI Guidelines or Regulations and the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for authorizing the Board to offer, issue and allot equity shares as stated in the resolutions, which would result in a further issuance of securities of the Company to the promoter and non- promoters on a preferential allotment basis, in such form, manner and upon such terms and conditions as the Board may in its absolute discretion deem fit.

The Board of Directors recommends the passing the resolution as a Special Resolution as set out in the Notice.

Except Mr. Kannan Krishnan Naiker, Managing Director and Mrs. Chitrapavai Kannan Naiker, Director of the Company, none of the other Directors and Key Managerial Personnel of the Company and their relatives is in any way concerned or interested, financially or otherwise, in the above resolution.



#### Item Nos: 3 & 4

Keeping in view the Company's existing and future financial requirements to support its business operations, the Company needs additional funds. For this purpose, the Company is desirous of raising finance from Banks and/or Financial Institutions and/or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit.

In accordance with the provisions of Section 180(1)(a) and 180(1)(c) of the Companies Act, 2013, the following powers can be exercised by the Board of Directors with the consent of the Members by a Special Resolution:

- To pledge, mortgage, hypothecate and/or charge all or any part of the moveable or immovable properties of the Company and the whole or part of the undertaking of the Company;
- b) To borrow money, where the money to be borrowed, together with the money already borrowed by the Company will exceed the aggregate of the Company's paid-up share capital and free reserves and securities premium, apart from temporary loans obtained from the company's bankers in the ordinary course of business.

The Board is of the view that in order to further expand the business activities of the Company and for meeting the expenses for capital expenditure, the Company may be further required to borrow money, either secured or unsecured, from the banks/ financial institutions/other body corporate, from time to time, and to pledge, mortgage, hypothecate and/or charge any or all of the movable and immovable properties of the Company and/or whole or part of the undertaking of the Company.

The Board of Directors of the Company proposes to increase the limits to borrow money upto Rs. 100 Crores (Rupees One Hundred Crores) and to secure such borrowings by pledging, mortgaging, hypothecating the movable or immovable properties of the Company amounting up to Rs. 100 Crores (Rupees One Hundred Crores).

It is, therefore, required to obtain approval of members by way of Special Resolution under Sections 180(1)(a) and 110(1)(c) of the Companies Act, 2013, to enable the Board of Directors to borrow money in excess of the aggregate of the paid-up share capital and free reserves of the Company and to create charge on the assets over the Company under the Companies Act, 2013.

The Board recommends the Special Resolutions set out at Item Nos. 3 & 4 of the Notice for approval by the Members.



None of the Directors/Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested, financially or otherwise, in the Resolution set out in the Notice.

#### Item No.5:

It is proposed to amend the Main Objects under the Objects Clause of the Memorandum of Association of the Company by alteration of the object clause III (A) in order to carry on the business of organizing, managing, promoting, and conducting sports leagues, tournaments, and events across various sports. It is therefore proposed to alter the objects clauses of Memorandum of Association, by addition of new sub clauses 4 & 5 to existing clause III (A) of the Memorandum of Association of the Company. The above amendment would be subject to the approval of the Ministry of Corporate Affairs and/or any other Statutory or Regulatory Authority, as may be necessary.

4)To carry on the business of organizing, managing, promoting, and conducting sports leagues, tournaments, and events across various sports disciplines, including but not limited to Paddle, Tennis, Cricket and other related activities, aimed at providing entertainment, fostering community engagement, and promoting sportsmanship and to establish, operate, and manage sports academies, training centers, coaching facilities, and sports complexes, as well as other infrastructure for the development and training of players at all skill levels in paddle, tennis, and other sports.

5)To engage in the business of sports marketing, sponsorship, media rights, merchandise sales, and other commercial activities related to sports events, leagues, and tournaments, including the creation and management of branded sports leagues under any relevant name or brand and to facilitate the booking and renting of sports facilities for both league participants and general public usage, providing ancillary services such as equipment rental, event coordination, hospitality and to undertake any allied activities that support the growth, commercialization, and promotion of sports, including sports-related digital media, broadcasting, online streaming, and e-sports platforms."

A copy of the Memorandum of Association of the Company together with the proposed alterations is available for inspection by the Members of the Company at its Registered Office during normal business hours on all working days (Except Saturday and Sunday).

As per Section 13 of the Companies Act, 2013, any alteration to the Object Clause of the Memorandum of Association of the Company requires approval of the Members by passing Special Resolution.

The Board recommends passing of the resolution set out at Item No. 5 as a Special Resolution.



None of the Directors or the Key Managerial Persons of the Company or their respective relatives are concerned or interested, financially or otherwise in the resolution.

