NOTICE

NOTICE is hereby given that the 31st Annual General Meeting of the members of **REVATI ORGANICS LIMITED** will be held on Monday, 30th September, 2024 at 12.00 Noon. The venue of the Meeting shall be at Govind Dalvi Sabhagruh, Aarey Road, Above Bank of Maharashtra, Goregaon West, Mumbai – 400104 to transact the following business:

ORDINARY BUSINESS:

1. **Adoption of Audited Standalone Financial Statements**

   To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2024 together with the reports of the Board of Directors and Auditors thereon.

2. **Appointment of Mr. Manish Shah (DIN - 00434171) as Director of the Company, liable to retire by rotation and being eligible, offers himself for re-appoimtment.**

   To appoint a Director in place of Mr. Manish Shah (DIN - 00434171) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

SPECIAL RESOLUTION:

3. **Appointment of Mr. Nikesh Kesarimal Oswal (DIN: 07895357) as a Non-Executive Independent Director of the Company**

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

   "RESOLVED THAT pursuant to the provisions of sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], **Mr. Nikesh Kesarimal Oswal (DIN: 07895357),** who was appointed as an Additional Non-Executive Independent Director of the Company by the Board of Directors of the Company and who holds office of the Additional Non-Executive Independent Director up to the conclusion of the Annual General Meeting and who is eligible for being appointed as Non-Executive Independent Director and in respect of whom the Company has received a Notice in writing from a Member under section 160 of the Companies Act, 2013 proposing his candidature for the office of Non-Executive Independent Director, be and is hereby appointed as Non-Executive Independent Director of the Company, not liable to retire by rotation and to hold office for a term of five consecutive years."

4. **Appointment of Mrs. Jeeja Ramdas (DIN:10643322) as Director of the Company**

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

"RESOLVED THAT Mrs. Jeeja Ramdas (DIN:10643322), who was appointed as an Additional Director of the Company with effect from 29th May, 2024 pursuant to the provisions of Section 161 of the Companies Act, 2013 ("Act") and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, and being eligible, offer herself for appointment and in respect of whom the Company has received a notice in writing from a Member, pursuant to the provisions of Section 160 of the Act, signifying his intention to propose the candidature of Mrs. Jeeja Ramdas (DIN:10643322) for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation, with effect from the date of this Meeting.

RESOLVED FURHTER THAT the Board of Directors be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. Change of name of the Company and consequential alteration of Memorandum of Association (MOA) and Articles of Association (AOA) 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 provisions of Section 4, 5, 13 and 14 and all other applicable provisions of the Companies Act, 2013 ('Act') read with applicable Rules framed thereunder, Regulation 45 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations') and applicable statutory provisions (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and enabling provisions of the Memorandum and Articles of Association of the Company and subject to the approval(s)/ consent(s) or permission(s) of the Registrar of Companies, Central Processing Centre, Ministry of Corporate Affairs, BSE Ltd., Central Government and any other regulatory and statutory authorities, as may be required, consent of the Members be and is hereby accorded to change the name of the Company from **"Revati Organics Limited" to the new name " Revati Media Limited".**

RESOLVED FURTHER THAT the Name Clause (Clause I) of the Memorandum of Association of the Company be altered accordingly and substituted by the following clause:

I. The Name of the Company is **"Revati Media Limited"**

RESOLVED FURTHER THAT upon receipt of fresh Certificate of Incorporation consequent upon change of name, the old name "Revati Organics Limited" as appearing in the Name Clause of the Memorandum of Association of the Company and wherever appearing in the Memorandum of Association and Articles of Association of the Company and other documents including agreements and contracts entered into by the Company and at all other places wherever appearing be substituted with the new name **"Revati Media Limited".**

RESOLVED FURTHER THAT the Board be and is hereby authorized to take all such steps and actions for the purpose of making applications, filings and registrations as may be required in relation to the aforesaid change of name of the Company and further do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient including to appear before the office of the Ministry of Corporate Affairs/ Registrar of Companies, BSE Ltd. where securities of the Company are listed and any other Regulatory or Statutory Authority(ies), as may be required from time to time and to settle and finalize all issues that may arise in this regard in order to give effect to the aforesaid resolution and to authorize any of the directors and/ or key managerial personnel and/or officers of the Company to take necessary actions on behalf of the Company in that regard."

