



21<sup>st</sup> August 2025

To

Listing Department BSE Limited 25 <sup>th</sup> Floor, P. J. Towers, Dalal Street, Mumbai – 400 001. <b>Scrip Code: 544246</b>	Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra East, Mumbai – 400 051. <b>Scrip Code: RVTH</b>
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Dear Sir/ Madam,

**Sub: Notice of 06<sup>th</sup> Annual General Meeting for the Financial Year 2024-2025.**

In continuation to our letter dated 08<sup>th</sup> August 2025, we would like to inform you that the Annual General Meeting (AGM) of the Company will be held on Friday, 12<sup>th</sup> September 2025, at 2:30 PM (IST) at the Registered Office of the Company at Pollachi Road, Malumachampatti Post, Coimbatore – 641050.

Pursuant to Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), we are submitting herewith the Notice convening the 06<sup>th</sup> Annual General Meeting (AGM) of the Company for the financial year 2024-25 which is being sent through electronic mode to the Members, who have registered their e-mail addresses with the Company/Depositories.

Further, pursuant to Regulation 36(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company will be sending a letter to Shareholders whose e-mail addresses are not registered with Company/DPs providing the weblink from where the Annual Report for the financial year 2024-2025 can be accessed on the Company’s website.

The following reports are made available on the Company’s website:

Name of the report	Website link
AGM Notice and Annual Report 2024-2025	<a href="https://www.revathi.in/investor-relations/financials/annual-reports/">https://www.revathi.in/investor-relations/financials/annual-reports/</a>
AGM Notice	<a href="https://www.revathi.in/investor-relations/notice-to-shareholder/">https://www.revathi.in/investor-relations/notice-to-shareholder/</a>

**Revathi Equipment India Limited**

(Formerly Renaissance Corporate Consultants Limited)

331, Pollachi Road, Coimbatore - 641 050. India. Phone: 0422 - 2610851, 0422 - 6655100,

CIN No.: L74999TZ2020PLC033369 E-mail: [compliance.officer@revathi.in](mailto:compliance.officer@revathi.in)

Website: [www.revathi.in](http://www.revathi.in)



The Company has fixed Friday, 05<sup>th</sup> September 2025 as the cut-off date for ascertaining the names of the shareholders holding shares either in physical form or in dematerialized form, who will be entitled to cast their votes electronically in respect of the businesses to be transacted as per the Notice of the AGM and to attend the AGM.

You are requested to take the above information on record.

Thanking You,

Sincerely,

**For Revathi Equipment India Limited**

**Nishant Ramakrishnan**

**Company Secretary and Compliance Officer**

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## REVATHI EQUIPMENT INDIA LIMITED

(Formerly known as Renaissance Corporate Consultants Limited)

CIN: L74999TZ2020PLC033369

Registered Office: Pollachi Road, Malumachampatti P O., Coimbatore - 641 050

Website: [www.revathi.in](http://www.revathi.in) E-mail: [compliance.officer@revathi.in](mailto:compliance.officer@revathi.in), Phone: 0422 6655100

### NOTICE TO MEMBERS

**NOTICE** is hereby given that the Sixth Annual General Meeting of the members of Revathi Equipment India Limited (Formerly known as Renaissance Corporate Consultants Limited) will be held on Friday, 12<sup>th</sup> September 2025, at 2:30 PM (IST) at the Registered Office of the Company at Pollachi Road, Malumachampatti Post, Coimbatore – 641050, to transact the following business(es):

#### Ordinary Business:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2025 together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint Mr. Palaniappan Muthusekhar (DIN: 05146301), who retires by rotation as the Director of the Company at this Annual General Meeting and being eligible, offers himself for re-appointment.

#### Special Business:

3. **To approve the appointment of MDS & Associates LLP, Company Secretaries as Secretarial Auditors 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 204 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory amendments or modification(s) or re-enactment(s) thereof, for the time being in force) and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) as amended from time to time, read with relevant circulars and based on the recommendation of Audit Committee and the Board of Directors of the Company, the approval of the members of the Company be and is hereby accorded for the appointment of MDS & Associates LLP (LLPIN: ABZ – 8060; ICSI Unique Code: L2023TN013500), Company Secretaries, Coimbatore, who are holding a valid Peer Review Certificate issued by the Institute of Company Secretaries of India (ICSI), as Secretarial Auditors of the Company for a period of 5 (five) consecutive years commencing from the financial year 2025-2026 to conduct the Secretarial Audit of the Company at such remuneration and such terms & conditions as detailed in the statement annexed to this notice pursuant to Section 102 of the Act and the SEBI Listing Regulations.

**RESOLVED FURTHER THAT** the Board of Directors (including any committee thereof) be and is hereby authorized to do all such acts, deeds, things and matters, to sign all such documents and writings and to take all such steps as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto.

4. **To ratify the remuneration payable to Cost Auditors 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 148 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment (s) thereof for the time being in force), P. Mohankumar & Co, Cost Accountants, (Firm Registration Number: 100490), who were appointed by the Board of Directors on the recommendation of the Audit Committee, to conduct the audit of the cost records of the Company for the financial year 2025-26, on a remuneration of Rs 1,25,000 (Rupees One Lakh Twenty Five Thousand only) per annum exclusive of applicable taxes and reimbursement of out- of-pocket expenses at actuals, if any, incurred in connection with the audit fixed by the Board of Directors, be and is hereby ratified and confirmed.”

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby severally authorised to take all such steps as may be necessary and/or give such directions as may be necessary, proper and expedient to give effect to the above resolution”

**5. To approve the payment of remuneration to Mr. Abhishek Dalmia (DIN: 00011958) as Chairman & Managing Director 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 the provisions of Sections 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (‘Listing Regulations’) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and pursuant to the provisions of Articles of Association of the Company, the approval of the members of the Company be and is hereby accorded for the payment of revised remuneration to Mr. Abhishek Dalmia (DIN: 00011958), as a Chairman and Managing Director of the Company for a period of Three (3) years with effect from 01<sup>st</sup> April 2025 till 31<sup>st</sup> March 2028 on the following terms and conditions, as recommended by the Nomination and Remuneration Committee and approved by Audit committee and Board of Directors at their respective meeting(s) held on 08<sup>th</sup> August 2025 notwithstanding the fact that the aggregate annual remuneration payable to him in any financial year during his tenure may exceed the limits as set out under the Listing Regulations or the Act for the time being in force:

**TERMS AND CONDITIONS:**

**a) Salary, Perquisites and Allowances per annum:**

Particulars	Amount (Rs in crores)
Salary along with perquisites and allowances	4.00

The perquisites and allowances shall be evaluated, wherever applicable, as per the provisions of the Income-tax Act, 1961 or any rules thereunder or any statutory modification(s) or re-enactment thereof; in the absence of any such rules, perquisites and allowances shall be evaluated at actual cost. The Managing Director is entitled to medical reimbursement as per the company policy for senior managerial executives.

**b) Statutory Benefits:**

The Company’s contribution to provident fund, superannuation or annuity fund, if any, to the extent these singly or together are not taxable under the Income Tax law, gratuity payable, and encashment of leave, as per the rules of the Company and to the extent not taxable under the Income Tax law, shall not be included for computation of the overall ceiling of remuneration.

**c) Commission on net profits:**

The Commission shall be paid at the discretion of the Board in addition to the remuneration by way of salary, allowances, perquisites, and other benefits which shall not exceed 5% of the net profits of the Company on a standalone basis calculated in accordance with the provisions of section 198 of the Companies Act, 2013.

**d) Reimbursement of Expenses:**

Expenses incurred for travelling, boarding and lodging during business trips and provision of the car(s) for use on the Company’s business and communication expenses at residence shall be reimbursed at actuals and not considered perquisites.

**e) General:**

- i. The Chairman and Managing Director shall devote his time and attention to the Company’s business and carry out such duties as may be entrusted to him by the Board from time to time and separately communicated to him.
- ii. Subject to the superintendence, control and directions of the Board, the CMD be entrusted with substantial powers of management which are in connection with and in the best interests of the business of the Company and the business of any one or more of its subsidiaries and/or associate companies, including performing

duties as assigned by the Board from time to time by serving on the boards of such associate companies and/or subsidiaries or any other executive body or any committee of such a company.

- iii. The Chairman and Managing Director shall act in accordance with the Company's Articles of Association and shall abide by the provisions contained in Section 166 of the Act regarding the duties of Directors.
- iv. The terms and conditions of the said appointment may be altered and varied from time to time by the Board as it may, in its discretion, deem fit, irrespective of the limits stipulated under Schedule V to the Companies Act 2013 or any amendments made hereafter in this regard in such manner as may be agreed to between the Board and the CMD, subject to such approvals as may be required.
- v. During his tenure as Chairman and Managing Director, he shall not be liable to retire by rotation.
- vi. The Chairman and Managing Director shall adhere to the Company's Code of Conduct.
- vii. The office of the Chairman and Managing Director may be terminated earlier by the Company or by him by giving 6 (Six) months prior notice in writing.

