

NOTICE OF **8TH** ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 8TH ANNUAL GENERAL MEETING OF THE MEMBERS OF PROVENTUS AGROCOM LIMITED (FORMERLY KNOWN AS PROVENTUS AGROCOM PRIVATE LIMITED) WILL BE HELD ON TUESDAY, SEPTEMBER 26, 2023, AT 12.00 P.M. THROUGH VIDEO CONFERENCING (“VC”)/ OTHER AUDIO-VISUAL MEANS (“OAVM”) TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESSES:

1. To receive, consider and adopt the:
 - a) Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the reports of the Board of Directors and Auditors thereon; and
 - b) Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the report of the Auditors thereon.
2. To appoint a Director in place of Mr. Shalin Sanjiv Khanna (DIN: 06734684), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment.
3. To consider and appoint M/s NBT & Co., Chartered Accountants (ICAI Firm Registration Number 140489W), as Statutory Auditors of the Company and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and pursuant to the recommendations of the Audit Committee and Board of Directors of the Company, M/s NBT & Co., Chartered Accountants (ICAI Firm Registration Number 140489W), who have confirmed their eligibility for appointment of Statutory Auditors in terms of Section 141 of the Companies Act, 2013 and applicable Rules, be and are hereby appointed as the Statutory Auditors of the Company for a term of five (5) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the Thirteenth (13th) Annual General Meeting of the Company to be held in the year 2028, at such remuneration and reimbursement of travelling and out-of-pocket expenses and other applicable tax as may be agreed between the Board of Directors and Statutory Auditors of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient to give effect to this Resolution”

SPECIAL BUSINESSES:

4. To ratify the Proventus Agrocom Private Limited Stock Incentive Plan, 2022 (“PAPL SIP 2022”)

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to provisions of Section 62 and other applicable provisions, if any, of the Companies Act, 2013 , Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 and, the provisions of Regulation 12 of the Securities and Exchange Board of India (Share Based Employee Benefits And Sweat Equity) Regulations, 2021 and relevant provisions of the Securities and Exchange Board (Listing Obligations And Disclosure Requirements) Regulations, 2015, relevant provisions of the Memorandum and Articles of Association of the Company, and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, consent of the Members of the Company be and is hereby accorded for the ratification of the ‘Proventus Agrocom Private Limited Stock Incentive Plan, 2022’ (“PAPL SIP 2022”) as aligned with the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits And Sweat Equity) Regulations, 2021, which was originally approved by the Members of the Company vide Special Resolution on December 09, 2022 prior to the Initial Public Offer of shares by the Company, which authorizes the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include the Nomination and Remuneration Committee, as may be designated by the Board from time to time) to create, offer, issue and allot from time to time, in one or more tranches, not exceeding 100,000 options, to the eligible employees of the Company within the meaning of the PAPL SIP 2022, determined in the terms of the Plan, where one employee stock option would convert into one equity share upon exercise, at such price and on such terms and conditions as more particularly set out in the Explanatory Statement annexed hereto and subject to such terms and conditions as may be determined in accordance with the provisions of the applicable laws and the provisions of the PAPL SIP 2022.

RESOLVED FURTHER THAT the equity shares so issued and allotted in the aforesaid manner shall rank pari passu in all respects with the then existing equity shares of the Company including dividend.

RESOLVED FURTHER THAT in case of any corporate action (s) such as rights issues, bonus issues, split-up, consolidation, merger and sale of division and others, if any additional equity shares are issued by the Company, the above ceiling of options/ equity shares shall be deemed to be adjusted accordingly without affecting any rights or obligations of the grantees for the purpose of making a fair and reasonable adjustment to the options granted earlier.

RESOLVED FURTHER THAT the Company shall conform to the accounting policies prescribed from time to time under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and any other applicable laws and regulations to the extent relevant and applicable to PAPL SIP 2022.

