

## NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014]

**Dear Members,**

**NOTICE** of Postal Ballot is hereby given pursuant to Sections 108, 110 of the Companies Act, 2013, as amended (hereinafter referred to as the “Act”) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and General Circular No. 09/2024 dated 19th September 2024 issued by Ministry of Corporate Affairs, Government of India (‘MCA Circulars’) and other applicable laws, Regulations and MCA Circulars seeking approval of the Shareholders of the Company through remote electronic voting (Remote E-Voting) only, for the special business set out hereunder:-

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice (‘**Notice**’) is being sent only through electronic mode to those Members whose email addresses are registered with the Company or Registrar and Transfer Agent (‘**RTA**’) or National Securities Depository Limited (‘**NSDL**’) and Central Depository Services (India) Limited (‘**CDSL**’) (collectively referred to as “**Depositories**”).

The Explanatory Statement pursuant to Section 102 of the Act, pertaining to proposed Resolutions setting out all material facts concerning each item and reasons thereof, is appended to this Notice.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules and the aforesaid MCA Circulars, the manner of voting on the proposed resolutions is restricted only to remote e-voting i.e. by casting votes electronically instead of submitting postal ballot forms. Accordingly, the postal ballot notice and instructions for e-voting are being sent only through electronic mode to those Members whose email address is registered with the Company / depositories.

The instructions for e-voting are appended to this Notice under the heading ‘Instructions for e-voting’

The Board of Directors has appointed Mr. Balaramakrishna Desina, (FCS 8168| CP 22414), Proprietor of Balaramakrishna & Associates, Company Secretaries in Practice, Hyderabad, as the Scrutinizer to scrutinize the postal ballot process in a fair and transparent manner.

Members holding Equity Shares of the Company as on the **Cut-off Date** mentioned in this Notice are requested to carefully read the instructions mentioned under the head ‘Instructions for e-voting’ in this Notice and record their **assent (“FOR”) or dissent (“AGAINST”)** on the proposed resolutions through remote e-voting not later than **5:00 p.m. (IST) on 30<sup>th</sup> January, 2025.**

The Company has engaged the services of CDSL for the purpose of providing remote e-voting facility to its Members. In accordance with the MCA Circulars, the Company has made necessary arrangements to enable the Members to register their e-mail address. Those Members who have not yet registered their e-mail address are requested to register the same by following the process provided in the Notes to receive this Notice.

**:: SPACENET ENTERPRISES INDIA LIMITED::**

(CIN: L72200TG2010PLC068624)

**Regd. Off. Address:** Plot No.114, Survey No.66/2, Street No.03, Raidurgam, Prasanth Hills, Gachibowli, Nav Khalsa , Serilingampally , Ranga Reddy, Hyderabad-500008, Telangana, India. Tel: 040-29345781,

Email: [cs@spacenetent.com](mailto:cs@spacenetent.com), [info@spacenetent.com](mailto:info@spacenetent.com), <http://spacenetent.com/>

The Scrutinizer will submit his report to the Chairman/ Director of the Company or the Company Secretary or any other authorized person, upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced within two (2) working days from the conclusion of remote e-voting process. The said results, along with the Scrutinizer's Report, will be placed on the website of the Company <https://www.spacenetent.com/> and CDSL [www.evotingindia.com](http://www.evotingindia.com) and displayed at the Registered Office of the Company. The same will also be simultaneously forwarded to the Stock Exchanges where the Equity Shares of the Company are listed, for placing the same on their websites. The resolutions, if approved, will be taken as having been duly passed on the last date specified for remote e-voting i.e. **5:00 p.m. (IST) on 30<sup>th</sup> January, 2025.**

The proposed resolution is for seeking approval of the Members of the Company through Postal Ballot.