**RESOLVED FURTHER THAT** in the event of any loss or inadequacy of profits in any financial year during his tenure, the Company on considering the performance of Mr. Abhishek Dalmia, Chairman and Managing Director, the minimum remuneration mentioned above shall be payable to him, in accordance with the Companies Act, 2013, as amended.

**RESOLVED FURTHER THAT** Mr. Abhishek Dalmia, Chairman and Managing Director, shall not be paid sitting fees for attending meetings of the Board of Directors or any Committee(s) thereof.

**RESOLVED FURTHER THAT** the Board of Directors/Committee be and are hereby authorized to alter and vary the terms and conditions, from time to time, in such manner as the Board may deem fit.

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby severally authorised to take all such steps as may be necessary and/or give such directions as may be necessary, proper and expedient to give effect to the above resolution without being required to seek any further consent or approval of the members and the members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

## **6. To approve the overall remuneration limit for managing director holding office in two companies**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), read with Schedule V to the Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable rules (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to such approvals, consents and permissions as may be required, the consent of the members be and is hereby accorded to fix the overall limit of remuneration payable to Mr. Abhishek Dalmia, Chairman and Managing Director of the Company, who also holds office as Managing Director in Semac Construction Limited (Formerly Semac Consultants Limited), such that the total remuneration drawn from both companies together shall not exceed ₹ 10,00,00,000/- (Rupees Ten Crore only) per annum from both companies taken together, inclusive of salary, perquisites, allowances, benefits, performance-linked incentives, commission and any other form of remuneration apart from arrears in remuneration.

**RESOLVED FURTHER THAT** the remuneration payable by this Company may exceed the limits prescribed under Section 197 read with Schedule V of the Act, provided that the remuneration drawn from the Company and Semac Construction Limited (Formerly Semac Consultants Limited), shall taken together not exceed the overall ceiling of ₹10 crore per annum approved herein.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to alter, vary or revise the remuneration payable to Mr. Abhishek Dalmia, Chairman and Managing Director, subject to the aforesaid overall limit, and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

## **7. To approve the remuneration payable to Non-Executive Directors (including Independent Directors) 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 Sections 197, 198 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and

Regulation 17(6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and as recommended by the Nomination and Remuneration Committee and approved by the Audit Committee and Board of Directors at their respective meetings held on 08<sup>th</sup> August 2025, the consent of the members be and is hereby accorded for payment of commission to the Non-Executive Directors of the Company notwithstanding the inadequacy or absence of profits in any such financial year of a sum not exceeding 1% of the Net Profits of the Company computed in the manner as specified under Section 198 of the Companies Act, 2013, to be paid and distributed amongst the non-Executive Directors (including Independent Directors) of the Company or some or any of them in such amounts or proportions and in such manner and in all respects as may be decided by the Board of Directors (including any Committees thereof) of the Company, for a term of three (3) financial years commencing from 1<sup>st</sup> April, 2026.

**RESOLVED FURTHER THAT** the commission payable to the Non-Executive Directors of the Company as mentioned above shall be in addition to the sitting fees payable for attending the meetings of the Board of Directors or Committees thereof or for any other purpose whatsoever as may be decided by the Board of Directors and reimbursement of expenses for participation in the Board and other meetings.

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby severally authorised to take all such steps as may be necessary and/or give such directions as may be necessary, proper and expedient to give effect to the above resolution without being required to seek any further consent or approval of the members and the members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

#### **8. To approve Material Related Party Transaction(s) of the Company with Semac Construction Limited.**

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 Regulation 23(4) and other applicable Regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the Listing Regulations), as amended from time to time and the applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and as per the Company's Policy on Related Party Transactions and pursuant to the approval of the Audit Committee and on the recommendation of the Board of Directors of the Company, the approval of the Members be and is hereby accorded to the Company to enter/continue to enter into transaction(s)/contract(s)/ arrangement(s)/agreement(s) with Semac Construction Limited (Formerly Semac Consultants Limited), an entity falling within the definition of 'Related Party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for an aggregate value not exceeding Rs. 300 crores (Rupees Three Hundred crores only), for the period from the conclusion of 6<sup>th</sup> Annual General Meeting till the conclusion of 7<sup>th</sup> Annual General Meeting and on such material terms and conditions as detailed in the explanatory statement to this Resolution notwithstanding the fact that such transactions either taken individually or together with previous transactions during the financial year may exceed 10% of the annual consolidated turnover of the Company as per the last audited financial statements or such other materiality threshold as may be specified under applicable laws/ regulations from time to time.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee(s) thereof) be and are hereby severally authorized to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this Resolution."

**For Revathi Equipment India Limited**

**Date: 08<sup>th</sup> August 2025**

**Place: Coimbatore**

**Nishant Ramakrishnan  
Company Secretary**

## STATEMENT PURSUANT TO THE SECTION 102 OF THE COMPANIES ACT, 2013 AND REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

### Item No. 3

Pursuant to the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 notified on December 12, 2024 ("SEBI Listing Regulations"), and the provisions of Section 204 of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, every listed Company, based on the recommendation of the Board of Directors, shall appoint a Secretarial Auditor who shall be a Peer Reviewed Company Secretary in Practice for a term of 5 (five) consecutive years with the approval of its members at the Annual General Meeting. Accordingly, the Board of Directors based on the recommendation of the Audit Committee, has recommended the appointment of MDS & Associates LLP (LLPIN: ABZ – 8060), Company Secretaries, Coimbatore, who are holding a valid Peer Review Certificate issued by the Institute of Company Secretaries of India (ICSI), as Secretarial Auditors of the Company to conduct the Secretarial Audit of the Company for a term of 5 (five) consecutive financial years commencing from the financial year 2025-26 till the financial year 2029-30, on the following terms and conditions, subject to the approval of the members at the ensuing 6<sup>th</sup> Annual General Meeting:

- a) **Term of appointment:** 5 (five) consecutive financial years commencing from the financial year 2025-26 till the financial year 2029-30 to conduct Secretarial Audit of the Company.
- b) **Proposed Remuneration:** Rs. 2,00,000/- (Rupees Two Lakhs Only) plus applicable taxes and out of pocket expenses, if any, in connection with the secretarial audit for financial year ending March 31, 2026 and for subsequent year(s) of their term, such fee as may be approved by the Board of Directors based on the recommendation of the Audit Committee in consultation with the Secretarial Auditors. The other terms of appointment of the Secretarial Auditors will be specified by the Board. Besides the above, the Company would obtain certification as may be required under various statutory regulations from time to time and such other services, which are not restricted, with necessary approval of the Board and the same will be remunerated separately on mutually agreed terms.
- c) **Basis of recommendation:** The Audit Committee and the Board of Directors has considered the credentials of the appointee Secretarial Auditors, as given below and recommended their appointment, as set out in Item No.3 of this notice, based on the fulfilment of the eligibility criteria and qualifications prescribed under the Act & Rules made thereunder and SEBI Listing Regulations with regard to the experience of the firm, capability, independent assessment and audit experience.
- d) **Profile:** MDS & Associates LLP, Company Secretaries, a Limited Liability Partnership, is a Practicing Company Secretaries' firm based in Coimbatore, Tamil Nadu. The firm houses a team of qualified and seasoned professionals who bring together more than 36 years of rich experience and expertise knowledge in the field of Corporate, Securities and allied laws. The Firm is specialized in Secretarial Audits, Board Process Audits, Corporate Governance Audits, Corporate Actions / Transactions based Due Diligence Audits and mergers and acquisitions. The firm consists of 3 partners who are fellow members of The Institute of Company Secretaries of India (ICSI). Sri. M. D. Selvaraj, FCS, is the Managing Partner. The firm holds a valid Peer Review Certificate issued by ICSI and meets the criteria of appointment as prescribed under Regulation 24A of the SEBI Listing Regulations.
- e) MDS & Associates LLP have given their consent to act as Secretarial Auditors of the Company and confirmed that their aforesaid appointment (if made) would be within the limits prescribed by the Institute of Company Secretaries of India or under the Act & Rules made thereunder and SEBI Listing Regulations. They have also confirmed that they are not disqualified from being appointed as Secretarial Auditors in terms of provisions of the Act & Rules made thereunder and SEBI Listing Regulations.