RESOLVED FURTHER THAT the Board including duly constituted Nomination & Remuneration Committee of the Board of Directors be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things and sign deeds, documents, letters and such other papers as may be necessary, desirable and expedient, as it may in its absolute discretion deem fit or necessary or desirable for such purpose including giving effect to this resolution with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT pursuant to conversion of the Company into a Public Limited Company and listing of equity shares of the Company on the SME EMERGE platform of the National Stock Exchange of

India Limited, the nomenclature of the Stock Incentive Plan stands revised from "Proventus Agrocom Private Limited Stock Incentive Plan, 2022 / PAPL SIP 2022" to "Proventus Agrocom Limited Stock Incentive Plan, 2022 / PAL SIP 2022" and any reference to the said stock incentive plan hereinafter shall be read and understood as "Proventus Agrocom Limited Stock Incentive Plan, 2022 / PAL SIP 2022".

5. To ratify the extension of benefits of Proventus Agrocom Private Limited Stock Incentive Plan, 2022 ("PAPL SIP 2022") to the Employees of the Subsidiaries of the Company.

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to provisions of Section 62 and other applicable provisions, if any, of the Companies Act, 2013, Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 and, the provisions of Regulation 12 of the Securities and Exchange Board of India (Share Based Employee Benefits And Sweat Equity) Regulations, 2021 and relevant provisions of the Securities and Exchange Board (Listing Obligations And Disclosure Requirements) Regulations, 2015, relevant provisions of the Memorandum and Articles of Association of the Company, and subject such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, consent of the Members be and is hereby accorded for the ratification of the Proventus Agrocom Private Limited Stock Incentive Plan, 2022 ("PAPL SIP 2022") as aligned with the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits And Sweat Equity) Regulations, 2021, which was originally approved by the members of the Company vide Special Resolution on December 09, 2022 prior to initial public offer of shares of the Company, which authorizes the Board of Directors of the Company including duly constituted Nomination & Remuneration Committee exercising the powers conferred by the Board, to create, issue, offer, and grant an aggregate of 1,00,000 employee stock options to eligible employees of the existing or future subsidiary company(ies) of the Company in terms of the PAPL SIP 2022, exercisable into not more than 1,00,000 fully-paid up Equity Shares, with each option conferring a right upon eligible employees to apply for one Equity Share, determined in terms of PAPL SIP 2022, from time to time, in one or more tranches as may be decided by the Nomination and Remuneration Committee.

RESOLVED FURTHER THAT the equity shares so issued and allotted in the aforesaid manner shall rank pari passu with the then existing equity shares of the Company including dividend.

RESOLVED FURTHER THAT in case of any corporate action (s) such as rights issues, bonus issues, split-up, consolidation, merger and sale of division and others, if any additional equity shares are issued by the Company, the above ceiling of options/ equity shares shall be deemed to be adjusted accordingly without affecting any rights or obligations of the grantees for the purpose of making a fair and reasonable adjustment to the options granted earlier.

RESOLVED FURTHER THAT the Company shall conform to the accounting policies prescribed from time to time under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and any other applicable laws and regulations to the extent relevant and applicable to PAPL SIP 2022.

RESOLVED FURTHER THAT the Board including duly constituted Nomination & Remuneration Committee of the Board of Directors be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things and sign deeds, documents, letters and such other papers as may be necessary, desirable and expedient, as it may in its absolute discretion deem fit or necessary or desirable for such purpose including giving effect to this resolution with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT pursuant to conversion of the Company into public limited company and

listing of equity shares of the company on the SME EMERGE platform of the National Stock Exchange of India Limited, the nomenclature of the stock incentive plan shall stand revised from "Proventus Agrocom Private Limited Stock Incentive Plan, 2022 / PAPL SIP 2022" to "Proventus Agrocom Limited Stock Incentive Plan, 2022 / PAL SIP 2022" and any reference to the said stock incentive plan hereinafter shall be read and understood as "Proventus Agrocom Limited Stock Incentive Plan, 2022 / PAL SIP 2022".