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**SPECIAL BUSINESS****CHANGE IN THE DESIGNATION OF SHRI. GHANSHYAM DASS (DIN: 01807011) FROM INDEPENDENT DIRECTOR TO NON-EXECUTIVE DIRECTOR OF THE COMPANY**

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

**“RESOLVED THAT** pursuant to the provisions of Section 149, 152 and 197 and any other applicable provisions, if any, of the Companies Act, 2013, and in line with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Memorandum and Articles of Association of the Company and pursuant to the recommendation of the Nomination & Remuneration Committee, and the Board of Directors, of the Company, the consent of Members of the Company be and is hereby accorded, to approve, the change in the Designation of Shri. Ghanshyam Dass (DIN: 01807011) from Independent Director to Non-Executive Director of the Company, on such remuneration to be decided by the Board of Directors of the Company on recommendation of Nomination and Remuneration Committee of the Company.

**RESOLVED FURTHER THAT** any Director and/or Company secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite E-forms with Ministry of Corporate Affairs or submission of documents with any other Regulatory authority including Stock Exchanges for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

**By order of the Board of Directors  
For Spacenet Enterprises India Limited**

**Sd/-  
Monish Jaiswal  
Company Secretary & Compliance Officer**

**Date: 24<sup>th</sup> December, 2024  
Place: Hyderabad**

**Registered Office:  
CIN: L72200TG2010PLC068624  
Plot No.114, Survey No.66/2,  
Raidurgam, Prasanth Hills,  
Gachibowli, Nav Khalsa ,  
Serilingampally , Ranga Reddy,  
Hyderabad-500008, Telangana, India.**

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Email: cs@spacenetent.com, info@spacenetent.com, http://spacenetent.com/

**Notes:**

1. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 (“**the Act**”) read with Section 110 of the Act and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, setting out the material facts relating to the aforesaid Resolutions and the reasons thereof, and information specified under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“hereinafter referred to as LODR”), is annexed hereto and forms part of this PostalBallot Notice (“**Notice**”).
2. The Ministry of Corporate Affairs (MCA) vide their General Circular 09/2024 dated 19th September 2024 has permitted companies to convene Annual General Meeting, Extra-ordinary General Meetings and passing of Resolutions through Postal Ballot by E-Voting. Accordingly, the Company is conducting its Postal Ballot.
3. This Notice is being sent only by electronic mode to those Members whose names would appear on the Register of Members/ List of Beneficial Owners as on 27<sup>th</sup> December, 2024 (“**Cut-off Date**”), to be received from National Securities Depository Limited (“**NSDL**”) and Central Depository Services (India) Limited (“**CDSL**”) (collectively referred to as “**Depositories**”) and whose e-mail address is registered with the Company or Registrar and Transfer Agent (“**RTA**”) or Depositories. The Member may note that this Notice will also be available on the Company’s website, <https://www.spacenetent.com/> websites of the Stock Exchanges where the equity shares of the Company are listed i.e. National Stock Exchange of India Limited, [www.nseindia.com](http://www.nseindia.com) and on the website of CDSL, [www.evotingindia.com](http://www.evotingindia.com).
4. In terms of Sections 108, 110 and other applicable provisions of the Act, read with the Companies (Management and Administration) Rules, 2014 and in compliance with Regulation 44 of the SEBI LODR as amended, the Company is pleased to provide remote E-Voting facility to all the Members of the Company. The Company has appointed Central Depository Service (India) Limited (hereinafter referred to as “Service Provider”) to facilitate the Members to cast their votes electronically (hereinafter referred to as the “Remote E-Voting”). The instructions to Shareholders for Remote E-Voting are Provided as part of this Postal Ballot Notice.
5. **The Remote E-Voting period begins on 01<sup>st</sup> January, 2025 (9:00 AM IST) and ends on 30<sup>th</sup> January, 2025 (5:00 PM IST).** The Remote E-Voting module shall be disabled by CDSL for voting thereafter. During this period, Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date may cast their vote electronically.
6. The Board of Directors have appointed Mr. Balaramakrishna Desina, (FCS 8168| CP 22414), Proprietor of Balaramakrishna & Associates, Company Secretaries in Practice, Hyderabad as a Scrutinizer to scrutinize the Postal Ballot /Remote E-Voting in a fair and transparent manner.
7. After completion of the scrutiny of the electronic votes, the Scrutinizer will submit their report to the Chairman / Company Secretary or any other authorized personnel of the Company who shall countersign the same.
8. The results of the Postal Ballot will be announced within two working days of conclusion of this Postal Ballot. The said results would be displayed at the Registered Office of the Company and on its website

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<https://www.spacenetent.com/> and NSE at [www.nseindia.com](http://www.nseindia.com) and CDSL [www.evotingindia.com](http://www.evotingindia.com). The results shall simultaneously be intimated to the NSE Limited where the shares of the Company are listed.

