



NOTICE OF
ANNUAL GENERAL MEETING

NOTICE TO MEMBERS

Notice is hereby given to all the members of the Company that the **Forty-Third Annual General Meeting of TECHNVISION VENTURES LIMITED** will be held on Friday, 29th September 2023, at 10:00 am through Video Conferencing (VC)/ Other Audio-Visual Means (OVAM) to transact the following business.

Ordinary Business

1. To receive, consider and adopt the Audited Financial Statements as on 31st March 2023 together with the Report of Auditors and Directors thereon.
2. To appoint a Director in the place of Mrs. Geetanjali Toopran (DIN: 01498741) who retires by rotation and being eligible, offers herself for re-appointment.

Special Business

3. Re-Appointment of Mrs. Geetanjali Toopran as Whole Time Director of the Company

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

“RESOLVED THAT pursuant to the provisions of Section 196, 197 & 203 read with Schedule V and other applicable provisions, if any, of the Companies Act 2013 (including any statutory modifications or re-enactment(s) thereof, for the time being in force), in accordance with the Articles of Association of the Company, subject to the approval of the members in the General Meeting and such other consents and permissions as may be necessary, and subject to such modifications, variations as may be approved and acceptable to the appointee, based on the recommendation of Nomination and Remuneration Committee, the consent of the Board be and is hereby accorded for the re-appointment of Mrs. Geetanjali Toopran as Whole Time Director of the Company for a period of 5 years from 14th February, 2023 to 13th February, 2028 at a remuneration as approved and recommended by Nomination and Remuneration Committee for a period of 3 years i.e. up to 13th February, 2026.

Period of Appointment: 5 (Five) Years from 14th February, 2023 to 13th February, 2028.

Period of Salary: The salary of Mrs. Geetanjali Toopran shall be ₹ 1,14,867/- p.m. commencing from 14th February, 2023 to 13th February, 2026 subject to the maximum increase of 20% in a Year.

RESOLVED FURTHER THAT where in any financial year, during the currency of tenure of Whole Time Director, if the company has no profits or its profits are inadequate, the company shall pay her remuneration by way of salary and perquisites not exceeding the limits as prescribed under Schedule V of the Companies Act, 2013 as amended from time to time.

RESOLVED FURTHER THAT any one of the Directors, Chief Financial Officer or Company Secretary of the Company be and are hereby authorized to comply with all formalities including digitally signing and filing of various forms with the Ministry of Corporate Affairs (MCA)/Registrar of Companies (ROC) and to do all such acts and things as may be necessary for the above said purpose.

4. To borrow moneys in excess of the paid-up share capital and free reserves of the Company.

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

“RESOLVED that in supersession of all the earlier Resolutions passed in this regard, pursuant to Section 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’), and the Rules framed thereunder, the consent of the Company be and is hereby accorded to the Board of Directors of the Company, for borrowing moneys, for the purposes of the Company, from time to time, notwithstanding that the moneys to be borrowed together with the moneys already borrowed, apart from temporary loans obtained from the Company’s bankers in the ordinary course of business, will or may exceed the aggregate of the paid-up capital of the Company and its free reserves, provided however, that the aggregate of the amounts so borrowed and to be borrowed and outstanding at any time apart from temporary loans obtained from the Company’s bankers in the ordinary course of business, shall not exceeding ₹ 75 Cr. (Rupees Seventy Five Crore Only).

RESOLVED FURTHER THAT any one of the Directors, Chief Financial Officer or Company Secretary of the Company be and are hereby authorized to comply with all formalities including digitally signing and filing of various forms with the Ministry of Corporate Affairs (MCA)/Registrar of Companies (ROC) and to do all such acts and things as may be necessary for the above said purpose.”

Registered Office:

1486 (12-13-522), Lane No. 13, Street No. 14,
Tarnaka, Secunderabad - 500 017.
Telangana, India

CIN: L51900TG1980PLC054066
Phone Nos.: 040-2717 0822, 27175157, 27177591,
Fax No.: 040-2717 3240
E-Mail: investor_relations@technvision.com
Date: 04th September, 2023

**By order of the Board of Directors
of TechN Vision Ventures Ltd.,**

sd/-
D. Santosh Kumar
Company Secretary
M.No. ACS.31332

NOTES:

