



VAYAVYA LABS PRIVATE LIMITED

Regd. Office: 1st Floor, LIG-165, Mahantesh Nagar, Belgaum – 590016 Karnataka.

NOTICE

Notice is hereby given that the 19th Annual General Meeting of the Company will be held on 26th September, 2025 at 11 :30A.M. at the corporate office of the company through Google Meet app to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited statement on profit and loss for the year ended 31st March 2025, cash flow and the balance sheet (Standalone & Consolidated) as on that date along with reports of Directors' and Auditors thereon.
2. AUDITORS¹.

SPECIAL BUSINESS:

3. To consider and if thought fit, to pass with or without modification, the following as an ordinary resolution.

RESOLVED THAT CS S.R. DESHPANDE, practicing Company secretary be and is hereby appointed to carry out certification of compliance under section 92 of the Companies Act, 2013 for the financial year 2025-26 and the Board of Directors be and is hereby authorized to determine the remuneration payable to him.

For VAYAVYA LABS PRIVATE LIMITED

Date: 4th September 2025
Place: Belgaum

RAVINDRAGOUDA K. PATIL
Managing Director
DIN: 00922356
LIG - 165, Mahantesh Nagar,
Belgaum - 590016, Karnataka.

NOTE:

- 1) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY AND THE PROXY NEEDS TO BE A MEMBER OF THE COMPANY.**
- 2) PROXIES IN ORDER TO BE EFFECTIVE SHOULD BE DULY STAMPED, SIGNED AND COMPLETED AND MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
- 3) An explanatory statement pursuant to section 102 of the Companies Act, 2013 in respect of two items of special business is annexed hereto.
- 4) Members of the Company are requested to update and register their e mail ids with the Company as early as possible and the Company would send them invitation to attend the virtual on-line meeting together with meeting number and password at least two days before the date of meeting.

¹ M/S P G Bhagwat, LLP, chartered Accountants, Belagavi were re-appointed as statutory auditors in the 18th AGM held in September 2024 on five year tenure lasting till September 2029. Hence no item of business relating auditors.

Vayavya Labs Pvt. Ltd.

Corporate Off. : "Mangal", 3rd Floor, CTS No.5651/5652, Goaves, Belgaum 590 001 | Tel: +91-831-4200809

Branch Off. : "Sre Rama Deevana" 1st Floor, B Block, No.21, Ulsoor Road Bangalore-560 042

Regd. Off: 1st Floor, LIG-165, Mahantesh Nagar, Belgaum-590016

| www.vayavyalabs.com | Email: accts@vayavyalabs.com |

| CIN: U72900KA2006PTC040077 |



- 5) Pursuant to rule 18 of the Companies (Management & Administration) Rules 2014 notice of the AGM is placed on the web site of the Company and Mr, Praveen Totagi, Senior- Finance Controller is designated as the Nodal Officer to whom any stakeholder can contact in connection with any matter concerning the AGM. His e-mail id is praveen.totagi@vayavyalabs.com, phone No.: +91 9535421627
- 6) ROUTE MAP TO THE VENUE OF THE ANNUAL GENERAL MEETING

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

ITEM NO. 3: NOTICE: APPOINTMENT OF PRACTISING COMPANY SECRETARY

As in respect of last year, the turnover of the Company has for the year 2024-25 has crossed Rs. 50 crores as a result certification of annual return under section 92 of the Companies Act, 2013 is mandatory which involves obtaining a detailed compliance certificate on 18 points mentioned in form MGT 8 from a practicing Company secretary, which forms part of the annual return in form MGT 7.

The Board proposes to re- appoint Mr. S. R. Deshpande, Practicing Company secretary for certification of compliance for the financial year 2025-26. As the Company's turnover is growing, the Company needs this certification for the current financial year too. Hence, the appointment for the financial year 2025-26 is also recommended for consideration by the members through an ordinary resolution.

The Board commends the appointment of Mr. S. R.Deshpande as Company secretary.