Registered Office:
Plot No.45, 1st floor,
Ganpati Bhavan, M. G. Road,
Goregaon West, Mumbai- 400062
Date – 06/09/2024
Place - Mumbai

By Order of the Board
For REVATI ORGANICS LIMITED

Sd/-
Payal Doshi
Company Secretary & Compliance Officer

NOTES FOR MEMBERS' ATTENTION

- The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the "Act") setting out material facts concerning the business under item no. 3, 4 and 5 of the Notice of 31st Annual General Meeting ("Notice") is Annexed hereto.
- A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM/ MEETING) IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND A PROXY NEED NOT BE A MEMBER.
- **PROXY:** A form of proxy is enclosed to this Notice. No instrument of proxy shall be valid unless:

  a) It is duly stamped and deposited at the Registered Office of the Company not less than 48 hours before the time fixed for the Meeting
- Members / proxies are requested to bring duly filled attendance slips, sent herewith, to attend the Meeting and proxy holder shall prove his/her identity at the time of attending the Meeting.
- The Register of Members of the Company will be closed from 23rd September, 2024 to 29th September, 2024 (Both days inclusive) for the purpose of holding 31st Annual General Meeting
- The Remote E-voting facility will commence at 9.00 am on 27th September, 2024 and end at 5.00 pm on 29th September, 2024.
- **TRANSFER OF SHARES PERMITTED IN DEMAT FORM ONLY:** Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), as amended, mandates that transfer, transmission and transposition of securities of listed companies held in physical form shall be effected only in demat mode.
- SEBI had vide circular dated March 16, 2023 introduced Common and Simplified Norms for furnishing PAN, KYC details and Nomination by the Shareholders, according to which, all shareholders holding shares in physical form are mandatorily required to furnish PAN (compulsorily linked with Aadhaar), contact details, bank account details and specimen signature, in Form ISR-1 along with the supporting documents to **MCS Share Transfer Agent Ltd** at the above mentioned address or by email to **subodh@mcsregistrars.com** from their registered email id.
- Further, it is mandated that the RTA shall not process any service request or complaint of shareholders till PAN, KYC and nomination document/details are received. In case any one of aforesaid documents are not available on or after October 1, 2023, the folios shall be frozen by the RTA.
- Members holding shares in demat form are requested to provide their e-mail address, mobile number, bank details and details relating to nomination to their Depository Participant(s) ("DPs"), in case the same are not updated.

- **Details of Scrutinizer: Mr. Girish Murarka** Company Secretary having firm name M/s Girish Murarka & Co. (Certificate of Practice No. 4576). The Scrutinizer's decision on the validity of the votes shall be final.
- The Chairman shall declare the results of the electronic voting after the AGM.
- **DISPATCH OF ANNUAL REPORT:** Pursuant to Section 101 and 136 of the Act read with relevant Rules made thereunder and Regulation 36(1)(a) of SEBI Listing Regulations, soft copy of the Annual Report and other communications shall be served to the Members through electronic mode to those Members who have registered their e-mail address either with the Company or **MCS Share Transfer Agent Ltd** or with any Depositories.
- Members may also note that the Notice of the AGM and the Annual Report for the financial year 2023- 24 will also be available on the Company's website **www.revatiorganics.in**
- In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, securities can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities
- To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the Company in case the shares are held by them in physical form.
- The Notice can also be accessed from the websites of the Stock Exchanges 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) i.e. www.evotingindia.com.
- The AGM has been convened in compliance with applicable provisions of the Companies Act, 2013.

PROCEDURE FOR REMOTE E-VOTING AND VOTING AT THE AGM:

- In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of MCA and SEBI Circulars in relation to "e-voting facility provided by Listed Entities", the Members are provided with the facility to cast their vote electronically, through the e-voting services, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below;
- The remote e-voting period commences on Friday, September 27, 2024 (9:00 AM IST) and will end on Sunday, September 29, 2024 (5:00 PM IST). During the remote e-voting period, Members of the Company, holding shares either in physical form or in dematerialized form, may cast their votes electronically.
- The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the Cut-off Date i.e. Monday, September 23, 2024. ("Cut-off Date").