1. Pursuant to the provisions of the Companies Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the Ministry of Corporate Affairs (MCA) Circulars through VC/OAVM facility, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the e-AGM. Hence the proxy form and attendance slip are not annexed to this Notice.
2. The Company has notified that the Register of Members shall remain closed from **Wednesday, the 20th day of September, 2023 to Friday, the 29th Day of September, 2023 (both days inclusive)**.
3. Individual Members holding physical shares are advised to make nomination in respect of their shareholding in the Company. Shareholders desirous of making nominations are requested to send their request (which will be made available on request) to the Registrar and Share Transfer Agent i.e. M/s. Venture Capital and Corporate Investments Private Limited, Hyderabad.
4. Members holding shares in electronic form are requested to intimate immediately any change in their address, email ID or bank mandates to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to notify / send any change in their address and email ID and bank account details to the Registrar & Share Transfer Agent i.e. M/s. Venture Capital and Corporate Investments Private Limited, Hyderabad.
5. Members are requested to intimate the Company or Registrar, the details or clarifications, if any, required in relation to this Annual Report, at least 7(Seven) days before the Meeting to enable the Management to keep the information ready at the Meeting.
6. The Ministry of Corporate Affairs (MCA) has taken a Green Initiative in Corporate Governance by allowing paperless compliances by the Companies and has issued Circulars stating that service of Notice / all documents including Annual Reports can be sent by e-mail to their Members. To support the 'Green Initiative' in the Corporate Governance and to contribute towards greener environment, we are sending all official communications to the email address provided by you with your depositories. We request you to register / update your e-mail addresses with M/s. Venture Capital and Corporate Investments Private Limited, if shares are in physical mode or with your DP, if the holdings are in electronic mode.
7. As per Section 152 and other applicable provisions of the Companies Act, 2013, Mrs. Geetanjali Toopran, Director retires by rotation at the ensuing Annual General Meeting and being eligible offers herself for the re-appointment. The Particulars of Directors seeking re-appointment is annexed to the Notice.
8. The explanatory statement pursuant to Section 102 of the Act forms part of this Notice. The Board of Directors, at their meeting held on 13th February, 2023 and 4th September, 2023 has decided that the Special Business set out under item Nos. 3 & 4 respectively, being considered unavoidable, be transacted at the forty-third e-AGM of the Company.
9. The deemed venue for the forty-third e-AGM shall be the Registered Office of the Company i.e. at Tarnaka, Secunderabad – 500017.

10. In terms of Sections 101 and 136 of the Act, read with the Rules made thereunder, the listed companies may send the Notice of AGM and the Annual Report, including financial statements, boards' report, etc. by electronic mode. Pursuant to the said provisions of the Act read with MCA Circular No. 10/2022 dated 28th December, 2022 and SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05th January, 2023, Notice of forty-third e-AGM along with the Annual Report for FY2022-2023 is being sent only through electronic mode to those members whose email addresses are registered with the Company/depositories. Members may note that the Notice and Annual Report for FY2022-2023 will also be available on the Company's website at <https://www.technvision.com> or the website of the stock exchange i.e., BSE Limited at www.bseindia.com.
11. SEBI vide its Notification dated 8th June 2018 as amended on 30th November 2018, has stipulated that w.e.f. 01 April 2019, the transfer of securities (except transmission or transposition of shares) shall not be processed, unless the securities are held in the dematerialised form. The Company has complied with the necessary requirements as applicable, including sending of letters to shareholders holding shares in physical form and requesting them to dematerialise their physical holdings. Members who still hold share certificates in physical form are advised to dematerialise their shareholding to also avail of numerous benefits of dematerialisation, which include easy liquidity, ease of trading and transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.
12. The Company has been maintaining, inter alia, the following statutory registers at its registered office at Tarnaka, Secunderabad - 500 017.
 - i. Register of Contracts or Arrangements in which Directors are interested under Section 189 of the Act.
 - ii. Register of Directors and Key Managerial Personnel and their shareholding under Section 170 of the Act.

In accordance with the MCA Circulars, the said Registers will be made accessible for inspection through electronic mode and shall remain open and be accessible to any member during the continuance of the Meeting.
13. The voting rights of the Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. **Friday, 15th September, 2023**.
14. The Company has appointed M/s. JRA and Associates LLP., Practicing Company Secretaries, Hyderabad as a Scrutinizer to scrutinize the remote e-voting process.
15. The Results on resolutions shall be declared on or after the Annual General Meeting of the Company and the resolution(s) will be deemed to be passed at the Annual General Meeting date subject to receipt of the requisite number of votes in favour of the Resolution(s).
16. The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company (www.technvision.com) and the communication will be sent to the Bombay Stock Exchange Limited.