Accordingly, the Board of Directors hereby recommend the Ordinary Resolution set out in Item No. 3 of the Notice for the approval of the members.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

#### **Item No. 4**

The Board of Directors, on the recommendation of Audit Committee, approved the appointment of M/s. P. Mohankumar & Co, Cost Accountants (Firm Registration Number 100490) as the Cost Auditor of the Company for conducting the audit of the cost records of the Company for the financial year ending 31<sup>st</sup> March 2026, at a remuneration of Rs 1,25,000 (Rupees One lakh twenty-five thousand only) excluding goods and services tax and out-of-pocket expenses incurred by him in connection with audit.

Pursuant to section 148 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, Members of the Company are required to ratify the remuneration to be paid to the cost auditors of the Company. Accordingly, the consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31<sup>st</sup> March 2026.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

#### **Item No. 5 & 6**

The members of the Company at the Annual General Meeting held on 27<sup>th</sup> September 2024 approved the appointment of Mr Abhishek Dalmia (DIN: 00011958) as Chairman & Managing Director of the Company for a period of 5 years and payment of remuneration for a period of 3 years with effect from 28<sup>th</sup> July 2023.

Pursuant to the provisions of Sections 196, 197, 203, Schedule V and other applicable provisions of the Companies Act, 2013, remuneration payable to the Managing Director shall be subject to the approval of the Shareholders of the Company in the General Meeting.

Further, the Board of Directors, on the basis of recommendation of Nomination and Remuneration Committee and approval of Audit Committee, at their respective meeting(s) held on 8<sup>th</sup> August 2025, approved the payment of revised remuneration, as set out in the resolution, for the period of 3 years from 1<sup>st</sup> April 2025 to 31<sup>st</sup> March 2028, subject to the approval of members of the Company.

Mr Abhishek Dalmia (DIN: 00011958), Chairman & Managing Director of the Company has been serving as the Managing Director of Semac Construction Ltd (Formerly Known as Semac Consultants Limited). In terms of the provisions of Section 197(4) of the Companies Act, 2013 read with Schedule V, where a managerial person draws remuneration from more than one company, the total remuneration from both companies shall not exceed the higher maximum limit admissible from any one of the companies, unless otherwise approved by the shareholders of both companies.

The Board of Directors, at its meeting held on 08<sup>th</sup> August 2025, recommended that the overall remuneration payable to Mr Abhishek Dalmia (DIN: 00011958) as Managing Director from both companies taken together be fixed at an amount not exceeding ₹ 10,00,00,000/- (Rupees Ten Crore only) per annum. The proposed limit includes salary, allowances, perquisites, benefits, performance-linked incentives, commission and any other form of remuneration, payable by both companies together apart from any arrears in remuneration. The approval of the members is therefore being sought to fix such overall ceiling, which will provide flexibility to determine the remuneration structure in accordance with the performance of the Company, industry benchmarks, and prevailing regulatory provisions.

The Board is of the view that payment of proposed remuneration to Mr. Abhishek Dalmia is appropriate and in the best interest of the Company for the results shown. The approval of the members is being sought for the payment of remuneration as mentioned in the resolution for a further period of three years with effect from 01<sup>st</sup> April 2025. Accordingly, the approval of the shareholders is being sought for payment of remuneration to Mr. Abhishek Dalmia as detailed in the Resolution set out in Item no. 5 and Item no. 6 of the Notice. The Board recommends an Special Resolution for approval by the Members of the Company.

The disclosures as required under Schedule V of the Companies Act, 2013, Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 are furnished and form a part of this Notice.

Except Mr. Abhishek Dalmia, being the beneficiary and Mrs. Deepali Dalmia -Director, being his relative, none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 and No. 6 of the Notice.

## Item No. 7

The members of the Company at the Annual General Meeting held on 27<sup>th</sup> September 2024 approved payment of Commission to Non-Executive Directors (including Independent Directors) up to a sum not exceeding 1% of the Net Profits of the Company calculated as per the provisions of Section 198 of the Companies Act, 2013, exclusive of sitting fees payable for attending the meetings of Board and its Committee(s) thereof, for a period of 3 years with effect from 1<sup>st</sup> April 2023.

Further, the Board of Directors, on the basis of recommendation of Nomination and Remuneration Committee and approval of Audit Committee, approved for payment of Commission of a sum not exceeding 1% of the Net Profits of the Company computed in the manner as specified under Section 198 of the Companies Act, 2013, to be paid and distributed amongst the non-Executive Directors (including Independent Directors) of the Company or some or any of them in such amounts or proportions and in such manner and in all respects as may be decided by the Board of Directors (including any Committees thereof) of the Company, for a further term of three (3) financial years commencing from 1<sup>st</sup> April, 2026, subject to the approval of members of the Company.

The Company's Non-Executive Directors are leading professionals with a high level of expertise and rich experience in functional areas such as business strategy, financial governance, corporate governance, research & innovation, amongst others. With the complexity of managing business increasing by the day, the Non-Executive Directors are nowadays required to devote considerable time and effort towards the business activities of the Company. The Company's Non-Executive Directors have been shaping and steering the long-term strategy and making invaluable contributions towards the Company's group-level strategy, monitoring risk management and compliances.

Pursuant to Regulation 17(6) and other applicable regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), and Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, the consent of the Members is required to be obtained for payment of commission to the non-Executive Directors of the Company. Further, the first proviso to Section 197(1) of the Act permits payment of remuneration to Directors (including Non-Executive Directors and Independent Directors) in case of inadequacy of profits, subject to compliance with Schedule V to the Act and approval of Members by way of special resolution.

Accordingly, the approval of the shareholders is being sought for payment of commission to Non-Executive Directors (including Independent Directors) as detailed in the Resolution set out in Item no.7 of the Notice. The Board recommends an Special Resolution for approval by the Members of the Company.

The disclosures as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 are furnished and form a part of this Notice.

All the Directors and Key Managerial Personnel other than Company Secretary & Chief Financial Officer of the Company and their relatives are concerned or interested, financial or otherwise, in the Resolution set out at Item No.7.

## Item No. 8

Pursuant to Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), a transaction with a related party shall be considered "material", if the transactions entered into individually or taken together with previous transactions during a financial year with such related party exceeds Rs. 1,000 Crores or 10% of the total consolidated turnover of the Company as per the last audited financial statements, whichever is lower ("Materiality Threshold") and shall require prior approval of Members by means of an Ordinary Resolution.

Revathi Equipment India Limited (REIL) and Semac Construction Limited (Formerly Semac Consultants Limited) (SCL) is a part of the same Promoters Group and is managed and controlled by the same management. The Company, in the course of its business, is required to provide financial support to its group companies/related parties, whether by way of granting inter-corporate deposits/loans or by providing guarantees and securities for credit facilities availed by such entities, in order to meet their operational and business requirements.

SCL is engaged in Construction and engineering business and REIL avails the services and expertise of SCL in the construction and expansion of manufacturing facilities of the Company at very competitive price, on arms' length basis and the transactions proposed to be entered by the Company with the said related party may exceed 10% of the annual consolidated turnover of the Company as per the last audited financial statements.

The Audit Committee has granted their approval for the related party transactions aggregating to the value not exceeding Rs. 300 crores (Rupees Three Hundred crores only), subject to approval of the Members, to be entered into by the Company with the above-mentioned related party.

The details of the transactions with above-mentioned related party as required pursuant to SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024, is as follows:

S. No	Particulars	Information
a.	Name of the Related Party	Semac Construction Ltd (Formerly Semac Consultants Limited) (SCL)
b.	Its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	Mr. Abhishek Dalmia, Chairman and Managing Director, Mr. V. V. Subramanian, Independent Director and Mrs. Deepali Dalmia, Director of the Company who are interested as directors.  REIL and SCL is a part of the same Promoters Group and is managed and controlled by the same management.
c.	Type, material terms and particulars of the proposed transaction	<ul style="list-style-type: none"> <li>• Sale, purchase or supply of goods or services</li> <li>• Loans and advances (other than trade advances) or inter-corporate deposits given by the Company in one or more tranches</li> <li>• Obtaining financial assistance in one or more tranches.</li> <li>• Interest Received or Paid</li> <li>• Guarantee, surety, indemnity or comfort letter made or given by the Company</li> </ul> <p>Transactions in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in.</p>
d.	Tenure of the proposed transaction (particular tenure shall be specified);	Approval is sought for material RPTs proposed to be undertaken for the period from the conclusion of the 6th Annual General Meeting till the conclusion of the 7th Annual General Meeting.
e.	Value of the proposed transaction;	Not exceeding Rs 300 crores
f.	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction;	The value of the transaction would be 158.87% based on audited consolidated financials for the year ended 31st March, 2025.
g.	Justification of the proposed transactions	<p>Semac Construction Limited (Formerly Semac Consultants Limited) ("SCL") is a part of the Promoters Group Company and is engaged in Construction and providing engineering services.</p> <p>The Company had availed the services and expertise of SCL in the construction and expansion of manufacturing facilities of the Company at very competitive price. Further the Company intends to avail/ utilize the services and expertise of SCL for any future maintenance, office renovation, interior works, capacity additions and for modernization of the office and factory facilities of the Company.</p> <p>The Company may also lend its office space to SCL in future for its business purposes.</p>