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

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on Friday, September 27, 2024 (9:00 AM IST) and will end on Sunday, September 29, 2024 (5:00 PM IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Monday, September 23, 2024 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 venue.

(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.

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 evoting process.

Step 1 : 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 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 Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	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.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,

   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

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

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

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

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)

	▪ *Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. ▪ 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.

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

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

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

(ix) Click on the EVSN for the relevant **Revati Organics Limited** on which you choose to vote.

(x) 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.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) 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.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- 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 uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; revati.organics9@ gmail.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id.**

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

3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting 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 toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

➢ **OTHER INSTRUCTIONS:** Members holding shares as on the Cut-off Date shall be entitled to vote through remote e-voting or vote at the meeting at venue. User ID and password for e-voting is sent in the email where notice is sent by email. 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 / List of Beneficial Owner of the Company will be entitled to vote during the AGM.

➢ The Scrutinizer shall, immediately after the conclusion of voting at the AGM, count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days of conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairman.

➢ The Chairman shall declare the results of the voting after the AGM. The results along with the Scrutinizer's Report shall also be placed on the website of the Company in the annual reports section.

➢ The route map of the venue of the Meeting is given in the Notice.

By Order of the Board
For REVATI ORGANICS LIMITED

Sd/-

Payal Doshi
Company Secretary & Compliance Officer

Regd. Off:
Plot No. 45, First Floor,
Ganapati Bhavan, M. G. Road,
Goregaon (West)
Mumbai 400 062

Place - Mumbai
Date: 06/09/2024

STATEMENT IN PURSUANCE OF SECTION 102(1) OF THE COMPANIES ACT, 2013

Statement with respect to items under Special Business covered in the Notice of Meeting is given below:

Item No 3.

Appointment of Mr. Nikesh Kesarimal Oswal (DIN: 07895357), as Non-Executive Independent Director of the Company

Mr. Nikesh Kesarimal Oswal (DIN: 07895357) was appointed as an Additional Director of the Company with effect from 15th July, 2024 by the Board of Directors under Section 161 of the Act and Article 129 of the Articles of Association of the Company. In terms of Section 161(1) of the Act,

Mr. Nikesh Kesarimal Oswal (DIN: 07895357) holds office only upto the date of the forthcoming Annual General Meeting but is eligible for appointment as a Director. A notice under Section 160(1) of the Act has been received from a Member signifying his intention to propose Mr. Oswal's appointment as a Director.

In terms of Section 149 and other applicable provisions of the Act, **Mr. Nikesh Kesarimal Oswal** is eligible to be appointed as an Independent Director of the Company and has given a declaration to the Board that he meets the criteria of independence as provided under Section 149 (6) of the Act.

As per the provisions of Section 149 of the Act, an Independent Director shall hold office for a term up to five consecutive years on the Board of a company and is not liable to retire by rotation. The matter regarding appointment of **Mr. Nikesh Kesarimal Oswal** as Independent Director was placed before the Nomination & Remuneration Committee, which commends his appointment as Independent Director for a term of 5 years.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of **Mr. Nikesh Kesarimal Oswal** as Independent Director is now being placed before the Members in general meeting for their approval.

None of the Directors other than **Mr. Nikesh Kesarimal Oswal,** Key Managerial Personnel or their relatives is concerned or interested in the Resolution at Item No.3 of the Notice.

Item No 4.

Mrs. Jeeja Ramdas (DIN:10643322) was appointed as an Additional Director of the Company with effect from 29th May, 2024 by the Board of Directors under Section 161 of the Act and Article 129 of the Articles of Association of the Company.

In terms of Section 161(1) of the Act, **Mrs. Jeeja Ramdas** holds office only upto the date of the forthcoming Annual General Meeting but is eligible for appointment as a Director. A notice under Section 160(1) of the Act has been received from a Member signifying his intention to propose Mrs. Jeeja Ramdas appointment as a Director.

The Directors are of the view that the appointment of Mrs. Jeeja Ramdas as a Woman Director will be beneficial to the Company.

The Board of Directors thus recommends the Resolution at Item No. 4 of this Notice for your approval.