17. Instructions – For Remote e-voting and e-voting during AGM

- i. As you are aware, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No.02/2021 dated 13th January, 2021, Circular No. 02/2022 dated 05th May, 2022 and Circular No. 10/2022 dated 28th December, 2022 (collectively Referred as “MCA Circulars”) and Circular No. SEBI /HO /CFD/ CMD1 /CIR /P/2020/79 dated 12th May, 2020, SEBI/HO/CFD/ CMD2/ CIR/P/2021/11 dated 15th January, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 and SEBI Circular No. SEBI/ HO/CFD/ PoD-2/P/CIR/2023/4 dated 05th January, 2023 (collectively Referred as “SEBI Circulars”) issued by SEBI. The forthcoming AGM will thus be held through Video Conferencing (VC) or Other Audio-Visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
- ii. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
- iii. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more of the paid up equity share capital), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- iv. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
- v. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, authorised representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/ OAVM and cast their votes through e-voting.
- vi. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.technvision.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

- vii. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020, MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2022 dated 05th May, 2022 and Circular No. 10/2022 dated 28th December, 2022.
- viii. In continuation of this Ministry's **General Circular No. 20/2020**, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2023, or become due in the year 2023, to conduct their AGMs on or before 30.09.2023, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 10/2022 dated 28th December, 2022.

ix. The Instructions to shareholders for E-Voting and Joining Virtual Meetings are as under:

A. The instructions for shareholders voting electronically are as under:

- i. The voting period begins on **Tuesday, the 26th Day of September, 2023 at 09.00 AM** and ends on **Thursday, the 28th Day of September, 2023 at 5.00 PM**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date being **Friday, the 15th day of September, 2023**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.
- iii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- iv. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 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 for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

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

Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individuals holding in Demat form.

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

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR DOB	<p>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.</p> <ul style="list-style-type: none"> • If both the details are not recorded with the depository or Company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- xi. After entering these details appropriately, click on “SUBMIT” tab.
- xii. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password can also be used by the demat holders for voting on 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.
- xiii. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xiv. Click on the EVSN (Electronic Voting Sequence Number) for the relevant i.e M/s. Technvision Ventures Limited on which you choose to vote.
- xv. 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.
- xvi. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xvii. 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.
- xviii. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xix. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- xx. If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xxi. Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xxii. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- xxiii. Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, 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 emailed in PDF format in the system for the scrutinizer cs@jracs.com to verify the same otherwise the votes will be considered invalid.
- 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 or to the Company at the email address viz; investor_relations@technvision.com, if they have voted from individual tab and not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

B. Process for those shareholders whose email addresses are not registered with the depositories for obtaining login credentials for e-voting for the resolutions proposed in this Notice:

For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to investor_relations@vccipl.com.

For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

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.

C. Instructions for shareholders attending the AGM through VC/OAVM are as under:

The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.

The link for VC/OAVM 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.

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.

Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

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/ask questions during the meeting may register themselves as a speaker by sending their request during the period starting from **22nd September, 2023 to 23rd September, 2023** in advance, mentioning their name, demat account number/folio number, email id, mobile number at investor_relations@technvision.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries during the period starting from **22nd September, 2023 to 23rd September, 2023** in advance, mentioning their name, demat account number/folio number, email id, mobile number at investor_relations@technvision.com. The queries may be raised precisely and in brief to enable the Company to answer the same suitably by email.

Those shareholders who have registered themselves as a speaker will only be allowed to express their views or ask questions during the meeting.

Only those shareholders, who are present in the AGM/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/AGM.

If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

D. Instructions for shareholders for e-voting during the AGM are as under:

The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.

Only those shareholders, who are present in the AGM 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 AGM.

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/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.

Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

18. Any person, who acquires shares of the Company and becomes a Member of the Company after sending the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@cdslindia.in However, if he/she is already registered with CDSL for remote e-voting then he/she can use his/her existing User ID and password for casting vote. If you forgot your password, you can reset your password by using “Forgot User Details / Password” option available on www.evoting.cdsl.com.
19. Since the Meeting will be conducted through VC/OAVM facility, the route map of the venue is not annexed to this Notice.