**By order of the Board of Directors
For Proventus Agrocom Limited
(Formerly known as Proventus Agrocom Private Limited)**

**Durga Prasad Jhawar
Managing Director & CEO
DIN - 02005091**

**Registered Office:
515, 5th Floor, 215 Atrium, Wing C, Andheri Kurla Road,
Andheri East, Mumbai 400059
CIN: U74999MH2015PLC269390
Website: www.proventusagro.com
Tel.: +91 22 6211 0900
Fax: +91 22 6211 09219
E-mail: info@proventusagro.com**

**Date: August 22, 2023
Place: Mumbai**

Notes:

1. A Statement pursuant to Section 102 of the Companies Act, 2013, setting out all material facts relating to the relevant resolutions of this Notice is annexed herewith and the same should be taken as part of this Notice. Further relevant details as required under the Companies Act 2013, Regulation 36(3) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 {"SEBI (LODR) Regulations"} and Secretarial Standard on General Meetings ("SS-2"), issued by The Institute of Company Secretaries of India, is also annexed.
2. Pursuant to the General Circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India from time to time, physical attendance of the Members to the AGM venue is not required and general meeting can be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence, the Proxy Form and Attendance Slip are not annexed hereto. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. 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, provided the votes are not already cast by remote voting by the first holder.
5. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.
6. The Members can join the AGM in the VC/OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
8. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (LODR) Regulations (as amended), and the General Circulars issued by the Ministry of Corporate Affairs, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
9. The Company's Registrars & Transfer Agents for its share registry is Bigshare Services Private Limited with office E-2/3, Ansa Industrial Estate, Saki Vihar Road, Sakinaka, Andheri- East, Mumbai- 400072.
10. The Register of Members and Transfer Books of the Company will be closed from September 20, 2023 to September 29, 2023 (both days inclusive) for the purpose of AGM.
11. Members may avail the facility of nomination by contacting their respective Depository Participants.
12. The Notice calling the AGM has been uploaded on the website of the Company at <https://www.proventusagro.com/investors-1>. The Notice can also be accessed from the website of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
13. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with General Circulars issued by the Ministry of Corporate Affairs and the Circulars issued by the Securities Exchange Board of India.
14. Members are requested to intimate any change in their contact details, address or bank account details (including 9 digit MICR no., 11 digit IFSC code no. and core banking account no.) to their respective Depository Participants with whom they are maintaining demat accounts.

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

The remote e-voting period begins on Thursday, September 21, 2023 at 09:00 A.M. and ends on Monday, September 25, 2023 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. September 19, 2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 19, 2023.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:




Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none">Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. 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 and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jspVisit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the

Type of shareholders	Login Method
	<p>home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>  <div style="display: flex; justify-content: space-around; margin-top: 10px;">   </div> </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. 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 evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 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 helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nSDL.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***.

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:

- a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nSDL.com.
- b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nSDL.com.

- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to siroyam@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Mr. Anubhav Saxena at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to info@proventusagro.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to info@proventusagro.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM 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 system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their

respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at info@proventusagro.com. The same will be replied by the company suitably.

OTHER INSTRUCTIONS

I. Speaker Registration:

Members of the Company, holding shares as on the cut-off date i.e. Tuesday, September 19, 2023 and who would like to speak or express their views or ask questions during the AGM may register themselves as speakers by sending an email to info@proventusagro.com with a copy marked to evoting@nsdl.co.in during the period from Thursday, September 21, 2023 (9:00 AM IST) upto Saturday, September 23, 2023 (5:00 PM IST) and providing their name, DP ID and Client ID/folio number, PAN, mobile number, and email address. Those Members who have registered themselves as a speaker will only be allowed to speak/ express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time at the AGM. Due to limitations of transmission and coordination during the AGM, the Company may have to dispense with or curtail the speaker session.

