

NOTICE

NOTICE is hereby given that the Thirteenth Annual General Meeting of the members of Reverie Language Technologies Limited will be held on Thursday, June 23, 2022 at 11:30 a.m. (IST) through Video Conferencing (“**VC**”) / Other Audio-Visual Means (“**OAVM**”), to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”

2. To appoint Mr. Vivekananda Pani, who retires by rotation as a Director and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Vivekananda Pani (DIN: 01012763), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company.”

SPECIAL BUSINESS

3. To appoint Mr. Anish Keshavlal Shah as a Director and in this regard, to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 (“**the Act**”) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Anish Keshavlal Shah (DIN: 07205243), who was appointed as an Additional Director in accordance with the provisions of Section 161(1) of the Act and the Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By Order of the Board of Directors

Arti Dugar
Company Secretary

Date : May 31, 2022
Place : Kolkata

Registered Office:

5th Floor, Avana Building No. 884/327/39
Ibblur Village, Sarjapaura Road,
Bengaluru 560102, Karnataka, India
CIN: U74900KA2009PLC051482
Website: www.reverieinc.com
E-mail: cs@reverieinc.com
Tel.: 8047106606

Notes:

1. Considering the ongoing Covid-19 pandemic, the Ministry of Corporate Affairs (“**MCA**”) has vide its circular dated May 05, 2022 read together with circulars dated April 8, 2020, April 13, 2020 and May 5, 2020, January 13, 2021 and December 14, 2021 (collectively referred to as “**MCA Circulars**”) permitted convening the Annual General Meeting (“**AGM**” / “**Meeting**”) through Video Conferencing (“**VC**”) or Other Audio Visual Means (“**OAVM**”), without the physical presence of the members at a common venue. In accordance with the MCA Circulars and the provisions of the Companies Act, 2013 (the “**Act**”), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. In compliance with the MCA Circulars, Notice of the AGM along with the Annual Report 2021-22 is being sent only through electronic mode to those members whose email addresses are registered with the Company / Depository Participants. Members may note that the Notice and Annual Report 2021-22 will also be available on the Company’s website www.reverieinc.com.
3. Generally, a member entitled to attend and vote at 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. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed hereto.
4. Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.
5. Corporate members intending to authorise their representative(s) to attend the Meeting are requested to send to the Company vide email at arti1.dugar@ril.com, a certified true copy of

the relevant Board Resolution authorising their representative(s) to attend and vote on their behalf at the meeting, before the commencement of the Meeting.

6. 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.
7. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.
8. All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to arti1.dugar@ril.com.
9. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before Thursday, June 16, 2022 by sending email on arti1.dugar@ril.com. The same will be replied by the Company suitably.
10. Members attending the AGM through VC / OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.
11. In terms of the provisions of Section 152 of the Act, Mr. Vivekananda Pani, Whole-time Director, retire by rotation at the Meeting. The Board of Directors of the Company commend his re-appointments.

In terms of the provisions of Section 152 of the Act, Mr. Anish Keshavlal Shah, Additional Director, is being appointed as Director of the Company, liable to retire by rotation. The Board of Directors of the Company commend his appointment.

Mr. Vivekananda Pani and Mr. Anish Keshavlal Shah are interested in the Ordinary Resolutions set out at Item Nos. 2 and 3 respectively, of the Notice with regard to their re-appointments / appointment. Mr. Arvind Pani, being relative of Mr. Vivekananda Pani, may be deemed to be interested in the Ordinary Resolution set out at Item No. 2. Save and except the above, none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolutions set out under Item Nos. 1 to 3 of the Notice.

12. Details of Directors retiring by rotation/seeking appointment at this Meeting are provided in "**Annexure I**" to the Notice.
13. Detailed instructions to attend, participate and vote at the Meeting through VC / OAVM are provided in "**Annexure II**".
14. As per Article 3.14 of the Articles of Association of the Company "*Voting on all matters to be considered at a general meeting of the Company shall be by way of a poll.*" Accordingly, voting by show of hands would not be available at the meeting.
15. The Board of Directors of the Company has appointed Mr. Keyur H Mirani, Practicing Company Secretary (ACS 26354) as a scrutinizer to scrutinize the polling process and submit the results of poll.