MEMORANDUM OF INTEREST

None of the Directors of the Company are interested in this item of special business.

For VAYAVYA LABS PRIVATE LIMITED

Date: 4th September 2025
Place: Belgaum

RAVINDRAGOUDA K. PATIL
Managing Director
DIN: 00922356
LIG - 165, Mahantesh Nagar,
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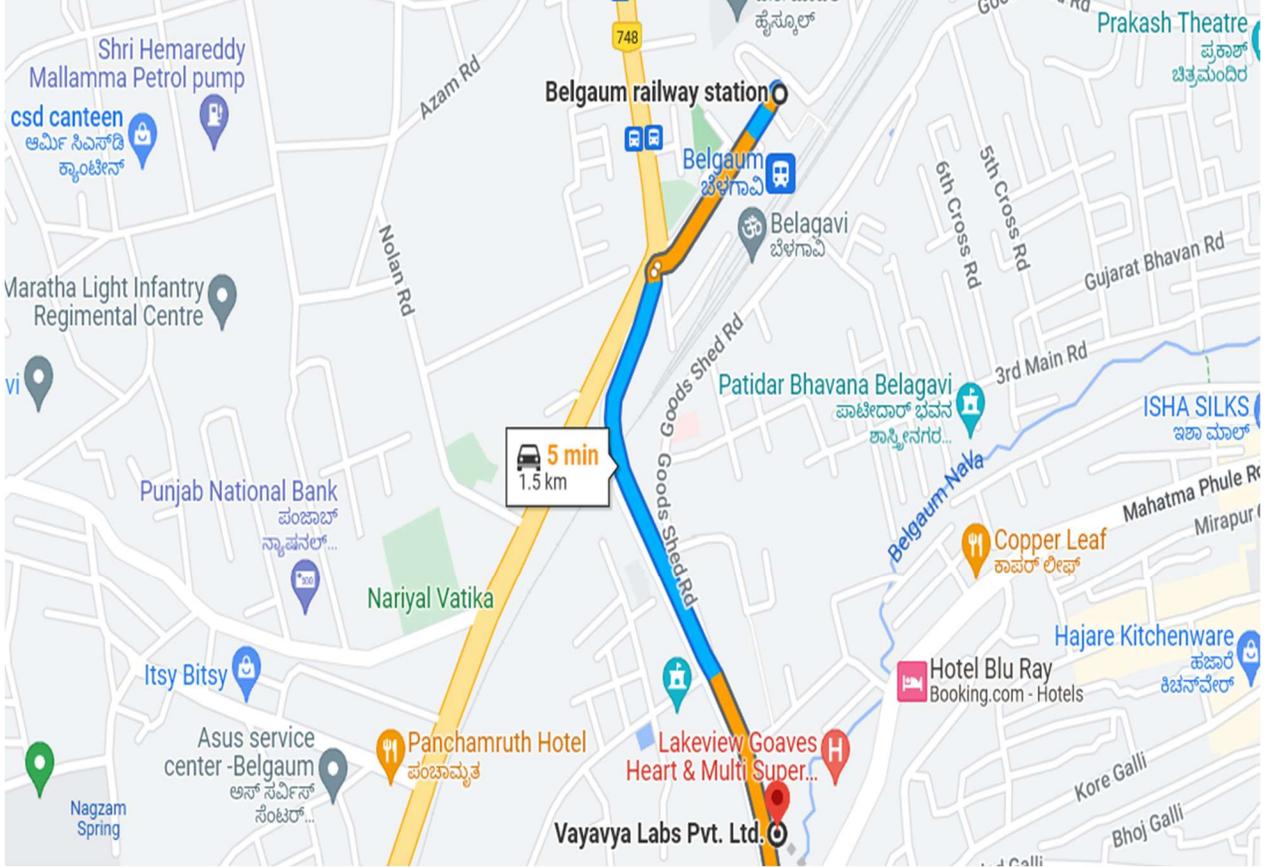
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ROUTE MAP TO THE VENUE OF THE ANNUAL GENERAL MEETING



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