II. Submission of questions / queries prior to the AGM:

Members holding shares as on cutoff date i.e. Tuesday, September 19, 2023 and desiring any additional information with regards to Accounts/ Annual Reports or has any question or query are requested to write to the Company Secretary on the Company's e-mail ID i.e. info@proventusagro.com at least 72 hours before the time fixed for the AGM i.e. by Saturday, September 23, 2023 (12:00 PM IST) mentioning their name, demat account no./folio number, e-mail ID, mobile number etc. The queries may be raised precisely and in brief to enable the Company to answer the same suitably depending on the availability of time at the AGM. The Company will, at the AGM, endeavour to address the queries from those Members who have sent queries from their registered e-mail IDs.

- III. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Tuesday, September 19, 2023, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.

- IV. All relevant documents referred to in this Notice and the Statement pursuant to Section 102 of the Companies Act, 2013, requiring the approval of the Members at the meeting and the statutory registers which are led at the AGM shall be available for inspection by the Members. Members who wish to inspect the documents are requested to send an email to: info@proventusagro.com their name, folio no. / client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN card attached to the email. Members may note that the Notice and Annual Report for FY 2022-23 will also be available on website of the Company at <https://www.proventusagro.com/investors-1> website of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com and on the website of the NSDL evoting@nsdl.co.in

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

Item No. 3:

The Members of the Company at the Extra-Ordinary General Meeting held on February 08, 2023, had approved the appointment of M/s NBT & Co., Chartered Accountants (ICAI Firm Registration Number

140489W), as the Statutory Auditors of the Company to hold office till the conclusion of the 8th AGM of the Company to be held in the year 2023.

In accordance with the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the Board of Directors, at its meeting held on August 22, 2023, based on the recommendation of the Audit Committee, approved the appointment of M/s NBT & Co., Chartered Accountants (ICAI Firm Registration Number 140489W) for the term of five years to hold office from the conclusion of the 8th AGM till the conclusion of the 13th AGM to be held in the year 2028, at such remuneration and reimbursement of travelling and out-of-pocket expenses and other applicable tax as may be agreed between the Statutory Auditors and the Board of Directors of the Company and proposed the same for approval of the members.

The Board of Directors, on the recommendation of the Audit Committee and subject to approval of the Members of the Company at the AGM, have approved a remuneration payable to the Statutory Auditors not exceeding Rs. 6 Lakhs for conducting the audit for the financial year 2023-24, excluding applicable taxes and reimbursement of out-of-pocket expenses. The Board of Directors in consultation with the Audit Committee may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

The Audit Committee and Board considered various parameters like capability to serve a diverse and complex business landscape as that of the Company, audit experience in the Company's operating segments, market standing of the firm, clientele served, technical knowledge etc., and found M/s NBT & Co., Chartered Accountants to be best suited to handle the scale, diversity and complexity associated with the audit of the financial statements of the Company.

M/s NBT & Co. has confirmed that they are independent, as required by the relevant ethical /independence requirements as enunciated in the Act and the Code of Ethics issued by the ICAI, that are relevant to their audit of the standalone and consolidated financial statements under the provisions of the Act and the Rules made thereunder.

M/s NBT & Co. has consented to their appointment and confirmed that their appointment if made, would be in accordance with Section 139 read with Section 141 and that they are not disqualified to be appointed as Statutory Auditor in terms of the said provisions. M/s NBT & Co. has also confirmed that they have subjected themselves to the peer-review process of the Institute of Chartered Accountants of India (ICAI) and hold a valid certificate issued by the "Peer Review Board of ICAI". They have also furnished a declaration confirming its independence in terms of section 141 of the Act and declared that it has not taken up any prohibited non-audit assignments for the Company. Based on the recommendation made by the Audit Committee, after considering their experience and expertise, the Board recommends the appointment of M/s NBT & Co. as the Statutory Auditors for the term of 5 years, as set out in the item no. 3, for approval of the Members as an Ordinary Resolution.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the accompanying Notice for approval by the Members.

The Board commends the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the members.

Item No. 4 & 5:

Employees Stock Options represent a reward system based on performance of the Employee in the Company. They help companies attract, retain and motivate best available talent. This also provides an opportunity to the employees to participate in the growth of the Company, besides creating long term wealth in their hands. Hence, in order to reward and retain the employees of the Company and to create a sense of ownership and

participation amongst them, the shareholders of the Company in their Extra-Ordinary General Meeting held on December 09, 2022 approved Proventus Agrocom Private Limited Stock Incentive Plan, 2022 ("PAPL SIP 2022") and issue of options under PAPL SIP 2022 to employees of subsidiary companies of the Company.