None of the Directors, Key Managerial Personnel and relatives is concerned or interested in the Resolution at Item No. 4 of the Notice.

Item No 5:

In the last few years, the 'Company' has transitioned its business activity to Entertainment.

The Board of Directors of the Company is of the view that the Company's name should now reflect Media/Entertainment. The current name **"Revati Organics Limited"** gives an impression of it being non- Media or Entertainment company and hence, the name of the Company should reflect its business activity. Total revenue of the Revati Organics Limited (ROL) is accounted from the Entertainment sector which is not in lieu with the name of the Company.

The Board of Directors, at its meeting held on 12th August, 2024, decided to change the name of the Company subject to necessary statutory approvals. The Board is of the view that the new name will more aptly reflect the Company's business activities. The Company had made an application for reservation and availability of name change to the Central Registration Centre, Ministry of Corporate Affairs and the desired name **"Revati Media Limited"** is made available by them vide their letter dated 2nd September, 2024 to the Company. The proposed change of name will not affect any of the rights of the Company or of the shareholders/ stakeholders of the Company.

Consequent upon change of name of the Company, the name "Revati Organics Limited" as appearing in the Name Clause of the MoA of the Company and wherever appearing in the MoA and AoA of the Company and other documents and places would have to be substituted with the new name i.e. **"Revati Media Limited"**.

The Company is in compliance with conditions stipulated under Regulation 45(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirement) Regulations, 2015, as amended and a certificate pursuant to Regulation 45(3) of the said Regulations, issued by M/s. Y P G N L & Associates, Chartered Accountants (FRN:146288W) is enclosed as **Annexure I** to this Notice.

Pursuant to the provisions of the Companies Act, 2013 and rules made thereunder, for effecting the change in name of the Company and consequential alteration in the MoA and AoA of the Company, it is necessary to obtain approval of the shareholders by way of passing a special resolution. A copy of the existing and proposed MoA and AoA will be available for inspection.

Therefore, the Board considers that the special resolution set out at item no. 5 in this Notice is in the best interest of the Company and recommends the said **Special Resolution** for approval of shareholders.

However, the said change in the name of the Company will be effective post receipt of approval from the Ministry of Corporate Affairs, BSE Ltd. where equity shares of the Company are listed and/ or other regulatory authority(ies) and upon receipt of fresh Certificate of Incorporation in the new name of the Company i.e. **"Revati Media Limited".**

None of the directors and/or key managerial personnel of the Company and their relatives are in any way, concerned or interested, financial or otherwise, in this Resolution except to the extent of their shareholding in the Company, if any.

By Order of the Board
For REVATI ORGANICS LIMITED

Sd/-

Payal Doshi
Company Secretary & Compliance Officer

Regd. Off:
Plot No. 45, First Floor,
Ganapati Bhavan, M. G. Road,
Goregaon (West)
Mumbai 400 062

Date: 06/09/2024

CA

Y P G N L & ASSOCIATES
(CHARTERED ACCOUNTANTS)

3047, 3RD FLOOR, JASH TEXTILE MARKET, NR. RESHAMWALA MARKET, RING ROAD, SURAT-395002.
Mob. No. 9022292144 Email ID: laxmansingh494@gmail.com

Certificate from Chartered Accountant pursuant to Regulation 45(3) of SEBI (LODR) Regulations, 2015

To
The Board of Directors of
REVATI ORGANICS LIMITED
Plot No. 45, 1st Floor, Ganpatibnhavan,
M.G. Road, Goregoan West,
Mumbai, Maharashtra, 400062

I, Laxman Singh Raj Purohit, Practicing Chartered Accountant, have verified the relevant records and documents of **Revati Organics Limited** ('the Company') with respect to the proposed change of name by the Company from **Revati Organics Limited** to **REVATI MEDIA LIMITED** pursuant to the applicable provisions of the Companies Act 2013 read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time and time and I hereby certify in respect of the proposed change of name of the Company that:

1. The Company has not changed its name from the date of incorporation;
2. Atleast 50% of the company's total revenue in the preceding 1 year period i.e. from 1st July, 2023 till 30th June, 2024 has been accounted from the existing activity suggested by the new name;
3. The detailed bifurcation of income earned by the Company under various activities for the from 1st July, 2023 till 30th June, 2024 is as follows:

Rs. In Lakhs

	Period of 01.07-2023 to 30.09.2023	Period of 01.10-2023 to 31.12.2023	Period of 01.01-2024 to 31.03.2024	Period of 01.04-2024 to 30.06.2024
Income from Prior Business activity (Chemical Business Activity)	0.00	0.00	0.00	0.00
Income from new business activity (Television Films and Serials, Advertisement etc. activity)	0.00	8.07	9.63	0.00

Y P G N L & ASSOCIATES
FRN: 146288W
CHARTERED ACCOUNTANTS

Y P G N L & ASSOCIATES
(CHARTERED ACCOUNTANTS)

3047, 3RD FLOOR, JASH TEXTILE MARKET, NR. RESHAMWALA MARKET, RING ROAD, SURAT-395002.
Mob. No. 9022292144 Email ID: laxmansingh494@gmail.com

This is to certify that the above-mentioned information is true to the best of my knowledge and belief, according to the books and documents produced before me for verification.

For, M/S. Y P G N L & ASSOCIATES
(Chartered Accountant)
FRN: 146288W

Y P G N L & ASSOCIATES * FRN: 146288W * CHARTERED ACCOUNTANTS

CA. LAXMAN SINGH RAJ PUROHIT
(Partner)
M. No.: 197564
UDIN No. 24197564BKDHYJ3364

Date: 02.09-2024
Place: Surat

Form No. MGT-11
Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	L92100MH1993PLC072194
Name of the company	REVATI ORGANICS LIMITED
Registered Office	PLOT NO.45, 1ST FLOOR, GANPATI BHAVAN, M G ROAD, GOREGAON WEST MUMBAI – 400062

Name of the Member(s)	
Registered Office	
E-mail Id	
Folio No. /Client ID	
DP ID	

I/We, being the member(s) of Revati Organics Limited holding shares of the company.

Hereby appoint:

Name :	
Address:	
E-mail Id:	
Signature , or failing him	

Name :	
Address:	
E-mail Id:	
Signature , or failing him	
Name :	
Address:	
E-mail Id:	
Signature , or failing him	

as my/ our proxy to attend and vote for me/us and on my/our behalf at the 31st ANNUAL GENERAL MEETING of the Company, to be held on Monday, 30th September, 2024 at 12.00 Noon. at Govind Dalvi Sabhagruh, Aarey Road, Above Bank of Maharashtra, Goregaon West, Mumbai - 400104 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	Vote		
		For	Against	Abstain
Ordinary Resolution				
1.	To receive, consider and adopt the audited Standalone Financial statements of the Company for the Financial year ended 31st March, 2024 together with the reports of the Board of Directors and Auditors thereon, and, in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:. **"RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and Auditors thereon as circulated to the Members be and are hereby received, considered and adopted".			
2.	To appoint a Director in place of Mr. Manish Girish Shah (DIN - 00434171), who retires by rotation and being eligible, offers himself for re-appointment and, in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:. **"RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) Mr. Manish Girish Shah (DIN - 00434171), who retires by rotation as a Director at this Annual General Meeting, and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company whose period of office shall be liable to determination by retirement of Directors by rotation".			

Resolution No.	Resolutions	Vote		
		For	Against	Abstain
Special Resolution				
3.	**Appointment of Mr. Nikesh Kesarimal Oswal as a Non-Executive Independent Director of the Company** To consider and, if thought fit, pass the following Resolution as an Special Resolution: **"RESOLVED THAT** pursuant to the provisions of sections 149, 150 & 152 of the Companies Act, 2013 ('the Act') read with Schedule IV of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and any other applicable provisions of the Companies Act, 2013, if any, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') [including but not limited to any statutory modification(s), enactment(s), re-enactment(s) or amendment(s) thereof applicable for the time being in force], Articles of Association of the Company and the recommendation of Nomination and Remuneration Committee, **Mr. Nikesh Kesarimal Oswal (DIN: 07895357)** who was earlier appointed as Additional Non-Executive Independent Director of the Company and who is eligible for appointment and meets the criteria for independence as provided in Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Non-Executive Independent Director, be and is hereby appointed as Non-Executive Independent Director of the Company for a term of five consecutive years and shall not be liable to retire by rotation."			
4	**Appointment of Mrs. Jeeja Ramdas as Director of the Company** To consider and, if thought fit, pass the following Resolution as a Special Resolution:			