		The Company, in the course of its business, may provide financial support to SCL whether by way of granting inter-corporate deposits/ loans or by providing guarantees and securities for credit facilities availed by SCL in order to meet their operational and business requirements. Such transactions are proposed to be undertaken in the ordinary course of business and on an arm's length basis, meaning that the terms and conditions — including interest rate, security, repayment schedule, guarantee commission, tenure and other covenants — shall be comparable to those prevailing in similar transactions with unrelated parties of like standing and creditworthiness under similar circumstances.
h.	A copy of the valuation or other external party report, if any such report has been relied upon;	Nil. The Company conducts transactions with related parties in its ordinary course of business at prices which are at arm's length. The pricing for such transactions are established generally considering market price for comparable transactions with unrelated parties where available or on cost plus reasonable margin basis. The reimbursements/recoveries are basis actual cost incurred.
<b>i.</b>	<b>If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary:</b>	
	i) details of the source of funds in connection with the proposed transaction;	Internal accruals of the Company.
	ii) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments,  • Nature of Indebtedness • cost of funds; and • tenure	Not applicable
	iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	Inter-corporate deposits given aggregating to, not exceeding ₹ 200 crore.  • Lock in Period of 2 days and thereafter on 'demand to pay basis' • Tenure: upto 12 months. • Interest rate: up to 10%; linked to the Company's short-term borrowing rate. • Repayment Schedule: Not Applicable.  Nature of Security: The above inter-corporate deposits are under unsecured category.  Corporate Guarantee for the credit facilities availed by SCL to the tune not exceeding ₹ 200 crore.  Tenure: Until the tenure of the loan availed by SCL exists.  Repayment Schedule: Not Applicable  Nature of Security: The Company does not provide any security except a Corporate Guarantee in favour of Bankers/ Lenders from whom the Credit facilities are availed/ to be availed by the SCL.

	iv) the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	To meet the working capital requirements of SCL.
j.	Justification as to why the RPT is in the interest of the listed entity;	<p>Presently SCL has confirmed work orders where it requires funds to execute/ complete its construction/ engineering projects undertaken by them.</p> <p>SCL may require short-term funding for operational needs, project execution, or to bridge timing differences in cash flows. Extending ICDs ensures timely availability of funds at a lower cost compared to external borrowings. The Company intends to refinance the financial facilities availed by SCL for the above projects which will help the SCL to significantly reduce the borrowing cost.</p> <p>The Corporate Guarantee given by the REIL to the lenders of SCL would provide comfort to the lenders of SCL which would help SCL to negotiate favorable terms with its Lenders.</p> <p>The Company and SCL continues to be under the control of the same management and promoters. Hence, offering such loans/ corporate guarantee would not have any adverse impact on the Company's credit. Further such transactions are proposed to be undertaken in the ordinary course of business and on an arm's length basis, meaning that the terms and conditions — including interest rate, security, repayment schedule, guarantee commission, tenure and other covenants — shall be comparable to those prevailing in similar transactions with unrelated parties of like standing and creditworthiness under similar circumstances.</p> <p>As the aforesaid corporate guarantee/ inter-corporate deposits to be given by the Company to SCL / Lender of SCL would fall under the ambit of related party transaction and considering value of such funding/ support being higher than 10% of annual consolidated turnover of the Company, approval from Shareholders for material related party transaction will be required.</p>
k.	A copy of the valuation or other external party report, if any such report has been relied upon;	<p>Nil.</p> <p>The Company conducts transactions with related parties in its ordinary course of business at prices which are at arm's length. The pricing for such transactions are established generally considering market price for comparable transactions with unrelated parties where available or on cost plus reasonable margin basis. The reimbursements/recoveries are basis actual cost incurred.</p>
l.	Percentage of the Counter party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis;	The value of the transaction would be 189.22% based on audited consolidated financial statements for the year ended 31st March, 2025.
m.	Any other information that may be relevant.	Nil

Pursuant to Regulation 23(4) of the Listing Regulations, the prior approval of the Shareholders of the Company by way of an Ordinary Resolution would be required for the transactions entered with related party in excess of 10% of the annual consolidated turnover of the Company as per the last audited financial statements. Further, pursuant to the amendment to Regulation 23 of the Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/ CIR/P/0155 dated 11<sup>th</sup> November 2024, all related party transactions which exceed 10% of the annual turnover needs to be approved by the Shareholders by way of a Resolution and such approval shall be valid up to the date of next Annual General Meeting.

Accordingly, the Board of Directors recommends and seeks the approval of the shareholders for the transactions proposed to be entered into with the above-mentioned related party as per the details given above.

Except Mr. Abhishek Dalmia, Chairman and Managing Director, Mr V. V. Subramanian and Mrs. Deepali Dalmia, Directors of the Company, none of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financial or otherwise, in the Resolution set out at Item No. 08 of this Notice.

The Members may please note that in terms of the provisions of the Listing Regulations, no related party(ies) as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall vote to approve the resolution under Item No. 08 of this Notice.

**For Revathi Equipment India Limited**

**Date: 08<sup>th</sup> August 2025**

**Nishant Ramakrishnan**

**Place: Coimbatore**

**Company Secretary**

**General information as required under Part II of Section II of Schedule V of the Companies Act, 2013 (as amended) relating to the Special Resolution under Item No. 5 and 6:**

<b>A.General information</b>			
Nature of industry	The Company is engaged in the manufacturing of drilling equipments.		
Date or expected date of commencement of commercial production	The Company was incorporated on 22/01/2020 and commenced commercial production subsequently in the name of Company from 10 <sup>th</sup> July 2023.		
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable		
Financial performance based on given indicators. (Standalone)	Rs in crores		
	<b>Particulars</b>	<b>FY 2025</b>	<b>FY 2024</b>
	Total income	188.84	221.13
	Profit/ (Loss) before tax	27.74	40.71
	Profit/ (Loss) after tax	20.18	31.05
	Paid-up equity capital	3.07	3.07
	Reserves and Surplus	123.26	103.52
	Basic Earnings Per Share	65.78	101.24
Foreign investments or collaborations, if any	Nil		
<b>B.Information about the appointee:</b>			
Background details	Mr. Abhishek Dalmia aged 56 years is the Chairman and Managing Director of the Company. He has expertise in identifying low risk and reasonably rewarding opportunities in the area of investment.		
Past remuneration	Rs. 3 Crores along with Commission of Rs. 2.05 Crores		
Recognition or awards	Nil		
Job profile and his suitability	Mr. Abhishek Dalmia as Chairman and Managing Director of the Company shall have all powers and duties as the Board may determine from time to time subject to the provisions of the Companies Act, 2013 and SEBI Regulations. He has been associated with the Company for the past 20 years and he is instrumental to the growth of the Company.		
Remuneration proposed	As set out in Item No. 5 of the Notice		

Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Taking into consideration the profile of Mr. Abhishek Dalmia, responsibility shouldered by him as well his contribution to the growth of the Company, the industry standard and the size of the Company, the remuneration paid is commensurate with the remuneration packages paid to Managerial Personnel in similar other companies.
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any	Mr. Abhishek Dalmia, Chairman and Managing Director of the Company, is one of the promoters of the Company. He is related to Mrs. Deepali Dalmia, Director of the Company. Besides the remuneration being received, he does not have any pecuniary relationship with the company.

### C. Other information

Reasons of loss or inadequate profits	Not applicable as the Company has earned a profit during the year.
Steps taken or proposed to be taken for improvement	The Company is continuously taking various cost control measures which would result in increased profitability in the ensuing years.
Expected increase in productivity and profits in measurable terms	The expected increase in productivity and profits in measurable terms at this stage is difficult to ascertain by the Company.

### D. Disclosures

The following disclosures shall be mentioned in the Board of Director's report under the heading "Corporate Governance", attached to the financial statement:	
a.	All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the directors;
b.	Details of fixed component and performance linked incentives along with the performance criteria;
c.	Service contracts, notice period, severance fees; and
d.	Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable.

### Additional information on Directors recommended for re-appointment / payment of remuneration as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard issued by ICSI.