In terms of Regulation 12(1) of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEBSE Regulations"), no company shall make any fresh grant of employee stock options which involves allotment or transfer of shares to its employees under any scheme formulated prior to its Initial Public Offering ("IPO") and prior to the listing of its equity shares ("Pre- IPO Scheme") unless (i) such Pre IPO Scheme is in conformity with the SEBI SBEBSE Regulations; and (ii) such Pre IPO Scheme is ratified by its shareholders subsequent to the IPO.

Further, as per proviso to Regulations 12(1) of SEBI SBEB Regulations, the ratification under clause (ii) may be done any time prior to grant of new options or shares under such Pre - IPO Schemes.

Accordingly, considering that the Company came out with an IPO of its equity shares and got listed on the SME EMERGE platform of the National Stock Exchange of India Limited with effect from June 05, 2023, the Company's PAPL SIP 2022 is required to be ratified by the Shareholders of the Company in terms of the Regulations 12(1) of the SEBI SBEBSE Regulations, for making any fresh grants under PAPL SIP 2022. Hence, the same is referred to the Shareholders for their ratification in terms of Regulations 12(1) and other applicable provisions of the SEBI SBEBSE Regulations. PAPL SIP 2022 is in conformity with SEBI SBEBSE Regulations and the Company has not granted any fresh grant of options to employees as on date after the IPO of the Company.

Further, pursuant to conversion of the Company into public limited company and listing of equity shares of the company on the SME EMERGE platform of the National Stock Exchange of India Limited, the nomenclature of the stock incentive plan is proposed to be revised from "Proventus Agrocom Private Limited Stock Incentive Plan, 2022 / PAPL SIP 2022" to "Proventus Agrocom Limited Stock Incentive Plan, 2022 / PAL SIP 2022" and any reference to the said stock incentive plan hereinafter shall be read and understood as "Proventus Agrocom Limited Stock Incentive Plan, 2022 / PAL SIP 2022".

Particulars as required under Section 62(1)(b) of the Companies Act, 2013 read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 and disclosures required under SEBI SBEBSE Regulations (as amended from time to time) are given below:

a. Brief description of the Proventus Agrocom Limited Stock Incentive Plan, 2022:

The PAL SIP 2022 contemplates grant of stock options to the employees / directors of the Company, its existing or future subsidiary company(ies), in or outside India, that are eligible under the PAL SIP 2022 ("Eligible Employees"). After vesting of options, the Eligible Employees earn a right, but not an obligation, to exercise the vested options within the exercise period and subscribe to the equity shares of the Company subject to the compliance with the requirements of the PAL SIP 2022, including payment of exercise price and satisfaction of any tax obligation arising thereon.

b. The total number of Options proposed to be granted under the Plan:

The total number of Options to be granted under the PAL SIP 2022, in one or more tranches to the eligible employees of the Company and of its holding or subsidiary company(ies), shall not exceed the aggregate limit of 1,00,000 (One lakh), as prescribed under PAL SIP 2022. Each Option when exercised would be converted in to one equity share of Rs. 10/- (Rupees Ten Only) each fully paid-up.

Further in case of any corporate action such as rights issues, bonus issues, merger and others, the Board shall be empowered to adjust the number and the price of the Options in a manner such that total value of the Options remain the same after the corporate action. For this purpose, global best practice in this area including the procedures followed by the derivative markets in India and abroad shall be

considered. The vesting period and life of the options shall be left unaltered as far as possible to protect the rights of the Grantee.