Registered Office:

1486 (12-13-522), Lane No. 13, Street No. 14,
Tarnaka, Secunderabad - 500 017.
Telangana, India

CIN: L51900TG1980PLC054066
Phone Nos.: 040-2717 0822, 27175157, 27177591,
Fax No.: 040-2717 3240
E-Mail: investor_relations@technvision.com
Date: 04th September, 2023

**By order of the Board of Directors
of TechN Vision Ventures Ltd.,**

sd/-
D. Santosh Kumar
Company Secretary
M.No. ACS.31332

ANNEXURE TO NOTICE DATED 04th SEPTEMBER 2023

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 3

Pursuant to the Section 196, 197, 198 and 203 read with Schedule V of the Companies Act, 2013 and as per the recommendation of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on 13.02.2023, subject to the approval of members of the company, given their consent for the appointment of Mrs. Geetanjali Toopran as Whole Time Director of the Company for a period of 5 years w.e.f. 14th February, 2023 to 13th February, 2028 at a remuneration as approved and recommended by Nomination and Remuneration Committee for a period of 3 years i.e. up to 13th February, 2026.

Mrs. Geetanjali Toopran brings with her a vast experience for almost two decades leading various capacities, which include operation, support and finance positions in the Company. She has rich experience and deep knowledge in various departments in the Company and has immensely contributed to the growth of the Company by her incisive and broad based knowledge. She has streamlined the business process and operations of the Company and has been a strategic management persona.

The below information is being furnished in accordance with the Schedule V of Part II of Section II of the Companies Act, 2013.

I. General Information.

S.No	Information Sought	Particulars																												
1	Nature of Industry	The Company is engaged in IT and ITES and Software Development activities and investment into its related Companies.																												
2	Date of Commencement of commercial production	The Company has started its operations soon after the completion of takeover. i.e. August 2001.																												
3	Financial Performance of the Company.	(₹ in Lakhs)																												
		<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">Particulars</th> <th style="text-align: center;">2022-2023</th> <th style="text-align: center;">2021-2022</th> <th style="text-align: center;">2020-2021</th> </tr> </thead> <tbody> <tr> <td>Total Revenue</td> <td style="text-align: right;">1,411.02</td> <td style="text-align: right;">1,927.41</td> <td style="text-align: right;">1,493.35</td> </tr> <tr> <td>Total Expenditure</td> <td style="text-align: right;">1,376.79</td> <td style="text-align: right;">1,865.21</td> <td style="text-align: right;">1,480.72</td> </tr> <tr> <td>Profit Before Tax</td> <td style="text-align: right;">34.23</td> <td style="text-align: right;">62.20</td> <td style="text-align: right;">12.63</td> </tr> <tr> <td>Paid up Equity Capital</td> <td style="text-align: right;">627.50</td> <td style="text-align: right;">627.50</td> <td style="text-align: right;">627.50</td> </tr> <tr> <td>Reserves and Surplus</td> <td style="text-align: right;">730.23</td> <td style="text-align: right;">709.34</td> <td style="text-align: right;">703.63</td> </tr> <tr> <td>Dividend Rate</td> <td style="text-align: center;">Nil</td> <td style="text-align: center;">Nil</td> <td style="text-align: center;">Nil</td> </tr> </tbody> </table>	Particulars	2022-2023	2021-2022	2020-2021	Total Revenue	1,411.02	1,927.41	1,493.35	Total Expenditure	1,376.79	1,865.21	1,480.72	Profit Before Tax	34.23	62.20	12.63	Paid up Equity Capital	627.50	627.50	627.50	Reserves and Surplus	730.23	709.34	703.63	Dividend Rate	Nil	Nil	Nil
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Dividend Rate	Nil	Nil	Nil																											
4	Export Performance and Foreign Exchange Collaboration.	1,398.25 Lakhs																												
5	Net F/E(Gain/(Loss)).	(5.46) Lakhs																												

II. Information about appointee:

S.No	Information Sought	Particulars
1	Background details	The background detail of Mrs. Geetanjali Toopran is given in Explanatory Statement and also mentioned in the disclosure as required under Regulation 36(3) of the SEBI (LODR) Regulations, 2015.
2	Past Remuneration, recognition of awards and her suitability	₹ 11,78,400 /- Per Annum. Mrs. Geetanjali Toopran led various departments, which include operations, support and finance positions in the Company. She has rich experience and deep knowledge in various departments in the Company and has immensely contributed to the growth of the Company by her incisive and broad based knowledge. She has streamlined the business process and operations of the Company
3	Remuneration Proposed	The salary of Mrs. Geetanjali Toopran shall be ₹ 1,14,867/- p.m. commencing from 14 th February, 2023 to 13 th February, 2026 subject to the maximum increase of 20% in a Year.
4	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person.	Mrs. Geetanjali Toopran is serving on the Board of the Company. She has streamlined the business process and operations of the company and has been a strategic management persona. Her skill set and her experience places her in the Company at par with similar positions on other companies of comparable size and nature.
5	Pecuniary relationship directly or indirectly with Company, or relationship with the managerial personnel, if any	Mrs. Geetanjali Toopran is a Promoter and Whole Time Director & CFO of the Company. Mr. Sai Gundavelli, Director and Mrs. Veena Gundavelli, Managing Director are her relatives.