Name	Mrs. Deepali Dalmia	Mr. Abhishek Dalmia	Mr. B.V. Ramanan
DIN	00017415	00011958	00934602
Board position held	Non-Executive - Non-Independent Director	Chairman and Managing Director	Independent Director
Date of Birth/ Nationality	29.10.1970 Indian	06.05.1969 Indian	03.03.1960 Indian
Date of first appointment on the Board	22/01/2020	22/01/2020	25/05/2023
Inter-se relationship with other directors and KMP of the Company	Mrs. Deepali Dalmia is related to Mr. Abhishek Dalmia, Chairman & Managing Director of the Company.	Mr. Abhishek Dalmia is related to Mrs. Deepali Dalmia, Director of the Company.	Mr. B. V. Ramanan is not related to any of the Directors on the Board of the Company
Qualification	B A History (Hons)	B.Com (H), FCA, AICWA	B.Tech., M.S., (Chemical Engineering)

Name	Mrs. Deepali Dalmia	Mr. Abhishek Dalmia	Mr. B.V. Ramanan
<b>Brief profile and Experience/ Expertise in functional areas</b>	Mrs. Deepali Dalmia is a Business Strategist. She has been associated with the Revathi Equipment Limited (Demerged Company), a Company engaged in manufacturing Drilling Equipment for 11 years.	Mr. Abhishek Dalmia graduated from Shri Ram College of Commerce in 1989 in Delhi University, completed his articles from Price Waterhouse and got an all-India rank in the Intermediate as well as Final Chartered Accountancy examinations in 1992.	More than 3 decades in Engineering & Mining industry and he held positions as Chairman, Confederation of Indian Industry, Trichy Zone and Member of Board Governors, National Institute of Technology, Trichy.
		<p>He became a member of Institute of Cost &amp; Works Accountants of India in 1990. After spending about five years working in various family businesses, he became an investor. Started with secondary market equities and graduated into private equity after spending about ten years in business.</p> <p>Being a part of one of the oldest business families in India, his approach to investing is more in the Berkshire Hathaway model, where he tends to hold his investments permanently, with some exceptions. He considers himself as a value investor.</p> <p>He provides strategic direction to the investee companies. He also guides the senior management teams of these companies on various aspects of the business. His expertise is identifying low-risk and reasonable rewarding opportunities in the area of investment.</p>	<p>1984-85 – Project Manager, Chemfab Group: He was instrumental in setting up the first Membrane Cell Caustic Soda manufacturing plant in India at Pondicherry. Also set up a Potassium and Sodium Chlorate plant in Pondicherry.</p> <p>1986-87: As part of Chemfab Group, he was involved with the Government of India in preparing the preliminary work for building a facility to produce Cryogenic Fuel for Rockets and Military applications.</p> <p>1988 Onwards: Chairman &amp; Managing Director of Livia Polymer Bottles Pvt. Ltd., Mandaiyur Salai, Mandaiyur, Pudukkottai District, Tamil Nadu.</p>
<b>Skills and capabilities required for the role and the manner in which the proposed person needs such requirements</b>	Experience in the drilling equipment manufacturing industry and the knowledge on market and customer base. Having been associated as Director of the company engaged drilling equipment business for a long time has good industry experience and exposure to the functioning of the Company and knowledge on customer base.	Experience in the drilling equipment manufacturing industry and the knowledge on market and customer base. Having been associated as Director of the company engaged drilling equipment business for a long time has good industry experience and exposure to the functioning of the Company and knowledge on customer base.	Experience in the drilling equipment manufacturing industry and the knowledge on market and customer base. Having been associated as Director of the company engaged drilling equipment business for a long time has good industry experience and exposure to the functioning of the Company and knowledge on customer base.
<b>No. of shares held</b>	NIL	NIL	NIL
<b>Terms and conditions of re-appointment / revision of remuneration</b>	<p>Payment of sitting fees and commission as set out in Item No. 7 of the Notice.</p> <p>Director liable to retire by rotation.</p>	<p>Payment of remuneration as set out in Item No. 5 of the Notice</p>	<p>Payment of sitting fees and commission as set out in Item No. 7 of the Notice.</p>

Name	Mrs. Deepali Dalmia	Mr. Abhishek Dalmia	Mr. B.V. Ramanan
<b>Remuneration sought to be paid</b>	As set out in Item No. 7 of the Notice	As set out in Item No. 5 of the Notice	As set out in Item No. 7 of the Notice
<b>Remuneration last drawn</b>	Rs. 0.18 crores (Sitting fee and Commission)	Rs. 5.05 Crores (inclusive of Commission)	Rs. 0.07 crores (Sitting fee and Commission)
<b>Details of Board Meetings attended during the year</b>	7	7	5
<b>Directorships held in other companies</b>	<ul style="list-style-type: none"> <li>• Semac Construction Technologies India Private Limited</li> <li>• Renaissance Consultancy Services Limited</li> <li>• SWBI Design Informatics Private Limited</li> <li>• Priyadarshany Agri Farms Private Limited</li> <li>• Semac Construction Limited (Semac Consultants Limited)</li> </ul>	<ul style="list-style-type: none"> <li>• SWBI Design Informatics Private Limited</li> <li>• Renaissance Consultancy Services Limited</li> <li>• Rajratan Global Wire Limited</li> <li>• Semac Construction Limited</li> <li>• Alpha Alternatives Holdings Private Limited</li> <li>• Alpha Alternative Fund-Infra Advisors Private Limited</li> <li>• Semac Construction Technologies India Private Limited</li> <li>• Hari Investments Private Limited</li> </ul>	<ul style="list-style-type: none"> <li>• Livia Polymer Products Private Limited</li> </ul>
<b>Details of Membership in Committees of Other Companies</b>	Nil	Nil	Nil
<b>Names of listed entities in which the person has resigned in the past three years</b>	Nil	<ul style="list-style-type: none"> <li>• Ashiana Housing Limited</li> </ul>	Semac Construction Limited
<b>Information as required pursuant to BSE circular ref no. LIST/ COMP/ 14/ 2018-19 and the National Stock Exchange of India Limited with ref no. NSE/ CML/2018/24, dated June 20, 2018.</b>	Mrs. Deepali Dalmia is not debarred from holding the office of director pursuant to any SEBI order or any other authority.	Mr. Abhishek Dalmia is not debarred from holding the office of director pursuant to any SEBI order or any other authority.	Mr. B V Ramanan is not debarred from holding the office of director pursuant to any SEBI order or any other authority.

Name	Mr. V.V. Subramanian	Mr. S Sundarasamy	Mr P Muthusekhar
DIN	05232247	08829760	05146301
Board position held	Independent Director	Independent Director	Non-Executive - Non-Independent Director
Date of Birth/ Nationality	19/07/1955 Indian	15/02/1964 Indian	18/05/1965 Indian
Date of first appointment on the Board	22/01/2020	25/05/2023	28/07/2023
Inter-se relationship with other directors and KMP of the Company	Mr. V. V. Subramanian is not related to any of the Directors on the Board of the Company	Mr. S. Sundarasamy is not related to any of the Directors on the Board of the Company	Mr. P Muthusekhar is not related to any of the Directors on the Board of the Company
Qualification	B. Com, ACA, ACS, ACMA	BE Mechanical Engineering and Post-Graduation Diploma in Business Administration.	Graduation in Bachelor of Engineering (B.E.-Mechanical) and post graduation in Marketing & sales management (focused in mechanical engineering) from Bengaluru University
Brief profile and Experience/ Expertise in functional areas	Career Finance Professional. Held several senior positions in multiple organizations. Specifically, have been responsible for some or all of these functions - Finance & Treasury, Direct & Indirect Taxation, Secretarial, M&A, Investor Relations, Information Technology, Commercial, Operations, Marketing – across different organisations in India and abroad.	Three decades of experience in the field of manufacturing / production / product support / product management and marketing	Mr. P L Muthusekhar is an certified independent Corporate Director with a demonstrated history of working in the machinery industry. He is an recipient of various Indian & International awards including Udyog Rattan Award and is an mentor for many aspiring CEO's and leaders.
Skills and capabilities required for the role and the manner in which the proposed person needs such requirements	Experience in the drilling equipment manufacturing industry and the knowledge on market and customer base. Having been associated as Director of the demerged company for a long time has good industry experience and exposure to the functioning of the Company and knowledge on customer base.	Experience in the drilling equipment manufacturing industry and the knowledge on market and customer base. Having been associated as Director of the demerged company for a long time has good industry experience and exposure to the functioning of the Company and knowledge on customer base.	Mr P L Muthusekhar is an certified independent Corporate Director with a demonstrated history of working in the machinery industry. He is also experienced and well versed on the functioning of Automotive sector.
No. of shares held	5	Nil	Nil
Terms and conditions of re-appointment / revision of remuneration	Payment of sitting fees and commission as set out in Item No. 7 of the Notice	Payment of sitting fees and commission as set out in Item No. 7 of the Notice	Payment of sitting fees and commission as set out in Item No. 7 of the Notice.  Director liable to retire by rotation.