Vested options and unvested options that have lapsed due to non-exercise, surrender and/or cancellation under the PAL SIP 2022, would be available for being re-granted at a future date in accordance with the provisions of PAL SIP 2022.

c. Implementation and administration of the PAL SIP 2022:

The Board or the Nomination and Remuneration Committee (NRC) shall act as Compensation Committee for the administration and implementation of PAL SIP 2022. All questions of interpretation of the PAL SIP 2022 or any option under the Scheme shall be determined by the Board or NRC and such determination shall be final and binding upon all persons having an interest in the PAL SIP 2022 or in any option issued thereunder.

d. Identification of classes of employees entitled to participate and be beneficiaries in PAL SIP 2022:

Persons who are

- (i) all permanent employees, present and / or future, of the Company and / or its Subsidiary(ies), working in or out of India; and
- (ii) all Directors, whether whole time or not, including a non-executive director who is not a promoter or member of the promoter group of the Company and / or its Subsidiary(ies), but does not include independent director; and

Provided that an Eligible Employee who is a Promoter or forms part of the Promoter Group of the Company shall not be eligible to participate in the Plan.

Provided further that a Director who either by himself or through his relative or through any Body corporate, directly or indirectly, holds more than 10% of the outstanding Equity Shares of the Company shall not be eligible to participate in the Plan.

e. Requirements of vesting and period of vesting:

There should be a minimum period of one year between the grant of options and vesting of options and such maximum period as may be determined by the Board, but not exceeding four years. Unless otherwise decided by the Board, the options granted shall vest over four years in the manner as under:

On completion of Year 1 from the date of Grant	25% of options granted
On completion of Year 2 from the date of Grant	25% of options granted
On completion of Year 3 from the date of Grant	25% of options granted
On completion of Year 4 from the date of Grant	25% of options granted

Options shall vest essentially based on continuation of employment / service with the Company or its subsidiary company(ies), as applicable, and as per the applicable regulatory requirements.

f. The maximum period within which the Options shall be vested:

All the options granted on any date shall vest not later than the maximum period of 4 (four) years from the date of grant.

g. The Exercise Price or the Pricing formula:

The Options granted to the Employees under this Plan shall carry an Exercise Price, which may be equivalent to or at such discount to the Fair Value of the Shares or Market Price as may be determined by

the Board. However, in any case the Exercise Price shall not be less than the Face value of the Shares of the Company.

In case of a fall in market value of Shares between the Offer Date and the date of Exercise, the Board may re-price the Options that have not been vested while ensuring such re-pricing is not detrimental to the interest of the Grantees.

Any such re-pricing of Options shall be communicated by the Board to the Participant in writing.

h. The Exercise Period and process of Exercise:

The Exercise period will commence from the date of vesting and extend up to not later than two years from the date of the vesting of the Options or such lesser period as may be decided by the Committee, from time to time.

Process of Exercise: The vested option shall be exercisable by the option grantees by submitting a written exercise notice specifying the number of options to be exercised to the Company in such format as may be prescribed by the Board from time to time. Exercise of options shall be considered only after payment of requisite exercise price and satisfaction of applicable taxes by the option grantee. The options shall lapse if not exercised within the specified exercise period.

i. Appraisal process for determining the eligibility of employees to the Plan:

The Board at its own discretion, including, but not limited to the date of joining of the Eligible Employee with the Company or the Subsidiary(ies), performance evaluation, current compensation, criticality or any other criteria, future potential, such Eligible Employees, as determined by the Board, may participate in the Plan. Employees joining the Company after the date of implementation of the Plan will be entitled to participate in the Plan, on a case-to-case basis and subject to such criteria as may be decided solely by the Board.

j. The maximum number of Options to be granted per Eligible Employee, and in aggregate:

The Board/ NRC shall decide the number of options /equity shares that may be granted / issued to any specific employee / director of the Company or its subsidiary(ies) under the PAL SIP 2022, in any financial year and in aggregate, but the same shall not exceed 1% of the issued capital in any one financial year.

k. Maximum quantum of benefits to be provided per employee under the PAL SIP 2022:

The maximum quantum of benefits underlying the options issued to an eligible employee shall depend upon the market price / fair value of the equity shares as on the date of sale of equity shares arising out of exercise of options.