Resolution No.	Resolutions	Vote		
		For	Against	Abstain
	"RESOLVED THAT Mrs. Jeeja Ramdas (DIN:10643322), who was appointed as an Additional Director of the Company with effect from 29th May, 2024 pursuant to the provisions of Section 161 of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, and being eligible, offer herself for appointment and in respect of whom the Company has received a notice in writing from a Member, pursuant to the provisions of Section 160 of the Act, signifying his intention to propose the candidature of Mrs. Jeeja Ramdas (DIN:10643322) for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation, with effect from the date of this Meeting. **RESOLVED FURHTER THAT** the Board of Directors be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."			
5.	**Change of name of the Company and consequential alteration of Memorandum of Association (MOA) and Articles of Association (AOA) of the Company** To consider and, if thought fit, to pass the following resolution as a **Special Resolution.** **"RESOLVED THAT** pursuant to provisions of Section 4, 5, 13 and 14 and all other applicable provisions of the Companies Act, 2013 ('the Act') read with applicable Rules framed thereunder, Regulation 45 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations') and applicable statutory provisions (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and enabling provisions of the Memorandum and Articles of Association of the Company and subject to the approval(s)/ consent(s) or permission(s) of the			

Resolution No.	Resolutions	Vote		
		For	Against	Abstain
	Registrar of Companies, Central Processing Centre, Ministry of Corporate Affairs, BSE Ltd., Central Government and any other regulatory and statutory authorities, as may be required, consent of the Members be and is hereby accorded to change the name of the Company from **"Revati Organics Limited" to the new name " Revati Media Limited" .** **RESOLVED FURTHER THAT** the Name Clause (Clause I) of the Memorandum of Association of the Company be altered accordingly and substituted by the following clause: I. The Name of the Company is **"Revati Media Limited"** **RESOLVED FURTHER THAT** upon receipt of fresh Certificate of Incorporation consequent upon change of name, the old name "Revati Organics Limited" as appearing in the Name Clause of the Memorandum of Association of the Company and wherever appearing in the Memorandum of Association and Articles of Association of the Company and other documents including agreements and contracts entered into by the Company and at all other places wherever appearing be substituted with the new name **"Revati Media Limited".** **RESOLVED FURTHER THAT** the Board be and is hereby authorized to take all such steps and actions for the purpose of making applications, filings and registrations as may be required in relation to the aforesaid change of name of the Company and further do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient including to appear before the office of the Ministry of Corporate Affairs/ Registrar			

Resolution No.	Resolutions	Vote		
		For	Against	Abstain
	of Companies, BSE Ltd. where securities of the Company are listed and any other Regulatory or Statutory Authority(ies), as may be required from time to time and to settle and finalize all issues that may arise in this regard in order to give effect to the aforesaid resolution and to authorize any of the directors and/ or key managerial personnel and/or officers of the Company to take necessary actions on behalf of the Company in that regard.”			

Signature of the Member: ……………………………………

Signature of Proxy holder(s): ……………………………………

Notes:

1. This form of proxy in order to be effective, should be duly stamped, completed, signed and deposited at the Registered office of the Company, not less than 48 hours before the commencement of the meeting;
2. It is optional to indicate your preference. If you leave the ‘for’, ‘against’ or ‘abstain’ column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

ATTENDANCE SLIP FOR 31st ANNUAL GENERAL MEETING

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE AGM HALL

Joint Shareholders desiring to attend the Meeting may obtain additional Attendance Slips on request.