16. The E-Poll paper will be circulated to the members at their registered email id on or before the commencement of the meeting.
17. Members shall cast their vote only by sending their votes by email from their email address which is registered with the Company and shall only be sent to the email id of the Scrutinizer i.e., mirani.keyur@gmail.com.
18. In the event a member has not yet registered his/her email address, the same may be done by sending an email to the Company at the designated email address of the Company arti1.dugar@ril.com.

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

Item No. 3:

The Board of Directors ('**the Board**') of the Company, pursuant to the provisions of Sections 152 and 161 of the Companies Act, 2013 ('**the Act**') and the Articles of Association of the Company, had appointed Mr. Anish Keshavlal Shah (DIN: 07205243) as an Additional Director of the Company with effect from March 04, 2022. He holds office as an Additional Director up to the date of this Annual General Meeting in terms of Section 161(1) of the Act.

Mr. Anish Keshavlal Shah has confirmed that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

Details of Mr. Anish Keshavlal Shah are provided in the "**Annexure I**" to the Notice, pursuant to the provisions of the Secretarial Standard on General Meetings (SS2), issued by the Institute of Company Secretaries of India.

Mr. Anish Keshavlal Shah Mohan is interested in the resolution relating to his appointment. Save and except Mr. Anish Keshavlal Shah, none of the other 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 Notice.

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

By Order of the Board of Directors

Arti Dugar
Company Secretary

Date : May 31, 2022

Place : Kolkata

Registered Office:

5th Floor, Avana Building No. 884/327/39

Ibblur Village, Sarjapaura Road,

Bengaluru 560102, Karnataka, India

CIN: U74900KA2009PLC051482

Website: www.reverieinc.com

E-mail: cs@reverieinc.com

Tel.: 8047106606

Annexure I

Details of Directors retiring by rotation / seeking appointment at the Annual General Meeting are as under:

Mr. Vivekananda Pani	
DIN: 01012763	
Age	47 years
Qualifications	B. Tech from College of Engineering and Technology, Bhubaneswar
Experience	Detailed profile is annexed herewith.
Terms and conditions of appointment	Whole-Time Director, liable to retire by rotation
Remuneration drawn in the Company for FY 2021-22	Rs. 1,20,00,000
Remuneration sought to be paid	Remuneration as approved by the shareholders at their extraordinary general meeting held on May 27, 2022.
Date of first appointment on the Board	November 12, 2009
Shareholding in the Company as on March 31, 2022	1378 Equity Shares of Rs. 10 each, representing 6.70% of the paid-up share capital of the Company.
Relation with any Directors / Key Managerial Personnel of the Company	Relative (Brother) of Mr. Arvind Pani. Save and except the above, not related to any other Director /Key Managerial Personnel.
Number of Meetings of the Board attended during the FY 2021-22	5
Directorships of other Boards as on March 31, 2022	NIL
Chairmanship/Membership of Committees of other Boards as on March 31, 2022	NA

Mr. Anish Keshavlal Shah	
DIN: 07205243	
Age	55 years
Qualifications	Engineering Degree in Electronics and Telecommunication from Pune University
Experience	Detailed profile is annexed herewith.
Terms and conditions of appointment	Non-executive Director
Remuneration drawn in the Company for FY 2021-22	Nil
Remuneration sought to be paid	Nil
Date of first appointment on the Board	March 04, 2022

Shareholding in the Company as on March 31, 2022	Nil
Relation with any Directors / Key Managerial Personnel of the Company	Not related to any Director / Key Managerial Personnel
Number of Meetings of the Board attended during the FY 2021-22	1
Directorships of other Boards as on March 31, 2022	<ul style="list-style-type: none"> • Reliance Digital Health Limited • Jio Media Limited • Jio Things Limited • Addverb Technologies Private Limited
Chairmanship/Membership of Committees of other Boards as on March 31, 2022	Nil