l. Whether the PAL SIP 2022 is to be implemented and administered directly or through a trust:

The PAL SIP 2022 shall be implemented and administered directly by the Company, under the superintendence of the Board.

m. Whether the scheme(s) involves new issue of shares by the company or secondary acquisition by the trust or both;

The PAL SIP 2022 involves only new issue of equity shares by the Company. Presently no secondary acquisition is envisaged.

n. Amount of loan to be provided for implementation of the scheme(s) by the Company to the trust, its tenure, utilization, repayment terms, etc.:

This is currently not contemplated under the present PAL SIP 2022.

o. Statement to the effect that the Company shall conform to the accounting policies specified in regulation 15 and Rule 12:

The Company shall comply with the disclosure requirements and the accounting policies prescribed under Regulation 15 of the SEBI (SBEBSE) Regulations and Rule 12 of The Companies (Share Capital and Debenture) Rules, 2014 or as may be prescribed by regulatory authorities from time to time.

p. The method which the Company shall use to value its Options:

The Company shall adopt 'fair value method' for valuation of Options as prescribed under Guidance Note or under any Accounting Standard, as applicable, notified by the competent appropriate authorities from time to time.

q. Statement with regard to disclosure in director's report:

As the company is adopting fair value method, presently there is no requirement for disclosure in director's report. However, if in future, the Company opts for expensing of share based employee benefits using the intrinsic value, then the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value, shall be disclosed in the Directors' report and the impact of this difference on profits and on earnings per share ("EPS") of the company shall also be disclosed in the Directors' report.

r. Lock-in period, if any:

The equity shares arising out of exercise of vested options shall not be subject to any lock-in period from the date of allotment of such equity shares under the PAL SIP 2022.

s. Terms & conditions for buyback, if any, of specified securities covered under these regulations:

The Committee will determine the procedure for buy-back of Options granted under the PAL SIP 2022, if to be undertaken at any time by the Company, and the applicable terms and conditions in accordance with the Applicable Laws.

t. Transferability of Stock Options:

The options granted to an employee shall not be transferable to any person and shall not be pledged, hypothecated, mortgaged or otherwise alienated in any manner. However, in the event of the death of the employee while in employment, all the stock options granted to him/her till such date shall forthwith vest in his/her designated nominee or nominees (who may be named contingently or successively), or such employee's legal heir, and can be exercisable by them within the time period as may be prescribed under the PAL SIP 2022.

u. The conditions under which Option vested in Employees may lapse e.g., in case of termination of employment for misconduct:

The conditions under which Option vested in Employees may lapse are as under

Sr. No.	Vested Options	Details
1.	Resignation / Termination (other than for a Cause)	All Vested Options can be exercised by the Participant immediately after, but in no event later than the last date of employment with the Company.
2.	Termination due to Cause	All the Vested Options which were not exercised at the time of such termination shall stand cancelled with effect from the date of such termination.

Sr. No.	Vested Options	Details
3.	Retirement / Early Retirement / Term coming to an end or as approved by the Company	All Vested Options can be exercised by the Participant immediately after, but in no event later than the last date of employment with the Company.
4.	Death	All Vested Options can be exercised by the legal heirs immediately after, but in no event later than 3 (three) months from the date of death of the Participant.
5.	Permanent Disability	All Vested Options can be exercised by the Participant immediately after, but in no event later than 3 (three) months from the date of permanent disability.

Sr. No.	Vested Options	Details
1.	Death	All the unvested options as on the date of death shall deemed to be vested with the Participant's nominee or legal heirs immediately. Such Options can be exercised by the legal heirs immediately after, but in no event later than 3 (three) months from the date of death of the Participant.
2.	Permanent Disability	All the Unvested Options as on the date of termination of Participant due to Permanent Disability shall vest with the Participant immediately. Such Options can be exercised by the Participant or, in case of his death, the nominee or legal heirs immediately after, but in no event later than 3 (three) months from the date of permanent disability.