9. Members holding shares in physical form are advised to update / modify any information relating to shares held in physical form. Kindly refer to the procedure as laid down in the website of the Company and follow the procedure.
10. Members holding shares in dematerialization mode may kindly contact your Depository Participant (DP) and register your email address. Members are also requested to ensure that the option to receive the communication sent by the Company by email has been duly exercised and registered with the DP, so that the Notice of Postal Ballot is duly received.
11. In accordance with the MCA Circulars, the physical copies of this Notice, along with postal ballot forms and pre-paid business envelope, are not being sent to any Member. Accordingly, the communication of the assent or dissent of the Members eligible to vote is restricted only to remote voting i.e. by casting their votes electronically instead of submitting postal ballot forms.
12. Members holding Equity Shares of the Company as on the Cut-off Date (“Eligible Members”) only shall be entitled to vote through remote e-voting process in relation to the resolutions specified in this Notice. A person who becomes a Member after the Cut-off Date should treat this Notice for information purpose only.  
  
It is however clarified that, all Members of the Company as on the Cut-Off date (including those Members who may not have received this Notice due to non-registration of their email addresses with the Company / RTA / Depositories) shall be entitled to vote in relation to the aforementioned Resolutions in accordance with the process specified in this Notice.
13. Eligible Members who have not registered their E-mail IDs, are required to register the same to receive this Notice and the procedure for remote E-voting along with the login ID and password related details. After successful submission of the e-mail ID, the Company or CDSL will share an electronic copy of the Notice within 48 hours of receiving details of e-mail ID.
14. Members who wish to inspect the documents referred to in the Notice or Explanatory Statement may send their requests at [cs@spacenetent.com](mailto:cs@spacenetent.com) from their registered email address mentioning their Name, Folio Number / DP ID & Client ID until the last date of remote e-voting period of this Postal Ballot i.e. **30<sup>th</sup> January, 2025 at 5.00 PM (IST)**.

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**THE INSTRUCTIONS FOR REMOTE E-VOTING ARE AS UNDER:**

In accordance with the provisions of Sections 108 and 110 of the Act read with Rules, including any statutory modification or re-enactment thereof for the time being in force, MCA Circulars and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) read with circular of SEBI on e-Voting Facility provided by Listed Entities dated December 9, 2020, Secretarial Standard on General Meetings (SS-2) and any amendments thereto, the Company is providing facility for voting remotely, only by electronic means, to its Eligible Members and the stated items of Special business shall be transacted only through remote e-voting.

- (i) The Company has engaged the services of CDSL for providing remote e-voting facility to the Eligible Members, enabling them to cast their vote electronically, in a secured manner.
- (ii) **The voting period begins on 01<sup>st</sup> January, 2025 (9:00 AM IST) and ends on 30<sup>th</sup> January, 2025 (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 i.e. **27<sup>th</sup> December, 2024**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020**, under Regulation 44 of SEBI Listing Regulations, 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.

**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 above said SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

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| Type of shareholders   | Login Method   |
|--|--|
| <b>Individual Shareholders holding securities in Demat mode with CDSL Depository</b> | <p>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</p> <p>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 evoting option, the user will be able to see e-Voting page of the e-Voting serviceprovider 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.</p> <p>If the user is not registered for Easi/Easiest, option to register is availableat CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</p> |
| <b>Individual Shareholders holding securities in demat mode with NSDL Depository</b> | <p>If you are already registered for NSDL IDeAS facility, please visit the e- Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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 andyou 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.</p> <p>If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS”Portal or click at<a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon</p>   |

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|   |  |
|---|--|
|   | <p>“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-Voting period.</p>                  |
| <p><b>Individual Shareholders(holding securities in demat mode)Login through Their Depository Participants (DP)</b></p> | <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.</p> |

