



September 09, 2024

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001.

Security ID/Scrip Code- ELNET/517477

Respected Sir/Madam,

Sub: "Addendum" to the "Notice of 33rd Annual General Meeting" of the Company.

In continuation to our earlier intimation dated September 03, 2024, related to "Notice of 33rd Annual General Meeting" of the Company scheduled on Wednesday, 25th September, 2024 at 11:00 A.M. through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) an addendum to the notice is being circulated electronically to the Members to whom Notice of the 33rd Annual General Meeting has been sent, in terms of the provisions of the Companies Act, 2013 & Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Copy of the Addendum to the Notice of 33rd Annual General Meeting is attached herewith and is also available on the website of the Company www.elnettechnologies.com.

An addendum has been issued to include the following items, which will be considered at the 33rd Annual General Meeting as part of the Special Business to be approved by way of passing Special Resolutions:

Item No. 6: Appointment of Mr. Pattabhi Venkata Raman (DIN: 10755620) as a Non-Executive Director designated as Independent Director of the Company.

Item No. 7: Appointment of Mr. Nataraj Prakash, (DIN: 10762549), as a Non-Executive Director designated as Independent Director of the Company.

These Items are included for members' consideration during the 33rd Annual General Meeting. **(Refer to Annexure - 1 of the Addendum Notice).**

This is for your record and information.

Thanking You,

Yours Faithfully,
For **ELNET TECHNOLOGIES LTD**

RITESH SHIVKUMAR MISHRA
MISHRA
Digitally signed by RITESH SHIVKUMAR MISHRA
Date: 2024.09.09 18:15:35 +05'30'

RITESH SHIVKUMAR MISHRA
COMPANY SECRETARY

Encl: a/a



ADDENDUM TO THE NOTICE OF 33rd ANNUAL GENERAL MEETING OF THE COMPANY

This addendum is being issued in continuation to the "Announcement of Notice" as on September 03, 2024, convening the 33rd Annual General Meeting ("AGM") of the Company scheduled to be held on Wednesday, September 25, 2024, at 11:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

The following items have been added to the Notice of the 33rd AGM as Special Business and it shall be forming an integral part of the Original Notice dated July 29, 2024, of 33rd AGM of the Company and the notes provided therein, for all purposes.

SPECIAL BUSINESS:

6. APPOINTMENT OF MR. PATTABHI VENKATA RAMAN (DIN: 10755620) AS A NON-EXECUTIVE DIRECTOR DESIGNATED AS INDEPENDENT DIRECTOR OF THE COMPANY:

To consider and, if thought fit, to pass with or without modifications, the following resolution as **SPECIAL RESOLUTION:**

RESOLVED THAT pursuant to the provisions of Section 149, 150, 152, and 161 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014, including any statutory modifications or re-enactments thereof, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of the members be and is hereby accorded for the appointment of Mr. Pattabhi Venkata Raman (DIN: 10755620), who was appointed as a Non-Executive Additional Director in the capacity of an Independent Director with effect from September 06, 2024, and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is eligible for appointment, and in respect of whom the Company has received a notice in writing in terms of Section 160(1) of the Act, be and is hereby appointed as an *Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a period of 5 years with effect from September 06, 2024 to September 05, 2029.*

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and/or Key Managerial Personnel of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this resolution.

7. APPOINTMENT OF MR. NATARAJ PRAKASH, (DIN: 10762549) AS A NON-EXECUTIVE DIRECTOR DESIGNATED AS INDEPENDENT DIRECTOR OF THE COMPANY:

To consider and, if thought fit, to pass with or without modifications, the following resolution as **SPECIAL RESOLUTION:**



RESOLVED THAT pursuant to the provisions of Section 149, 150, 152, and 161 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, including any statutory modifications or re-enactments thereof, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of the members be and is hereby accorded for the appointment of Mr. Nataraj Prakash, (DIN: 10762549), who was appointed as a Non-Executive Additional Director in the capacity of an Independent Director with effect from September 06, 2024, and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is eligible for appointment, and in respect of whom the Company has received a notice in writing in terms of Section 160(1) of the Act, be and is hereby appointed as an Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a period of 5 years with effect from September 06, 2024 to September 05, 2029.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and/or Key Managerial Personnel of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this resolution."