Name & Address of the Shareholder:		
Joint Holder 1:		
Joint Holder 2:		
Folio No.:	**DP ID:**	**Client ID:**
No. of Shares:		

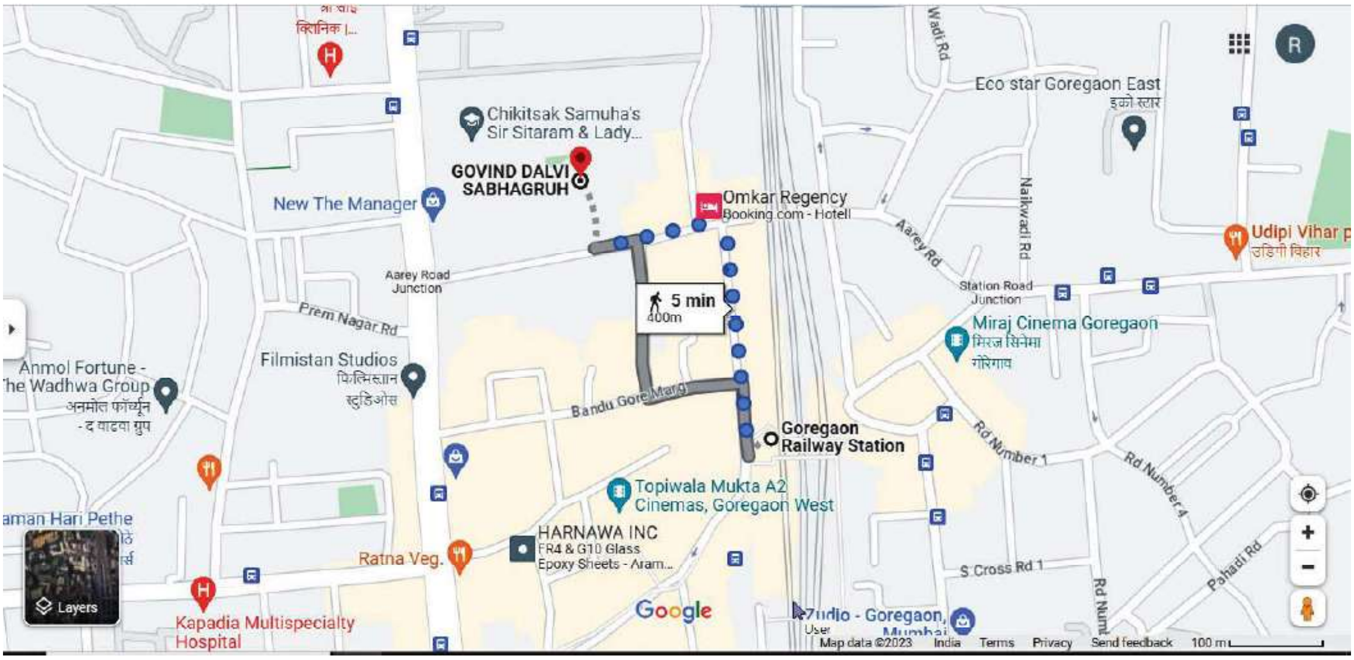
I / We record my / our presence at the **31st ANNUAL GENERAL MEETING** of the Company being held on Monday, 30th September, 2024 at 12.00 noon at Govind Dalvi Sabhagruh, Aarey Road, Above Bank of Maharashtra, Goregaon West, Mumbai - 400104.

Name(s) of the Shareholder(s)/Proxy **(IN BLOCK CAPITALS)**.

Signature(s) of the Shareholder(s) or Proxy

NOTE: You are requested to sign and handover this slip at the entrance of the Meeting venue. You are also requested to bring your copy of Annual Report at the Meeting

ROUTE MAP TO THE 31ST ANNUAL GENERAL MEETING VENUE



Address: Govind Dalvi Sabhagruh, Aarey Road, Above Bank of Maharashtra, Goregaon West, Mumbai - 400104

Route from Goregaon Station West to Govind Dalvi Sabhagruh – 5 minutes walking distance (450 m)

https://www.google.com/maps/dir/Goregaon+Railway+Station,+Jawahar+Nagar,+Goregaon,+Mumbai,+Maharashtra/GOVIND+DALVI+SABHAGRUH,+Piramal+Nagar,+Goregaon+West,+Mumbai,+Maharashtra/@19.1658235,72.8483194,16.75z/data=!4m14!4m13!1m5!1m1!1s0x3be7b652f1c3f105:0xa9bba843ef473425!2m2!1d72.8493124!2d19.1647574!1m5!1m1!1s0x3be7b65394799111:0x6e5094101d762269!2m2!1d72.8473495!2d19.1672654!3e2?entry=ttu