

Transcript of Extraordinary General Meeting of Reverie Language Technologies Limited held on Friday, June 28, 2024 at 2:30 P.M. through Video Conferencing.

Mr. Sumeet More, Authorised Representative:

Good Afternoon!

Dear Members, Directors, Auditor and others present at the Meeting, I, Sumeet More, Authorised Representative of the Company welcome all of you to the Extraordinary General Meeting of the Reverie Language Technologies Limited.

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, Ms. Preetha Rajeshkumar and Mr. Kiran Mathew Thomas, Directors and Representatives of Statutory Auditor are present in the Meeting.

Mr. Anish Keshavlal Shah, Director of the Company is unable to attend the Meeting due to his pre-occupations.

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

Mr. Kiran Thomas: I propose Mr. Vivekananda Pani as Chairman of the meeting.

Ms. Preetha Rajeshkumar: I second the proposal.

Mr. Vivekananda Pani, Chairman:

Good Afternoon! It is 2:30 P.M. and time to start the Extraordinary General Meeting of Reverie Language Technologies Limited.

I warmly welcome all Members, Directors, Representatives of Statutory Auditors & Scrutinizer present in this Meeting.

The Ministry of Corporate Affairs (MCA), has vide its various circulars, issued from time to time, have permitted the holding of the Extraordinary 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 VC.

Reverie Language Technologies Limited

CIN: U74900KA2009PLC051482

www.reverieinc.com/cs@reverieinc.com

Tel: +91-80-471-06606

Registered Office / Corporate Office:

5th Floor, Avana Building No. 884/327/39,
Ibblur Village, Sarjapura Road,
Bengaluru-560102, Karnataka, India

The Company has taken all feasible steps to ensure that the members are provided an opportunity to participate in the Extra-Ordinary General Meeting and vote. The Company has provided adequate VC facility to the members to participate in this Meeting and also vote.

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

Authorization has been lodged with the Company for 18,075 equity shares representing 84.55 % of the paid-up share capital of the Company.

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

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

Mr. Keyur Mirani, Scrutinizer is also present at the meeting.

You all must have received “e-Poll paper” on your registered email ID from Ms. Preetha Rajeshkumar, Director, to cast your vote and I request you to cast your vote using “e-Poll paper” and send the same to the e-mail ID of the Scrutinizer mentioned in the “e-Poll paper”.

Dear Members,

Notice dated June 27, 2024 convening this Extra-Ordinary General Meeting, has already been circulated to the Members of the Company through email, pursuant to the MCA Circulars. The Company has received consents from its members for convening and holding this meeting at a shorter notice.

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

I now move the resolutions for the two items contained in the Notice.

The Objective and Implication of each resolution is to ensure compliance with the provisions of Companies Act, 2013.

Now, I move the resolutions for Item No. 1 of the Notice.

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ITEM NO. 1: SHIFTING OF THE REGISTERED OFFICE OF THE COMPANY FROM THE STATE OF KARNATAKA TO THE STATE OF GUJARAT

This item has to be transacted to ensure compliance with the provisions of Section 13 of the Companies Act, 2013.

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

Sir, I, Mr. Jyoti Jain, propose the resolution.

Sir, I, Arvind Pani, second the resolution.

Thereafter, Mr. Vivekananda Pani, Chairman read the resolution:

“RESOLVED THAT pursuant to the provisions of Section 13 of the Companies Act, 2013 (the Act) read with Rule 30 of the Companies (Incorporation) Rules, 2014 and other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and subject to the approval of the Central Government / Regional Director, South East Region, the Ministry of Corporate Affairs or such other statutory, regulatory or administrative authorities, the approval of the members be and is hereby accorded for shifting of the registered office of the Company from the State of Karnataka (i.e. from the jurisdiction of Registrar of Companies, Karnataka) to the State of Gujarat (i.e. to the jurisdiction of Registrar of Companies, Ahmedabad, Gujarat);

RESOLVED FURTHER THAT approval of the members be and is hereby accorded to the amendment to the existing Clause II of the Memorandum of Association of the Company by substituting it with the following clause (which shall come into effect after receipt of approval of Central Government / Regional Director, South East Region, the Ministry of Corporate Affairs for shifting of the registered office):

‘II. The registered office of the Company will be situated in the State of Gujarat.’

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution on behalf of the Company.”

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

ITEM NO. 2: ALTERATION OF ARTICLES OF ASSOCIATION OF THE COMPANY

This item has to be transacted to be transacted to ensure compliance with the provisions of Section 14 of the Companies Act, 2013.

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

Sir, I, Jyoti Jain propose the resolution.

Sir, I, Arvind Pani, second the resolution.

Thereafter Mr. Vivekananda Pani, Chairman read the resolution:

“RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the consent of the members of the Company be and is hereby accorded to delete the existing definition of the term “Company” as mentioned in Article 2.1 of the Articles of Association of the Company and substitute in its place the following:

“Company” shall mean Reverie Language Technologies Limited.’

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution on behalf of the Company.”

I now request Members to exercise their votes by 6 P.M. (IST) through Poll in the manner specified in the e-Poll paper.

I request Mr. Sumeet More, Authorised Representative to ensure orderly conduct of the poll and address any queries or clarification as might be required by the members with respect to voting.

I request Mr. Keyur H. Mirani, Scrutinizer to conduct the Poll and submit the result thereon.

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

I announce that all the business placed before this Meeting having been considered, I declare that the Meeting stands closed.

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Thank you.

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

Mr. Vivekananda Pani, Chairman: Thank you Mr. Jyoti Jain.

The Meeting concluded at 2:40 P.M.