## For and on behalf of the Board of ID Info Business Services Limited

Kannan Krishnan Naiker Managing Director (DIN: 00014414)

Place: Mumbai Date: 13.11.2024

Notes:

- 1. The Ministry of Corporate Affairs ("MCA") has vide its General Circular nos. and 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid -19", General Circular no. 20/2020 dated May 5, 2020, General Circular nos. 02/2021 and 21/2021 dated January 13, 2021 and December 14, 2021 Circular No. 03/2022 dated 05.05.2022, Circular No. 10/2022 dated December 28, 2022 Circular SEBI/HO/CFD/ CMD2/CIR/P/2022/62 dated May 13, 2022 and circular no. SEBI/ HO/ CFD/ PoD-2/P/ CIR/ 2023/ 4 dated January 5, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 issued by SEBI (hereinafter collectively referred to as "the Circulars"), in relation to "Clarification on holding of Extra Ordinary General Meeting (EGM) through video conferencing (VC) or other audio visual means (OAVM)", (collectively referred to as "MCA Circulars") permitted the holding of the Extra Ordinary General Meeting ("EGM") through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the EGM of the Company is being held through VC/OAVM.
- 2. The Deemed Venue of the EGM of the Company shall be its Registered Office.
- Since the EGM will be held through VC/OAVM (e-EGM), the Route Map for venue of EGM is not annexed to the Notice.
- Members attending the EGM through VC/OAVM shall be counted for the purpose of reckoning the quorum of the EGM under Section 103 of the Act.



- 5. In compliance with the MCA Circulars and SEBI Circular dated January 15, 2021 as aforesaid, Notice of the EGM 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 will also be available on the Company's website www.idinfo.in., website of the Stock Exchange i.e., BSE Limited at www.bseindia.com. The EGM Notice is also disseminated on the website of NSDL (agency for providing the Remote e-Voting facility and e-voting system during the EGM i.e. https://eservices.nsdl.com.
- 6. 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 EGM.
- 7. To avoid fraudulent transaction(s), the identity/ signature of the Members holding shares in electronic/ demat form is verified with the specimen signatures furnished by NSDL/ CDSL and members holding shares in physical form is verified as per the records of the R&T Agent of the Company. Members are requested to keep the same updated.
- 8. Pursuant to the provisions of the Act and other applicable Regulations, a Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on their behalf and the proxy need not be a Member of the Company. However, since this EGM is being held pursuant to the MCA/SEBI Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will also not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed to the Notice.
- 9. Corporate/institutional Members (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/ JPG format) of the relevant Board Resolution/Authority Letter / Power of Attorney etc. together with attested specimen signature of the duly authorised signatory(ies) who is /are authorised to vote, to the Scrutinizer through e-mail at info@idinfo.co.in.
  - 10. Recent circular requires submission of Aadhaar/PAN number by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit Aadhaar card/PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their Aadhaar card/PAN details to the Company/ Registrar and Share Transfer Agents (Purva Sharegistry (India) Pvt. Ltd).



- 11. Members holding shares in the same name under different ledger folios are requested to apply for Consolidation of such folios and send the relevant share certificates to Purva Sharegistry (India) Pvt. Ltd., Share Transfer Agents of the Company for their doing the needful.
- **12.** Members are requested to send their queries at least 5 days before the date of meeting so that information can be made available at the meeting.
- 13. In respect of shares held in physical mode, all shareholders are requested to intimate changes, if any, in their registered address immediately to the registrar and share transfer agent of the Company and correspond with them directly regarding share transfer/transmission /transposition, Demat/Remat, change of address, issue of duplicate shares certificates, ECS and nomination facility.
- 14. In terms of Section 72 of the Companies Act, 2013, a member of the Company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Members desirous of availing this facility may submit nomination in prescribed Form-SH-13 to the Company/RTA in case shares are held in physical form, and to their respective depository participant, if held in electronic form.
- 15. Members holding shares in the electronic form are requested to inform any changes in address/bank mandate directly to their respective Depository Participants.
- The company has appointed M/s. Vivek Surana & Associates, Practicing Company Secretaries, as scrut nizer of the company to scrutinize the voting process.
- 17. Since securities of the Company are traded compulsorily in dematerialized form as per SEBI mandate, members holding shares in physical form are requested to get their shares dematerialized at the earliest.
- 18. In compliance with the MCA Circulars and SEBI Circular dated January 15, 2021 as aforesaid, Notice of the EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories.
- Since the EGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
- 20. The Members can join the e-EGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.



# 21. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on 11.12.2024 at 9:00 A.M. and ends on 13.12.2024 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e.,07.12.2024 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 07.12.2024.

