

Transcript of Thirteenth Annual General Meeting of Reverie Language Technologies Limited held on Thursday, June 23, 2022 at 11:30 A.M. through Video Conferencing.

Ms. Arti Dugar, Company Secretary:

Good Morning!

Dear Members, Directors, Auditor and others present at the Meeting, I, Arti Dugar, Company Secretary of the Company welcome all of you to the Meeting.

This meeting is conducted through video conference from the registered office of the Company (the deemed venue of the meeting).

Mr.Arvind Pani, Mr. Vivekananda Pani, Mr. Sachindra Kumar Mohanty and Mr. Anish Keshavlal Shah, Directors are present in the Meeting.

Representatives of the Statutory Auditor is also present.

Request, the members personally present to elect one amongst themselves as the Chairman of the Meeting.

Mr. Jyoti Jain: I propose Mr. Arvind Pani as Chairman of the meeting.

Mr. Kiran M Thomas: I second the proposal.

Mr. Arvind Pani, Chairman:

Good Morning! It is 11:30 A.M. and time to start the Thirteenth Annual General Meeting of Reverie Language Technologies Limited.

I welcome all of you to the Thirteenth Annual General meeting of the Company.

Considering the present Covid -19 pandemic, the Ministry of Corporate Affairs (MCA), has vide its various circulars, issued from time to time, has permitted the holding of the Annual General Meeting through Video Conference ("VC") / Other Audit Visual Means ("OAVM") without the physical presence of the Members at a common venue. Accordingly, the Meeting is being held through videoconference.

The Company has taken all feasible steps to ensure that the shareholders are provided an opportunity to participate in the Meeting and vote. The Company has provided

adequate Video Conferencing facility to the members to participate in this Meeting and also vote.

In accordance with the Articles of Association of the Company, the shareholders are required to approve the proposed resolutions by voting only by way of a Poll. Mr. Keyur H Mirani, Practising Company Secretary, has been appointed as Scrutinizer for the Poll.

Shareholders / Representatives attending the meeting through VC would be considered for the purpose of quorum under Section 103 of the Companies Act, 2013.

Requisite quorum is present and therefore I call the Meeting to the order.

The Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which Directors are interested and the Auditor's Report of the Company for the financial period ended 31st March, 2022 and documents referred in the notice convening this Meeting are available and will remain accessible to the Members for electronic inspection, if they so desire, till the conclusion of the Meeting.

Authorization has been lodged with the Company for 17,579 equity shares representing 84.18 percent of the Company's share capital.

I confirm that the Company has not received any query from the shareholders on the designated email address mentioned in the Notice calling the meeting.

Ms. Arti Dugar, Company Secretary and Mr. Keyur Mirani, Scrutinizer are also present at the meeting.

Dear Shareholders,

Notice dated May 31, 2022 convening this Meeting, along with a copy of the Annual Report for the financial year ended March 31, 2022 has already been circulated to the Members of the Company through email, pursuant to the MCA Circulars.

With your permission, I shall take the same as read.

The Auditors' Report on the financial statement for the year ended March 31, 2022 does not contain any qualification, reservation, adverse remark or disclaimer. Accordingly, the Report is not required to be read out, as provided in the Companies Act, 2013.

I now move the resolution for item number 1 of the Notice:

ITEM NO. 1:

Adoption of the audited financial statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditor thereon, by way of an ordinary resolution:

This item has to be transacted to ensure compliance with the provisions of Section 129(2) read with Section 102(2) of the Companies Act, 2013.

May I request a shareholder to propose and another shareholder to second the same.

Sir, I, Rajkumar Mullick, propose the resolution.

Sir, I, Jyoti Jain, second the resolution.

Mr. Arvind Pani, Chairman:

I request the Members to seek clarification, if any, pertaining to this item of business. (None of the Members of the Company sought any clarification.)

Thereafter, Mr. Arvind Pani, Chairman read the 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”

Mr. Arvind Pani:

As I may be deemed to be interested in next item, I request Mr. Jyoti Jain, representative of Jio Platforms Limited to chair the meeting for this item.

Jyoti Jain:

I now move the resolution for item number 2 of the Notice:

ITEM NO. 2:

Appointment of Mr. Vivekananda Pani, who retires by rotation, by way of an ordinary resolution:

This item has to be transacted to ensure compliance with the provisions of Section 152(6) read with Section 102(2) of the Companies Act, 2013.

May I request a shareholder to propose and another shareholder to second the same.

Sir, I, Anshuman Thakur, propose the resolution.

Sir, I, Sachindra Kumar Mohanty, second the resolution.

Mr. Jyoti Jain, Chairman:

I request the Members to seek clarification, if any, pertaining to this item of business. (None of the Members of the Company sought any clarification.)

Thereafter, Mr. Jyoti Jain, Chairman read the 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.”

Jyoti Jain:

I now request Mr. Arvind Pani to chair the further proceedings of the meeting.

Arvind Pani:

I now move the resolution for item number 3 of the Notice:

ITEM NO. 3:

Appointment of Mr. Anish Keshavlal Shah as a director, by way of an ordinary resolution:

This item has to be transacted to ensure compliance with the provisions of Section 152 of the Companies Act, 2013.

May I request a shareholder to propose and another shareholder to second the same.

Sir, I, Jyoti Jain, propose the resolution.

Sir, I, Sachindra Kumar Mohanty, second the resolution.

Mr. Arvind Pani, Chairman:

I request the Members to seek clarification, if any, pertaining to this item of business. (None of the Members of the Company sought any clarification.)

Thereafter, Mr. Arvind Pani, Chairman read the 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.”

The Chairman then ordered a poll to be taken and stated that the members could cast their votes through e-Poll paper circulated to the registered email ID of the members.

The Chairman requested Ms. Arti Dugar, Company Secretary to ensure orderly conduct of the poll and address any queries or clarification as might be required by the members with respect to voting.

The Chairman requested the Scrutinizer to scrutinize votes and to report to him the poll result. The Chairman stated that on receipt of the Scrutinizer’s Report, the Company Secretary should declare the Results of the Poll under his instruction.

The members present thereafter completed the process of poll by sending their votes via email to the Scrutinizer from their registered email address.

All the business placed before this Meeting having been concluded, I declare that the Meeting stands closed.

Thank you.

I, Jyoti Jain, proposed a vote of thanks to the Chairman.

The Meeting concluded at 11:40 AM IST.