In all other cases, the unvested options held by the Participant shall stand lapsed on the last date of employment except for Termination due to Cause in which case such Unvested Options shall lapse immediately.

v. Variation of terms of Scheme:

Subject to compliance with the applicable laws, the Company may, from time to time, amend or vary the Scheme or any terms and conditions in the Scheme or alter any options granted in such respects as the Board may deem necessary or desirable, provided that approval of the shareholders of the Company is taken by way of a special resolution in a general meeting for effecting such change, if such approval is required under the applicable law and such change is not detrimental or prejudicial to the interests of the grantees, provided that the Company shall be entitled to vary the terms of the Scheme to meet any regulatory requirements.

w. Rights of the option holder:

The option holder shall not have a right to receive any dividend or to vote or in any manner or enjoy the benefits of a shareholder in respect of option granted to him/her, till equity shares are allotted upon exercise of such option.

The copies of the related documents will be open for inspection by the members through electronic mode on all working days, during business hours up to the last date of remote e-voting.

As per Section 62(1)(b) read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014, approval of the shareholders is required for passing resolution No. 4 and 5 of the Notice of the Annual General Meeting.

The Board recommends the resolutions set out at Item Nos. 4 and 5 of the accompanying notice for approval of the Members by way of Special Resolution.

None of the Directors, Promoters, Key Managerial Persons of the Company or any of their relatives, are concerned or interested, financially or otherwise, in the proposed Special Resolutions at Item No. 4 & 5, except to the extent of their respective shareholding, if any, in the Company and number of options which may be granted to them, if any, pursuant to the PAL SIP 2022.

**By order of the Board of Directors
For Proventus Agrocom Limited
(Formerly known as Proventus Agrocom Private Limited)**

**Durga Prasad Jhavar
Managing Director & CEO
DIN - 02005091**

Registered Office:
515, 5th Floor, 215 Atrium, Wing C, Andheri Kurla Road,
Andheri East, Mumbai 400059
CIN: U74999MH2015PLC269390
Website: www.proventusagro.com
Tel.: +91 22 6211 0900
Fax: +91 22 6211 09219
E-mail: info@proventusagro.com

**Date: August 22, 2023
Place: Mumbai**

Details of the Directors retiring by rotation/ re-appointment at the Annual General Meeting

[Pursuant to Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings]

Vested Options	Details
Name	Mr. Shalin Sanjiv Khanna
Directors Identification Number (DIN)	06734684
Designation	Whole Time Director
Date of Birth	12/05/1985
Age	37 years
Nationality	Indian
Qualification	Bachelor in Management Studies (BMS)
Brief Profile/ Experience (including expertise in specific functional area)	He holds a degree in Bachelor of Management Studies from the University of Mumbai. He is responsible for overall marketing strategy of the Company. He is involved in creating and implementing marketing campaigns, oversee market research and analyze metrics, PR and public-facing communication and also work closely with other C-Suite positions. He also looks into daily risk management, MIS reports, accounting and compliance policies for the execution of agro commodities business. Prior to being the core team member leading the formation of Proventus Agrocom, he has an experience of over 10 years in various aspects of marketing. risk governance, policies and controls at Edelweiss Commodity Services Limited.
Terms and conditions of appointment and re-appointment	The Director shall be liable to retire by rotation
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	NA
Date of first appointment on the Board of the Company	20/10/2015
Directorship in other companies (excluding Proventus Agrocom Limited)	1. Proventus Retail Private Limited 2. Prov Foods Private Limited
Membership/Chairmanship of committee of Directors of other companies	Nil

Vested Options	Details
Name of listed entities from which the person has resigned in the past three years	Nil
Relationship with other Directors, Manager and Key Managerial Personnel inter-se	None
No. of Shares held in the Company as on 31-03-2023 either by self or as a beneficial owner	147189 shares
Number of Meetings of the Board attended during the Financial Year 2022-23	16
Remuneration last drawn (FY 2022-23) (including sitting fees, if any)	Rs. 62.99 Lakhs
Details of remuneration sought to be paid	Not exceeding Rs. 1.5 Crores per annum