#### How do I vote electronically using NSDL e-Voting system?

The way to vote electronic ly on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

#### Step 1: Access to NSDL e-Voting system

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

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

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

| Type of shareholders   | Login Method  |  |
|--|---|--|
| Individual Shareholders<br>holding securities in<br>demat mode with<br>NSDL. | 1. Existing <b>IDeAS</b> user can visit the e-Services website of<br>NSDL Viz. <u>https://eservices.nsdl.com</u> either on a Personal<br>Computer or on a mobile. On the e-Services home page click<br>on the " <b>Beneficial Owner</b> " icon under " <b>Login</b> " which is<br>available under ' <b>IDeAS</b> 'section, this will prompt you to enter<br>your existing User ID and Password. After successful<br>authentication, you will be able to see e-Voting services under |  |
|  | Value added services. Click on "Access to e-Voting" under e   |  |



Email id: info@idinfo.co.in

Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e., NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

2. If you are not registered for IDeAS e-Services, option to register is available at <u>https://eservices.nsdl.com</u>. Select "Register Online for IDeAS Portal" or click at <u>https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</u>

Visit the e-Voting website of NSDL. Open web 3. browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e., your sixteen digit demat account number hold with NSDL). Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on

can login through their 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

or



Individual Shareholders holding securities in demat mode with CDSL

1)



arehttps://web.cdslindia.com/myeasi/home/login

www.cdslindia.com and click on New System Myeasi.

|                         | Email id: info@idinfo.co.in   |  |  |
|-------------------------|---|--|--|
|                         | 2) After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links |  |  |
|                         | of e-Voting service provider i.e., NSDL. Click on NSDL to   |  |  |
|                         | cast your vote.   |  |  |
|                         | 3) If the user is not registered for Easi/Easiest, option to  |  |  |
|                         | register is available at  |  |  |
|                         | https://web.cdslindia.com/myeasi/Registration/EasiRegistration  |  |  |
|                         | 4) Alternatively, the user can directly access e-Voting   |  |  |
|                         | page by providing demat Account Number and PAN No. from   |  |  |
|                         | a link in 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 provided links for the respective  |  |  |
|                         | ESP i.e., <b>NSDL</b> where the e-Voting is in progress.  |  |  |
| Individual Shareholders | You can also login using the login credentials of your demat  |  |  |
| (holding securities in  | account through your Depository Participant registered with   |  |  |
| demat mode) login       | NSDL/CDSL for e-Voting facility. upon logging in, you will  |  |  |
| through their           | be able to see e-Voting option. Click on e-Voting option, you   |  |  |
| depository participants | will be redirected to NSDL/CDSL Depository site after   |  |  |
|                         | successful authentication, wherein you can see e-Voting   |  |  |
|                         | feature. Click on company name or e-Voting service provider   |  |  |
|                         | i.e., NSDL and you will be redirected to e-Voting website of  |  |  |
|                         | NSDL for casting your vote during the remote e-Voting period  |  |  |
|                         | or joining virtual meeting & voting during the meeting.   |  |  |

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above-mentioned website.

## <u>Helpdesk for Individual Shareholders holding securities in demat mode for any</u> technical issues related to login through Depository i.e., NSDL and CDSL.

| Login type   | Helpdesk details   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 |  |
|--|---|--|
| Individual Shareholders holding securities in demat mode with NSDL       |   |  |
| Individual Shareholders holding<br>securities in demat mode with<br>CDSL | Members facing any technical issue in login can<br>contact CDSL helpdesk by sending a request at<br><u>helpdesk.evoting@cdslindia.com</u> or contact at 022-<br>23058738 or 022-23058542-43     |  |



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

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

 Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <u>https://www.evoting.nsdl.com/</u> 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.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <u>https://eservices.nsdl.com/</u> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

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

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.



b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "<u>Forgot User Details/Password?</u>"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) <u>**Physical User Reset Password?**</u>" (If you are holding shares in physical mode) option available on <u>www.e voting.nsdl.com</u>.

c) If you are still unable to get the password by aforesaid two options, you can send a request at <u>evoting@nsdl.co.in</u> mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

 Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, home page of e-Voting will open.

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

## How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful log n at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.



 Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".

Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

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

## **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to <u>viveksurana24@gmail.com</u> with a copy marked to evoting@nsdl.co.in.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of <u>www.evoting.nsdl.com</u> or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Mr. Swapneel Puppala at <u>evoting@nsdl.co.in</u>

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to info@idinfo.co.in



2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to info@idinfo.co.in If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding shareholders holding securities in demat mode.

3. Alternatively, shareholder/members may send a request to <u>evoting@nsdl.co.in</u> for procuring user id and password for e-voting by providing above mentioned documents.

4. <u>In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by</u> Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to a cess e-Voting facility.

## THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM ARE AS UNDER: -

- The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
- Only those Members/ shareholders, who will be present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM.
- 3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
- The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the Jay of the EGM shall be the same person mentioned for Remote e-voting.

# INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:

 Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of



"VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

- 2. Members are encouraged to join the Meeting through Laptops for better experience.
- Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 4. 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.
- Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at info@idinfo.co.in. The same will be replied by the company suitably.
- Those shareholders who have registered themselves as a speaker at least 5 days in advance before the date of EGM will only be allowed to express their views/ask questions during the meeting.
- Only those shareholders who are present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM.
- 8. If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.



The Scrutinizer shall, immediately after the conclusion of voting at the EGM, first count the votes cast during the EGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the EGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.

# For and on behalf of the Board of ID Info Business Services Limited

Place: Mumbai Date: 13.11.2024



Kannan Krishnan Naiker Managing Director (DIN: 00014414)

Sd/-