**By order of the Board of Directors
For Elnet Technologies Limited
Sd/-
Ritesh Shivkumar Mishra
Company Secretary & Compliance Officer
M. No. A63025**

Date: September 09, 2024
Place: Chennai

Notes:

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of the above Special Business to be transacted at the AGM is annexed hereto.
2. All the processes, notes and instructions relating to remote e-voting and e-voting during the AGM as set out in the Notice of 33rd AGM of the Company shall mutatis-mutandis apply to the Resolution proposed in this Addendum to the Notice.



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

As required by Section 102 of the Companies Act, 2013, the following explanatory statement sets out all material facts relating to the special business mentioned in the accompanying Notice:

6. APPOINTMENT OF MR. PATTABHI VENKATA RAMAN (DIN: 10755620) AS A NON-EXECUTIVE DIRECTOR DESIGNATED AS INDEPENDENT DIRECTOR OF THE COMPANY:

Due to the retirement of independent directors upon the completion tenure of 10 consecutive years, the Company is required to appoint new Independent Directors in compliance with statutory requirements. Accordingly, the Board of Directors, by means of a circular resolution dated Friday, September 06, 2024, appointed Mr. Pattabhi Venkata Raman as an Independent Director of the Company for a term of five (5) years, effective from Friday, September 06, 2024, subject to approval by the shareholders at the forthcoming Annual General Meeting (AGM).

Pursuant to Section 149(1) of the Companies Act, 2013, read with Schedule IV and other applicable provisions of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, the Company is mandated to appoint Independent Directors who are not subject to retirement by rotation.

Mr. Pattabhi Venkata Raman brings over two decades of diverse industry experience with significant expertise across multiple sectors. He has more than 5 years of experience in small-scale light engineering and about 4 years in the service industry. For the past 17 years, he has been actively involved as a management and corporate training consultant. His areas of specialization include marketing, human relations, leadership development, teamwork, and corporate communication.

Mr. Pattabhi Venkata Raman has provided a declaration confirming his compliance with the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013. In the opinion of the Board, Mr. Pattabhi Venkata Raman meets the conditions for his appointment and is independent of the management.

Further, Mr. Pattabhi Venkata Raman has confirmed that he is not disqualified from being appointed as director in terms of Section 164 of the Act and has given his consent to act as director in terms of Section 152 of the Act, subject to appointment by the members.

Mr. Pattabhi Venkata Raman has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA').

In the opinion of the Board, Mr. Pattabhi Venkata Raman fulfils the conditions specified in the Act, rules thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment as an Independent Director.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of the Act, the appointment of Mr. Pattabhi Venkata Raman as an Independent Director is now placed for the approval of the members by a Special Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives, except Mr. Pattabhi Venkata Raman, are concerned or interested, financially or otherwise, in the resolution.



7. APPOINTMENT OF MR. NATARAJ PRAKASH, (DIN: 10762549), AS A NON-EXECUTIVE DIRECTOR DESIGNATED AS INDEPENDENT DIRECTOR OF THE COMPANY:

Due to the retirement of independent directors upon the completion tenure of 10 consecutive years, the Company is required to appoint new Independent Directors in compliance with statutory requirements. Accordingly, the Board of Directors, by means of a circular resolution dated Friday, September 06, 2024, appointed Mr. Nataraj Prakash as an Independent Director of the Company for a term of five (5) years, effective from Friday, September 06, 2024, subject to approval by the shareholders at the forthcoming Annual General Meeting (AGM).

Pursuant to Section 149(1) of the Companies Act, 2013, read with Schedule IV and other applicable provisions of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, the Company is mandated to appoint Independent Directors who are not subject to retirement by rotation.

With over 36 years of rich professional experience, Mr. Nataraj Prakash has established himself as a versatile leader in the hospitality and healthcare industries. His areas of expertise include strategic planning, sales and marketing, finance management (P&L, budgeting, cost management), human resource management, and crisis management. Additionally, he has proven expertise in handling external relationships, project management, and quality management functions.