Name	Mr. V.V. Subramanian	Mr. S Sundarasamy	Mr P Muthusekhar
<b>Remuneration sought to be paid</b>	As set out in Item No. 7 of the Notice	As set out in Item No. 7 of the Notice	As set out in Item No. 7 of the Notice
<b>Remuneration last drawn</b>	Rs.0.20 crores (includes Sitting Fee and Commission)	Rs.0.25 crores (includes Sitting Fee and Commission)	Rs.0.11 crores (includes Sitting Fee and Commission)
<b>Details of Board Meetings attended during the year</b>	7	7	6
<b>Directorships held in other companies</b>	<ul style="list-style-type: none"> <li>Semac Construction Limited (Former Semac Consultants Limited)</li> <li>Orange Owl Textiles Private Limited</li> <li>Orange Owl Textiles Inc.</li> </ul>	<ul style="list-style-type: none"> <li>S P I N AQM Technologies India Private limited</li> <li>Sunkov Drives &amp; Controls Private Limited</li> <li>Cossmo Lifestyle Private Limited</li> </ul>	Nil
<b>Details of Membership in Committees of Other Companies</b>	2 (Two) Audit Committee and Stakeholders Relationship Committee of Semac Construction Limited (Former Semac Consultants Limited)	Nil	Nil
<b>Names of listed entities in which the person has resigned in the past three years</b>	Nil	Semac Construction Limited (Former Semac Consultants Limited)	Nil
<b>Information as required pursuant to BSE circular ref no. LIST/ COMP/ 14/ 2018-19 and the National Stock Exchange of India Limited with ref no. NSE/ CML/2018/24, dated June 20, 2018.</b>	Mr. V V Subramanian is not debarred from holding the office of director pursuant to any SEBI order or any other authority.	Mr. S Sundarasamy is not debarred from holding the office of director pursuant to any SEBI order or any other authority.	Mr. P Muthusekhar is not debarred from holding the office of director pursuant to any SEBI order or any other authority.

For Revathi Equipment India Limited

Date: 08<sup>th</sup> August 2025

Place: Coimbatore

Nishant Ramakrishnan  
Company Secretary

## NOTES:

1. **A member entitled to attend and vote at the Annual General Meeting (the “meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself, and the proxy need not be a member of the company.**

**The instrument appointing the proxy should, however, be deposited at the registered office of the company not less than forty-eight hours before the commencement of the meeting. A proxy form for the Annual General Meeting is enclosed.**

**A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten per cent of the total share capital of the company carrying voting rights. A member holding more than ten per cent of the total share capital of the company carrying voting rights may appoint a single person as a proxy, and such person shall not act as a proxy for any other person or shareholder.**

**An instrument of Proxy duly filled, stamped, and signed is valid only for this Annual General Meeting including any adjournment thereof.**

2. The statement pursuant to Section 102(1) of the Companies Act, 2013, with respect to the Special Business set out in the Notice is annexed.
3. Corporate members intending to send their authorised representatives to attend the Meeting pursuant to Section 113 of the Companies Act 2013 are requested to send to the Company a certified true copy of the Board Resolution together with their respective specimen signatures authorising their representative to attend and vote on their behalf at the Meeting. The authorised representative(s) shall enjoy all the rights of a Member present in person.
4. Members / Proxies should bring the attendance slips duly filled and signed, along with PAN/ DP ID & Client ID/ Folio No, for attending the meeting.
5. Members may note that S.S. Kothari Mehta & Co., Chartered Accountants, (Firm Registration No. 000756N) Chartered Accountants, New Delhi, the Statutory Auditors of the company, were appointed by the shareholders at their Annual General Meeting (AGM) held on 02<sup>nd</sup> June 2023, to hold office for a period of 5 years till the conclusion of AGM to be held during the year 2028. Hence, no resolution is being proposed for the appointment of statutory auditors at this 06<sup>th</sup> Annual General Meeting.
6. Details under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards issued by ICSI in respect of Director seeking re-appointment/ payment of remuneration at the Annual General Meeting is furnished and forms a part of this notice.
7. Members are requested to notify immediately any changes in their address to their Depository Participant(s) (“DPs”) together with a proof of address viz, Aadhaar Card /Electricity Bill/ Telephone Bill/Ration Card/Voter ID Card/ Passport etc.
8. The relevant formats for Nomination and updation of KYC details viz; Forms ISR-1, ISR-2, ISR-3, SH-13, SH-14, and SEBI circular are available on the Company's website as well as the website of MUFG Intime India Private Limited, the Registrar and Share Transfer Agent of the Company. Original cancelled cheque leaf bearing the name of the first holder, failing which the first security holder is required to submit a copy of the bank passbook/statement attested by the bank, which is mandatory for registering the new bank details.
9. Members desirous and requiring any information on the accounts or operations of the Company are requested to forward his/her queries to the Company at least seven working days prior to the meeting so that the required information may be made available at the meeting.
10. SEBI vide Circular dated July 31, 2023 read with Master Circular dated December 28, 2023, has established a common Online Dispute Resolution Portal (“ODR Portal”) for resolution of disputes arising in the Indian Securities Market. Pursuant to above mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company's website at <https://www.revathi.in/investor-relations/>.
11. The Company has entered into agreements with National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”). The Depository System envisages the elimination of several problems involved in the scrip-based system, such as bad deliveries, fraudulent transfers, fake certificates, thefts in postal transit, delays

in transfers, mutilation of share certificates, etc. Simultaneously, the Depository System offers several advantages like exemption from stamp duty, elimination of the concept of market lot, elimination of bad deliveries, reduction in transaction costs, improved liquidity, etc. Members, therefore, now have the option of holding and dealing in the shares of the Company in electronic form through NSDL or CDSL.

12. As per the provisions of Section 72 of the Act, the facility for submitting nominations is available for members with respect to the shares they hold. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The form can be downloaded from <https://www.revathi.in/investor-relations/>. Members are requested to submit these details to their DP in case the shares are held by them in electronic form and to the Company's RTA in case the shares are held in physical form.
13. The Securities and Exchange Board of India (SEBI) has mandated the submission of a Permanent Account Number (PAN) by every participant in the securities market. Therefore Members are requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts.
14. The members are requested to forward their communications directly to the Registrar and Share Transfer Agent of the Company M/s. MUFG Intime India Private Limited, "Surya" 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore - 641028.
15. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
16. The electronic copy of the Annual Report for the financial year (FY) 2024-25, the Notice of the 06<sup>th</sup> Annual General Meeting of the Company and instructions for remote e-voting, along with the Attendance Slip and Proxy Form, are being sent to all the members whose email IDs are registered with the Company / Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. In accordance with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024, a letter providing the web-link, including the exact path, where complete details of the Annual Report is available is sent to those shareholder(s) who have not registered their email addresses. The Annual Report for FY 2024-25 and the Notice of the 6<sup>th</sup> AGM will also be available on the Company's website - <https://www.revathi.in/investor-relations/> and websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. Physical copies of these documents will also be available at the Company's Registered Office for inspection during normal business hours on working days.
17. Relevant documents referred to in the Notice and the accompanying statements are open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays and Sundays, during business hours of the Company up to the date of the Meeting.
18. Compulsory transfer of Equity Shares to Investor Education and Protection Fund (IEPF) Authority:

There was no unpaid/unclaimed Dividend required to be transferred to the Investor Education and Protection Fund (IEPF) pursuant to the provisions of Sections 124 & 125 of the Companies Act, 2013 during the year under review. However Semac Consultants Limited, the demerged company had 609 (Six Hundred and Nine) equity shares of Rs.10/- (Rupees Ten only) each on which dividend had remained unclaimed for 7 years is remaining in the Demat Account identified by the IEPF Authority pursuant to Section 124(6) of the Companies Act, 2013, read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016. Consequent to the demerger, the Company issued/ allotted shares to the shareholders of Semac Consultants Limited as of 03<sup>rd</sup> May 2024 in a 1:1 ratio. As a result, 609 (Six Hundred and Nine) equity shares of Rs.10/- (Rupees Ten only) each have been credited to the above Demat Account identified by the IEPF Authority. The details of the unclaimed underlying shares liable to be transferred to IEPF are also available on the Company's website. The Members whose unclaimed dividends/ shares have been assigned to IEPF may claim the same by applying to the IEPF Authority, in Form No. IEPF-5 is available on [www.iepf.gov.in](http://www.iepf.gov.in).