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

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

| Login type  | Helpdesk details   |
|---|--|
| Individual Shareholders holding securities in Demat mode with <b>CDSL</b> | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33 |
| Individual Shareholders holding securities in Demat mode with <b>NSDL</b> | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> 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 Remote e-Voting 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](http://www.evotingindia.com).
  - 2) Click on “Shareholders” module.
  - 3) Now enter your User ID
    - a. For CDSL: 16 digits beneficiary ID,

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- 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](http://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:

|  | <b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>   |
|--|--|
| PAN  | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)<br><br>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<br><b>OR</b> Date of Birth (DOB) | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.<br><br>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.                 |

- 7) After entering these details appropriately, click on “SUBMIT” tab.
- 8) 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.
- 9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 10) Click on the Electronic Voting Sequence Number (EVSN) of SPACENET ENTERPRISES INDIA LIMITED on which you choose to vote.
- 11) 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.

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- 12) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- 13) 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.
- 14) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- 15) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- 16) 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.
- 17) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

**18) 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](http://www.evotingindia.com) and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto: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; [cs@spacenetent.com](mailto:cs@spacenetent.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**:: SPACENET ENTERPRISES INDIA LIMITED::**

(CIN: L72200TG2010PLC068624)

**Regd. Off. Address:** Plot No.114, Survey No.66/2, Street No.03, Raidurgam, Prasanth Hills, Gachibowli, Nav Khalsa , Serilingampally , Ranga Reddy, Hyderabad-500008, Telangana, India. Tel: 040-29345781,

Email: [cs@spacenetent.com](mailto:cs@spacenetent.com), [info@spacenetent.com](mailto:info@spacenetent.com), <http://spacenetent.com/>

**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 at [cs@spacenetent.com](mailto:cs@spacenetent.com) or RTA at [rta@cilsecurities.com](mailto:rta@cilsecurities.com)**
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Sr. Manager, CDSL, A Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 22 55 33.

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## ANNEXURE TO NOTICE

### Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and / or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

#### ITEM NO.1:

It is hereby informed to the Members that, the Designation of Mr. Ghanshyam Dass (DIN: 01807011) was changed from Independent Director to Non-Executive Director of the Company appointment vide Board resolution approved on 13<sup>th</sup> November 2024 and was based on the recommendation of the Nomination and Remuneration Committee.

The Company has received his consent and is not disqualified from being appointed as a Director under Section 164 of the Companies Act, 2013, and has provided his consent to act as a Non-Executive Director.

The Board of Directors is of the opinion that Mr. Ghanshyam Dass (DIN: 01807011) satisfies the conditions specified under the Companies Act, 2013, as well as the requirements outlined in the SEBI Listing Regulations for his appointment as an Independent Director.

In accordance with the SEBI Listing Regulations, shareholder approval for the appointment or reappointment of a Director must be obtained at the upcoming general meeting or within three months from the date of appointment, whichever occurs earlier hence seeking shareholders approval for appointment of Mr. Ghanshyam Dass (DIN: 01807011) as Non-Executive Director of the Company.

Pursuant to the SEBI Listing Regulations and Secretarial Standard-2 (SS-2) on General Meetings, the relevant details of Mr. Ghanshyam Dass's (DIN: 01807011) appointment as Non-Executive Director are included in this notice.

The Board is of the opinion that Mr. Ghanshyam Dass is a distinguished professional with over four decades of expertise in the corporate and banking sectors. He currently serves as an Independent Director on the board of String Metaverse and as a Senior Advisor at KPMG India. With a career spanning 37 years in banking and capital markets, Mr. Dass has held prominent positions, including Managing Director for Asia Pacific and the Middle East at NASDAQOMX Group. He has played a pivotal role in promoting Indian corporations on the global stage and has provided strategic counsel to leading organizations, including as Senior Advisor to INTEL Capital and Special Advisor to STJ Advisors LLP, UK. A detailed profile of Mr. Parthasarathi, in compliance with Regulation 36(3) of the SEBI Listing Regulations, is included in the annexure to this explanatory statement.