Throughout his career, Mr. Nataraj Prakash has held senior management positions in prestigious organizations such as Nestle, the Taj Group (Indian Hotels Co Ltd), Apollo Hospitals, and Tata Trusts. He has consistently contributed to the growth and success of these organizations while making a significant impact on the community.

Mr. Nataraj Prakash extensive experience and leadership skills make him an ideal candidate for the role of Independent Director, where his strategic insights and industry knowledge will offer valuable contributions to corporate governance and decision-making.

Mr. Nataraj Prakash has provided a declaration confirming his compliance with the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013. In the opinion of the Board, Mr. Nataraj Prakash meets the conditions for his appointment and is independent of the management.

Further, Mr. Nataraj Prakash has confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members.

Mr. Nataraj Prakash has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA').

In the opinion of the Board, Mr. Nataraj Prakash fulfils the conditions specified in the Act, rules thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment as an Independent Director.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of the Act, the appointment of Mr. Nataraj Prakash as an Independent Director is now placed for the approval of the Members by a Special Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives, except Mr. Nataraj Prakash, are concerned or interested, financially or otherwise, in the resolution.



ANNEXURE

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE 33rd ANNUAL GENERAL MEETING PURSUANT TO REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS ON GENERAL MEETING (SS-2) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA (ICSI) ARE GIVEN BELOW:

ITEM NO. 6 & 7:

Name of Director	Mr. Pattabhi Venkata Raman	Mr. Nataraj Prakash
DIN	10755520	10762549
Date of Birth & Age	03/04/1956 & 68 Years	25/09/1963 & 60 Years
Nationality	Indian	Indian
Qualification	<ul style="list-style-type: none">Bachelor of Science (B.Sc.) in Physics, Loyola College, ChennaiMaster of Business Administration (MBA), XLRI Jamshedpur	<ul style="list-style-type: none">Bachelor of Commerce, University of Kolkata - 1984
Experience and Expertise in specific functional areas	Mr. Pattabhi Venkata Raman brings over two decades of diverse industry experience with significant expertise across multiple sectors. He has more than 5 years of experience in small-scale light engineering and about 4 years in the service industry. For the past 17 years, he has been actively involved as a management and corporate training consultant. His areas of specialization include marketing, human relations, leadership development, teamwork, and corporate communication.	Areas of expertise include Strategic planning in Hospitality and Healthcare Industries, Sales and Marketing, Finance – handling P&L, Budgeting and Cost management, Human Resource Management, Crisis Management, External Relationships, Project Management and Quality Management functions. Professional Expertise: A career spanning 36 plus years with well-known and admired organizations of India which include Nestle, Taj Group (Indian Hotels Co Ltd), Apollo Hospitals and Tata Trusts, been a part of Senior Management contributing effectively to the organizations and community.
Date of Appointment at current designation/ Date of first appointment on the Board	06.09.2024	06.09.2024
Terms of Appointment / Re- appointment	Appointed as Non-Executive Independent Director for the term of 5 years, not liable to retire by rotation	Appointed as Non-Executive Independent Director for the term of 5 years, not liable to retire by rotation
Remuneration sought to be paid	No remuneration except – Sitting Fees	No remuneration except – Sitting Fees
Remuneration last drawn for the FY 2023-24	Not Applicable	Not Applicable
Shareholding in this company	NIL	NIL
Relationship with directors, Manager & KMP	NIL	NIL
No of Board Meetings held and attended during the financial year	Not Applicable (As date of appointment was in current Financial Year i.e., 2024-25)	Not Applicable (As date of appointment was in current Financial Year i.e., 2024-25)
Name(s) of other entities in which holding of directorship	NIL	NIL
Chairpersonship/Membership in committees of other Entities	NIL	NIL

By order of the Board of Directors

For Elnet Technologies Limited

Sd/-

Ritesh Shivkumar Mishra

Company Secretary & Compliance Officer

M. No. A63025

Date: September 09, 2024

Place: Chennai