19. Members who have a claim on the shares as mentioned earlier may claim the same from the IEPF Authority by sending the request letter along with the requisite documents to M/s. MUFG Intime India Private Limited and after that file an online application in the prescribed e-Form IEPF-5 upon receiving the entitlement letter from the Company. The e-Form IEPF-5 is available on the website of the IEPF Authority [www.iepf.gov.in](http://www.iepf.gov.in). No claims shall lie against the Company with respect to the dividends/shares so transferred. Members/claimants can file only one consolidated claim in a financial year as per the IEPF Rules.

20. Non-Resident Indian Members are requested to inform the Company's or its RTA or the concerned Depository Participants, as the case may be, immediately:
  - a. Change in their residential status on account of returning to India for permanent settlement or
  - b. Particulars of their NRE/ NRO account(s) maintained with a bank in India with complete name, branch, account type, account number and address of the bank with a pin code number, if not furnished earlier.
21. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs if the shares are held by them in demat form and to Company's RTA if the shares are held by them in physical form in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/ CIR/2021/655 dated November 3, 2021.
22. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection during the AGM.
23. The Notice of the AGM along with the Integrated Annual Report 2024-25 is being sent to those Members whose e-mail addresses are registered with the Company/NSDL and Central Depositories Services (India) Limited ('CDSL'), (collectively 'Depositories')/Registrar & Transfer Agent ('RTA'), and to those Members who has requested for a physical copy of the same. Members may also note that the Notice of the AGM and the Annual Report will be available on the Company's website, <https://www.revathi.in/investor-relations/>. Physical copies of these documents will also be available at the Company's Registered Office for inspection during normal business hours on working days.
24. Members who have not registered their Bank particulars with the Depository Participant(s) ("DP") / Company are advised to utilise the electronic solutions provided by the National Automated Clearing House ("NACH") for receiving dividends. Members holding shares in electronic form are requested to contact their respective Depository Participants(s) to avail of this facility. Members holding shares in physical form are requested to download the NACH form from the website of the company viz., <https://www.revathi.in/investor-relations/> and the same, duly filled up and signed along with original cancelled cheque leaf may be sent to the Company or to the Registrar and Share Transfer Agent ("RTA").
25. Members whose shareholding is in the electronic mode are requested to update bank account details (Bank Account Number, Name of the Bank, Branch, IFSC, MICR code and place with PIN Code) to their respective Depository Participants(s) and not with the Company or to the RTA. Regular updation of bank particulars is intended to prevent fraudulent encashment of dividend warrants.
26. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
27. The Company in-accordance with NCLT order dated 14<sup>th</sup> June 2023 implemented the demerger of Semac Consultants Limited (former Revathi Equipment Limited) and issued and allotted shares to the shareholder of demerged company as on 03<sup>rd</sup> May 2024. In-accordance with the SEBI circular, the eligible shares entitled to the physical shareholders of Semac Consultants Limited along with the unclaimed shares was credited to a demat Suspense Escrow Demat Account opened by the Company for this purpose. The Suspense Escrow Demat Account shall be held by the Company purely on behalf of the shareholders who are entitled to the shares of the Company. The shares held in Suspense Escrow Demat Account will not be transferred in any manner whatsoever except for the purpose of moving the securities from Suspense Escrow Demat Account to the security holder's/ claimant's demat account as and when the security holder/ claimant approaches the Company.
28. We request shareholders whose shares are in Suspense Escrow Demat Account may claim the eligible shares by contacting the RTA at the below mentioned address:

MUFG Intime India Private Limited,  
'Surya' 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam,  
Sowripalayam, Coimbatore - 641 028  
Telephone: 0422-6549995, 2539836  
Fax: 0422-2539837, E-mail: [coimbatore@mpms.mufg.com](mailto:coimbatore@mpms.mufg.com)

29. Members are requested to note that the 06<sup>th</sup> Annual General Meeting will be held at Pollachi Road, Malumachampatti Post, Coimbatore – 641 050, the Registered Office of the Company. The route map containing the complete particulars of the venue is printed on this Notice.

### **30. Voting through electronic means:**

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is pleased to provide its members the facility to exercise their right to vote by electronic means through remote e-voting and the business may be transacted through e-voting services provided by MUFG Intime India Private Limited (MI IPL). Resolution(s) passed by members through e-voting is/are deemed to have been passed as if they have been passed at the AGM.
2. Any person who acquires shares of the Company and becomes a Member of the Company after dispatch of the Annual General Meeting Notice and holding shares as of the cut-off date, i.e. 05<sup>th</sup> September 2025, may refer to this Notice of the Annual General Meeting, posted on Company's website <https://www.revathi.in/investor-relations/> for detailed procedure with regard to remote e-voting. Any person who ceases to be a member of the Company as of the cut-off date and is in receipt of this Notice shall treat this Notice for information purposes only.
3. The facility for voting, either through the electronic voting system or polling paper, shall also be made available at the meeting, and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their vote through the electronic voting system or polling paper at the Annual General Meeting.
4. The Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
5. The voting period begins on Tuesday, 09<sup>th</sup> September, 2025 9.00 A.M. (IST) and ends on Thursday, 11<sup>th</sup> September 2025 at 5.00 P.M. (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, 05<sup>th</sup> September, 2025 may cast their vote electronically. The e-voting module shall be disabled by MI IPL for voting thereafter.
6. In view of the aforesaid SEBI Circular dated December 9, 2020, individual members holding shares in demat mode are allowed to vote through their demat account maintained with Depositories and DPs. Members are advised to update their mobile number and e-mail ID in their demat accounts to access the e-voting facility.

### **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -**

#### **REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS**

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, 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 correctly in their demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

#### **Individual Shareholders holding securities in demat mode with NSDL**

##### **METHOD 1 - Individual Shareholders registered with NSDL IDeAS facility**

##### **Shareholders who have registered for NSDL IDeAS facility:**

- a) Visit URL: <https://eservices.nsd.com> and click on "Beneficial Owner" icon under "Login".
- b) Enter User ID and Password. Click on "Login"
- c) After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**OR**

### **Shareholders who have not registered for NSDL IDeAS facility:**

- a) To register, visit URL: <https://eservices.nsdl.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b) Proceed with updating the required fields.
- c) Post successful registration, user will be provided with Login ID and password.
- d) After successful login, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

### **METHOD 2 - Individual Shareholders directly visiting the e-voting website of NSDL**

- a) Visit URL: <https://www.evoting.nsdl.com>
- b) Click on the “Login” tab available under ‘Shareholder/Member’ section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

### **Individual Shareholders holding securities in demat mode with CDSL**

#### **METHOD 1 – Individual Shareholders registered with CDSL Easi/ Easiest facility**

#### **Shareholders who have registered/ opted for CDSL Easi/ Easiest facility:**

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or [www.cdslindia.com](http://www.cdslindia.com).
- b) Click on New System Myeasi Tab
- c) Login with existing my easi username and password
- d) After successful login, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime, for voting during the remote e-voting period.
- e) Click on “Link InTime/ MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**OR**

#### **Shareholders who have not registered for CDSL Easi/ Easiest facility:**

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided username and password.
- d) After successful login, user able to see e-voting menu.
- e) Click on “Link InTime / MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

#### **METHOD 2 - Individual Shareholders directly visiting the e-voting website of CDSL**

- a) Visit URL: <https://www.cdslindia.com>
- b) Go to e-voting tab.
- c) Enter Demat Account Number (BO ID) and PAN No. and click on “Submit”.

- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) After successful authentication, click on “Link InTime / MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

### **Individual Shareholders holding securities in demat mode with Depository Participant**

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, user shall navigate through “e-voting” option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) After successful authentication, click on “Link InTime / MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

### **Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode**

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for InstaVote as under:

- a) Visit URL: <https://instavote.linkintime.co.in>

### **Shareholders who have not registered for INSTAVOTE facility:**

- b) Click on “**Sign Up**” under ‘SHARE HOLDER’ tab and register with your following details:

#### **A. User ID:**

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

#### **B. PAN:**

Enter your 10-digit Permanent Account Number (PAN)

(Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

#### **C. DOB/DOI:**

Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

#### **D. Bank Account Number:**

Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

\* *Shareholders holding shares in **NSDL form**, shall provide ‘D’ above*

\*\* *Shareholders holding shares in **physical form** but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above.*

\* Set the password of your choice

(The password should contain minimum 8 characters, at least one special Character (!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).

\*\* Enter Image Verification (CAPTCHA) Code

Click “Submit” (You have now registered on InstaVote).

### Shareholders who have registered for INSTAVOTE facility:

- c) Click on **“Login”** under ‘SHARE HOLDER’ tab.
  - A. User ID: Enter your User ID
  - B. Password: Enter your Password
  - C. Enter Image Verification (CAPTCHA) Code
  - D. Click “Submit”
- d) Cast your vote electronically:
  - A. After successful login, you will be able to see the “Notification for e-voting”.
  - B. Select ‘View’ icon.
  - C. E-voting page will appear.
  - D. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
  - E. After selecting the desired option i.e. Favour / Against, click on ‘Submit’.