III. Other Information

S.No	Information Sought	Particulars
1	Reason for Loss, Steps taken or proposed to be taken for improvement, Background details and expected increase in productivity and profits in measurable terms	The Company is a profit making company and there are no losses or Inadequate profits during the year under review.

IV. Disclosures

The company disclosed the details of elements of remuneration of all the Directors, fixed component and performance linked incentives along with performance criteria, service contracts, notice period, severance fees and stock option details, if any, and whether issued at discount and other related disclosures in the Director's Report attached with the Financial Statements.

Pursuant to Section 197 read with Schedule V of the Company Act 2013, the appointment of Whole Time Director approved by the Board of Director is subject to the approval of members by passing a special resolution at the general meeting.

Hence the Board recommends the resolution set forth in item No. 3 for approval of the members.

All the documents relating to Item No.3 above will be available for inspection at the registered office of the company.

Mrs. Geetanjali Toopran is concerned or interested in the Resolution. Mr. Sai Gundavelli and Mrs. Veena Gundavelli being relatives of Mrs. Veena Gundavelli are deemed to be concerned or interested in the Resolution. No other Director or Key Managerial Personnel of the company and their relatives concerned or interested either directly or indirectly, financially or otherwise in the above Resolution.

Item No. 4

The Board of Directors of the Company at their meeting held on 04.09.2023, subject to the approval of members of the company at the ensuing Annual General Meeting, given their consent to increase the borrowing limits under Section 180(1)(c) of the Companies Act, 2013 up to a limit of 75 cr. (apart from the temporary loans obtained from the Company's bankers in the ordinary course of business and repayable on Demand). There were no outstanding borrowings as on 31.03.2023. As at 31.03.2023, the own funds of the Company were 15.38 cr.

It is considered desirable to raise the limit of borrowings to 75 cr., (apart from the temporary loans obtained from the Company's bankers in the ordinary course of business and repayable on Demand).

Hence the Board recommends the resolution set forth in item No. 4 for approval of the members.

All the documents relating to Item No. 4 above will be available for inspection at the registered office of the Company.

None of the other Directors/Key Managerial Personnel of the Company and their relatives are concerned or interested either directly or indirectly, financially or otherwise, in the resolution set out at item No. 4 of the Notice.

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Fax No.: 040-2717 3240
E-Mail: investor_relations@technvision.com
Date: 04th September, 2023

**By order of the Board of Directors
of TechNvision Ventures Ltd.,**

sd/-
D. Santosh Kumar
Company Secretary
M.No. ACS.31332

ANNEXURE TO THE NOTICE

Particulars of Directors seeking appointment / re-appointment at the ensuing AGM. (Pursuant to Regulation 36(3) of the SEBI (LODR) Regulations, 2015)

Name of the Director	Mrs. Geetanjali Toopran
Date of Birth and Age	24.08.1966 & 57years
Date of Appointment on Board	26.02.2013
Qualifications	Master's in Public Administration and Master's in Human Resource Management
Expertise in specific functional areas	Mrs. Geetanjali Toopran brings with her a vast experience for almost two decades leading various capacities which include operation, support and finance positions in the Company and she has rich experience and deep knowledge in various departments in the Company and has immensely contributed to the growth of the Company by her incisive and broad based knowledge. She has led the Company from Administrative prospects and has propelled its growth. She has streamlined the business process operations of the Company and has been a strategic management persona.
List of Directorship Membership/ Chairmanship of Committees of other Board	1. Tiebeam Technologies India Private Limited. 2. 5Element Homes Private Limited
Number of Board Meetings attended during the year	4
Number of shares held in the Company	23,000
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company.	Sister of Mr. Sai Gundavelli, Promoter Director of the Company.

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sd/
D. Santosh Kumar
Company Secretary
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