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Arti Dugar
Company Secretary

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Profile of Directors:**Mr. Vivekananda Pani (DIN: 01012763)**

Mr. Vivekananda Pani is the Co-Founder and CTO of Reverie Language Technologies Limited (the Company). He has over 20 years of experience in the field of language computing and research, and is widely recognized as an industry expert. His experience in this domain has been instrumental in the Company's building products and technologies with unique differentiations. He has been with the Company since inception in 2009. He has completed his Bachelor's in Technology from College of Engineering and Technology, Bhubaneswar.

Mr. Anish Keshavlal Shah (DIN: 07205243)

Mr. Anish Keshavlal Shah has over 20 years of experience working in Information Technology across a range of industry sectors viz Manufacturing, Retail, e-Commerce, Telecom and Digital Services. He has received his Engineering Degree in Electronics and Telecommunication from Pune University. His past professional experience includes working as CIO for Shoppers Stop, heading IT at Godrej-GE Appliances Limited and started his career as R&D Engineer in CAD / CAM / Network product division of Godrej & Boyce Limited. He has been awarded as Digitalist of the Year by Economic Times & SAP and he also received the Digital Service Innovator of the Year Award presented by Tele Management Forum (TMFORUM) to Reliance Jio.

As a part of the core leadership team of Reliance Jio, he focuses on developing Digital Platform Strategies, building Technology Teams and partnering with technology providers from small start-ups to Fortune 500 companies. As Chief Information Technology, he leads strategy, direction and growth of the IT organisation.

Annexure II

Members are requested to note the following in accordance with the MCA circulars:

1. Members would have received an email from the Company to participate in the Meeting through video-conference on your email address registered with the Company.
2. The Meeting through video-conference would be conducted through “Microsoft Teams” which enables two-way audio and video conference. Members are requested to join the Meeting using the following link:

[Click here to join the meeting](#)

Detailed instructions on installing Microsoft Teams is attached as Annexure III.

3. The link to join the Meeting shall be active from 15 (fifteen) minutes prior to the time of the Meeting.
4. E-mail address of the Company Secretary of the Company, Ms. Arti Dugar i.e. arti1.dugar@ril.com is designated for correspondences and all other purposes related to the Meeting.
5. For any assistance (including with technology) before or during the Meeting, members may contact the Company Secretary, Ms. Arti Dugar on +91-8100274581.

Annexure III

1. In case you already have Microsoft Teams installed on your Laptop / Computer / iPad / Mobile Phone, click on “Join Microsoft Teams Meeting” option from the email. You will connect to the meeting.
2. In case you do not have Microsoft Teams installed on your Laptop / Computer / iPad / Mobile Phone, please follow the below given procedure.

Option 1

For participating through **Windows / Apple powered Laptops / Computer devices:**
Open the email invitation using **Google Chrome** browser



Simply click on “**Join Microsoft Teams Meeting**” option from the email invitation / your calendar events.



A new Browser window would open. Select “**Join on the web instead**”. Once you reach to the “**Enter Name**” prompt, enter your name and click “**Join as a Guest**”



You will enter the Meeting. Make sure you start your camera and the microphone may be kept on “Mute” when not speaking.

Option 2

For installing Microsoft Teams on your **iPad / apple devices / Android devices:**
Click on “**Join Microsoft Teams Meeting**” from the email invitation/calendar events



System will prompt you to download Microsoft Teams



Download and Install Microsoft teams. Please do not try to login.



Once installed, click on invitation once again on “**Join Microsoft Teams Meeting**” from the email invitation/calendar events



You will be prompted to Microsoft Teams application



Click on “**Join as a Guest**” option



Type your Name and once again click on “**Join as a Guest**”



You will enter the Meeting. Make sure you start your camera and the microphone may be kept on “Mute” when not speaking.