A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

### Guidelines for Institutional shareholders (“Custodian / Corporate Body/ Mutual Fund”)

#### STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on **“Sign Up”** under “Custodian / Corporate Body/ Mutual Fund”
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to [insta.vote@linkintime.co.in](mailto:insta.vote@linkintime.co.in).
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person’s email ID. (You have now registered on InstaVote)

#### STEP 2 – Investor Mapping

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on **“Investor Mapping”** tab under the Menu Section
- c) Map the Investor with the following details:
  - A. ‘Investor ID’ –
    - i. NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678
    - ii. CDSL demat account – User ID is 16 Digit Beneficiary ID.
  - B. ‘Investor’s Name - Enter Investor’s Name as updated with DP.
  - C. ‘Investor PAN’ - Enter your 10-digit PAN.
  - D. ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.

*\*File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.*
  - E. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report Section”.

### STEP 3 – Voting through remote e-voting

The corporate shareholder can vote by two methods, during the remote e-voting period.

#### METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “**Votes Entry**” tab under the Menu section.
- c) Enter the “**Event No.**” for which you want to cast vote.  
Event No. can be viewed on the home page of InstaVote under “On-going Events”.
- d) Enter “**16-digit Demat Account No.**” for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
- f) After selecting the desired option i.e. Favour / Against, click on ‘Submit’.  
A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

**OR**

#### METHOD 2 - VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will be able to see the “Notification for e-voting”.
- c) Select “**View**” icon for “**Company’s Name / Event number**”.
- d) E-voting page will appear.
- e) Download sample vote file from “Download Sample Vote File” tab.
- f) Cast your vote by selecting your desired option ‘Favour / Against’ in the sample vote file and upload the same under “**Upload Vote File**” option.
- g) Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed.  
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

#### Helpdesk:

##### Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at [enotices@in.mpms.mufg.com](mailto:enotices@in.mpms.mufg.com) or contact on: - Tel: 022 – 4918 6000.

##### Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

### **Forgot Password:**

#### **Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- Click on "**Login**" under 'SHARE HOLDER' tab.
- Click "**forgot password?**"
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

*In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.*

#### **User ID:**

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Click "**forgot password?**"
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

*In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.*

#### **Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:**

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

## INSTAMEET VC INSTRUCTIONS FOR SHAREHOLDERS

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 09/2024 dated 19.09.2024, the Companies can conduct their AGMs/ EGMs on or before 30 September 2025 by means of Video Conference (VC) or other audio-visual means (OAVM). Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

### Login method for shareholders to attend the General Meeting through InstaMeet:

- a) Visit URL: <https://instameet.in.mpms.mufg.com> & click on "Login".
- b) Select the "Company" and 'Event Date' and register with your following details:

#### A. Demat Account No. or Folio No:

Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID.

Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – shall provide Folio Number.

#### B. PAN:

Enter your 10-digit Permanent Account Number (PAN)

(Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

**Mobile No:** Enter your Mobile No.

**Email ID:** Enter your email Id as recorded with your DP/ Company.

- c) Click "Go to Meeting"

You are now registered for InstaMeet, and your attendance is marked for the meeting.

### Instructions for shareholders to Speak during the General Meeting through InstaMeet:

- a) Shareholders who would like to speak during the meeting must register their request with the company.
- b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.
- c) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
- d) Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panellist via active chat-board during the meeting.

*\*Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.*

### Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

- a) On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
- b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET
- c) Click on 'Submit'.
- d) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
- e) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.

- f) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

**Note:**

*Shareholders/ Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.*

*Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.*

*Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.*

*Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.*

*Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.*

**Helpdesk:**

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at [instameet@in.mpms.mufg.com](mailto:instameet@in.mpms.mufg.com) or contact on: - Tel: 022 – 4918 6000 / 4918 6175.

**VOTING RESULTS:**

1. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as of the cut-off date of Friday, 05<sup>th</sup> September 2025.
2. The Company has appointed Sri. M D Selvaraj, Managing Partner of MDS & Associates LLP, Company Secretaries, Coimbatore, as the Scrutinizer to scrutinise the remote e-voting and voting at the meeting in a fair and transparent manner and to ascertain the majority.
3. The Chairman shall, at the 06<sup>th</sup> Annual General Meeting, at the end of discussion on the resolutions on which voting is to be held, allow voting by way of an electronic voting system or polling paper for all those members who are present at the 06<sup>th</sup> Annual General Meeting but who have not cast their votes by availing remote e-voting facility.
4. The Scrutinizer shall, after the conclusion of voting at the Annual General Meeting, first, count the votes cast during the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith.
5. The Results shall be declared within 2 Working days of the conclusion of the Annual General Meeting. The results declared along with the consolidated report of the Scrutinizer shall be placed on the website of the Company <https://www.revathi.in/investor-relations/> and the website of MIIPL and communicated to the Stock Exchanges where the Company's shares are listed.

**ROUTE MAP OF AGM VENUE**



**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]



**REVATHI EQUIPMENT INDIA LIMITED**  
(Formerly known as Renaissance Corporate Consultants Limited)  
CIN: L74999TZ2020PLC033369  
Registered Office: Pollachi Road, Malumachampatti P O., Coimbatore - 641 050  
E-mail: compliance.officer@revathi.in | Website: www.revathi.in Phone: 0422 6655100

**06th Annual General Meeting (12th September, 2025)**

Name of the member(s), :

Registered address, :

E-mail ID, :

Folio No./Client ID: & DP ID :

I/We being the member(s) holding ..... shares of the above named Company, hereby appoint:

1) Name : .....  
Address : .....  
Email ID : ..... Signature .....  
or failing him/her

2) Name : .....  
Address : .....  
Email ID : ..... Signature .....  
or failing him/her

3) Name : .....  
Address : .....  
Email ID : ..... Signature .....

**Electronic Voting Particulars**

If desirous of E-voting, please read the instructions given in the Notice before exercising

EVENT No.	User ID	Sequence No
250477		

-----Cut here----- P.T.O.



**REVATHI EQUIPMENT INDIA LIMITED**  
(Formerly known as Renaissance Corporate Consultants Limited)  
CIN: L74999TZ2020PLC033369  
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E-mail: compliance.officer@revathi.in | Website: www.revathi.in Phone: 0422 6655100

**ATTENDANCE SLIP**

PLEASE BRING THIS ATTENDANCE SLIP AND HAND IT OVER AT THE VENUE at the Registered Office of the Company situated at Pollachi Road, Malumachampatti P O., Coimbatore - 641 050.

Name of the Shareholder Folio No. / Demat ID :

No. of Shares held :

I hereby record my presence at the 06th Annual General Meeting of the Company held on Friday the 12th day of September 2025 at 02:30 P.M. at Pollachi Road, Malumachampatti P O., Coimbatore - 641 050.

\* Strike out whichever is not applicable

\_\_\_\_\_  
Signature of Member / Proxy\*

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 06th Annual General Meeting of the Company to be held on Friday the 12th day of September, 2025 at 02:30 P.M. at the Registered Office of the Company at Pollachi Road, Malumachampatti Post, Coimbatore – 641 050 and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Subject	Optional*	
		For	Against
<b>Ordinary Business</b>			
1	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2025 together with the Reports of the Board of Directors and the Auditors thereon.		
2	To appoint Mr. Palaniappan Muthusekhar (DIN: 05146301), who retires by rotation as the Director of the Company at this Annual General Meeting and being eligible, offers himself for re-appointment.		
<b>Special Business</b>			
3.	To approve the appointment of MDS & Associates LLP, Company Secretaries as Secretarial Auditors of the Company.		
4.	To ratify the remuneration payable to Cost Auditors of the Company.		
5.	To approve the payment of remuneration to Mr. Abhishek Dalmia (DIN: 00011958) as Chairman & Managing Director of the Company		
6.	To approve the overall remuneration limit for managing director holding office in two companies		
7.	To approve the remuneration payable to Non-Executive Directors (including Independent Directors) of the Company.		
8.	To approve Material Related Party Transaction(s) of the Company with Semac Construction Limited.		

Signed this ..... day of ..... 2025

Signature of shareholder : .....

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

Affix  
Revenue  
Stamp

**Notes :**

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the resolutions, explanatory statements and Notes please refer to the Notice of the 5th Annual General Meeting.
3. It is optional to put ‘ ’ in the appropriate column against the Resolutions indicated in the Box. If you leave the ‘For’ or ‘Against’ column blank against any or all resolution, your proxy will be entitled to vote in the manner as he / she thinks appropriate.
4. Please complete all details including details of member(s) in the above box before submission.