The Board of Directors recommends the resolutions outlined in Items No. 1 of the accompanying Notice for approval by the Members as **Ordinary Resolution**.

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Except for Mr. Ghanshyam Dass, none of the Directors, Key Managerial Personnel, or their relatives are financially or otherwise interested in the resolutions set forth in Items No. 1 of this Notice.

**By order of the Board of Directors  
For Spacenet Enterprises India Limited**

**Sd/-  
Monish Jaiswal  
Company Secretary & Compliance Officer**

**Date: 24<sup>th</sup> December, 2024  
Place: Hyderabad**

**Registered Office:  
CIN:L72200TG2010PLC068624  
Plot No.114, Survey No.66/2,  
Raidurgam, Prasanth Hills,  
Gachibowli,Nav Khalsa ,  
Serilingampally , Ranga Reddy,  
Hyderabad-500008, Telangana, India.**

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**Details of Directors seeking appointment/re-appointment in the Notice of Postal Ballot dated February 14, 2024 is as follows:**

**[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India]**

|  |  |  |                       |
|--|--|--|-----------------------|
| Name of Director   | Mr. Ghanshyam Dass   |  |                       |
| Director Identification Number (DIN)   | 01807011   |  |                       |
| Designation/ category of the Director  | Non-Executive Director   |  |                       |
| Date of Birth  | 11/ 07/1952  |  |                       |
| Date of the first appointment on the Board   | 29/10/2022   |  |                       |
| Qualification, Brief Profile, Experience, and Expertise in specific functional areas | Mr. Ghanshyam Dass is a distinguished professional with over four decades of expertise in the corporate and banking sectors. He currently serves as an Independent Director on the board of String Metaverse and as a Senior Advisor at KPMG India. With a career spanning 37 years in banking and capital markets, Mr. Dass has held prominent positions, including Managing Director for Asia Pacific and the Middle East at NASDAQOMX Group. He has played a pivotal role in promoting Indian corporations on the global stage and has provided strategic counsel to leading organizations, including as Senior Advisor to INTEL Capital and Special Advisor to STJ Advisors LLP. He is has a bachelor's degree in Economics. |  |                       |
| Directorships held in other companies including listed companies.                    | <b>S.no.</b>   | <b>Name of Company</b>                           |                       |
|  | 1.   | COSMEA INVESTMENTS PRIVATE LIMITED               |                       |
|  | 2.   | COSMEA INVESTMENT HOLDCO PRIVATE LIMITED         |                       |
|  | 3.   | BIO GREEN PAPERS LIMITED                         |                       |
|  | 4.   | BIOPURE HEALTHCARE PRIVATE LIMITED               |                       |
|  | 5.   | PREMIEREDULEAGUE PRIVATE LIMITED                 |                       |
|  | 6.   | MAYAR INFRASTRUCTURE DEVELOPMENT PRIVATE LIMITED |                       |
|  | 7.   | COSMEA FINANCIAL HOLDINGS PRIVATE LIMITED        |                       |
|  | 8.   | JAIN FARM FRESH FOODS LIMITED                    |                       |
| Name of listed entities from which the person has resigned in the past three years   | <b>S.no.</b>   | <b>Name of Company</b>                           | <b>Cessation Date</b> |
|  | 1.   | JAIN IRRIGATION SYSTEMS LIMITED                  | 16/08/2024            |

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| Memberships / Chairmanships of committees of other companies including listed companies as of the date of this Notice | S. no                               | Name of Company  |
|---|-------------------------------------|--|
| Relationship with other Directors, Managers, and other Key Managerial Personnel of the Company                        | 1.                                  | <b>BIO GREEN PAPERS LIMITED:</b><br>1. Chairman of Board<br>2. Member of Audit Committee<br>3. Member of Nomination and Remuneration Committee |
| Number of Meetings of the Board attended during the year  | NOT APPLICABLE                      |  |
| Shareholding in the Company including shareholding as a beneficial owner  | 4 (Four)                            |  |
| Shareholding in the Company including shareholding as a beneficial owner  | 4,50,000 (Four Lakh Fifty Thousand) |  |

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