

INTELLIVATE CAPITAL ADVISORS LIMITED

CIN: L67190MH2011PLC214318

Registered Office: 1104, A Wing, Naman Midtown 11th Floor Senapati Bapat Marg,
Prabhadevi, Mumbai-400013

Phone: (022) 2439 1933 **Fax:** (022) 2403 1691

Website: www.intellivatecapitaladvisors.in **E-mail:** secretarial@intellivatecapital.com

7th September, 2021

To,
The Manager - DCS
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Scrip Code - 534733

Sub.: Notice of Annual General Meeting to be held on Thursday, 30th September, 2021.

Dear Sir,

We are enclosing herewith Notice of the 10th Annual General Meeting of the Company, which is scheduled to be held on Thursday, 30th September, 2021 at 03.30 P.M. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

Kindly take the above information on your record.

Thanking you,

Yours faithfully,

For Intellivate Capital Advisors Limited



Vipul Modi
Director
DIN: 00796116

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Website: www.intellivatecapitaladvisors.in E-mail: secretarial@intellivatecapital.comNOTICE OF 10TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE TENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF INTELLIVATE CAPITAL ADVISORS LIMITED WILL BE HELD ON THURSDAY, SEPTEMBER 30, 2021 AT 03:30 P.M. THROUGH VIDEO CONFERENCING/ OTHER AUDIO-VISUAL MEANS, TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:**Item No. 1 - Adoption of Audited Financial Statements**

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2021 together with the Reports of the Board of Directors and the Auditors thereon.

Item No. 2 - Re-appointment of a Director

To appoint a Director in the place of Mr. Vipul Modi (DIN: 00796116), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, seeks re-appointment.

“RESOLVED THAT, pursuant to the provisions of Section 152 of the Companies Act, 2013, Vipul Modi (DIN: 00796116), who retires by rotation, at this Annual General Meeting and being eligible, has offered himself for re-appointment, be and is hereby reappointed as Non-Executive Director of the company, liable to retire by rotation.

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

Item No.3- Appointment of M/s. MAAK & Associates, Chartered Accountants as Statutory Auditors of the Company

To consider 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, if any, 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, **MAAK & Associates, Chartered Accountants** Ahmedabad having ICAI Firm Registration No. 135024W, who have confirmed their eligibility to be appointed as Auditors, in terms of the provisions of Section 141 of the Act and Rules related thereto, be and are hereby appointed as the Statutory Auditors of the Company due to the casual vacancy caused by the resignation of M/s K. J. Shah & Associates, Chartered Accountants, from the conclusion of this Meeting to hold such office for a period of five years commencing from F.Y 2021-22 till the conclusion of 15th AGM to be held in the year 2026 on such remuneration as may be fixed by the Board of Directors of the Company, in consultation with Auditor based on recommendations of the Audit Committee, in addition to reimbursement of out-of-pocket expenses as may be incurred in connection with audit of accounts of the Company;

“RESOLVED FURTHER THAT, directors of the company be and are hereby authorized to do all such acts, deeds and things as deem necessary, proper or desirable and to sign and execute such documents and file such forms with Registrar of Companies for the purpose of giving effect to the aforesaid resolution.”

SPECIAL BUSINESS:

Item No. 4 - Appointment of Mr. Sukumar Reddy Garlapati (DIN: 00966068) as Managing Director of the Company

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT, pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 (‘Act’) and the rule 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, [including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force], and based on the recommendations of the Nomination and Remuneration Committee, the consent of the Members, be and is hereby accorded to appoint Mr. Sukumar Reddy Garlapati (DIN: 00966068), who was appointed as an Additional (Executive) Director of the Company by the Board of Directors with effect from September 6, 2021 and in respect of whom the board of directors have recommended to propose his candidature for being appointed, as the Managing Director of the company for a period of Five years with effect from October 1, 2021, to September 30, 2026, not liable to retire by rotation, upon the terms and conditions including remuneration as agreed between board of directors and Mr. Mr. Sukumar Reddy Garlapati, with liberty and power to the Board of Directors (hereinafter referred to as the ‘Board’, which expression shall also include the ‘Nomination and Remuneration Committee’ of the Board) to alter and vary from time to time, the terms and conditions of the said appointment, including remuneration, within the overall limits prescribed under the Companies Act 2013 as it may deem fit and in such manners, as may be agreed to between the Board and Mr. Sukumar Reddy Garlapati;

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

Item No. 5 - Regularisation of Additional Director, Mr. Sampath Rao Nemmani (DIN: 07999868) by appointing him as an Executive Director of the Company

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT, pursuant to the provisions of Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, (including any modification or re-enactment thereof), Mr. Sampath Rao Nemmani (DIN: 07999868), who was appointed as an Additional Director of the company by the Board on 6th September, 2021 and who holds office upto the date of this Annual General Meeting be and is hereby appointed as an Executive Director of the Company liable to retire by rotation;

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

ITEM NO. 6- CHANGE IN THE NAME OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Section 13, 14, 15 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Management & Administration) Rules, 2014, including any statutory modification(s) amendments or re-enactment(s) thereof, the circulars,

notifications, regulations, rules, guidelines, if any, issued by the Government of India, for the time being in force), and applicable laws for the time being in force and as per the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of the Registrar of Companies and other regulatory authorities, consent of the members of the company be and is hereby accorded to change the name of the Company to "CASPAIN SERVICES LIMITED" or such other names as approved by Registrar of Companies and consequent alteration in the Memorandum and Articles of Association of the Company.

“RESOLVED FURTHER THAT, the Board of Directors of the company be and are hereby authorised to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution in this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient, in the best interest of the Company, to accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies or such other Authority in respect of any matter(s) arising from or incidental to the said amendment.

Item No. 7- Amendment in the Object Clause of the Company

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

RESOLVED THAT, pursuant to the provisions of section 13, 15 and other applicable provisions, if any, of the Companies Act, 2013, including any statutory modification, amendments thereto or re-enactment thereof the circulars, notifications, regulations, rules, guidelines, if any, issued by the Government of India, for the time being in force), and applicable laws and subject to the approval of the Registrar of Companies - Maharashtra, (“ROC Mumbai”) the consent of the members of the company be and is hereby accorded for amendment of the Main object clause III of the Memorandum of Association of the Company by replacing the following;

A. MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY

1. To carry on the business as management and industrial consultants, including consultancy and advisory services in relation to industrial relations, personnel training, employment services, man power supply services, House Keeping services, mechanised housekeeping, business systems and processes and data processing, finance and leasing, town planning, taxation, insurance, public relations and tariffs and generally concerning the production, storage, distribution, marketing and sale of goods or the provision of services.
2. To provide all types of Vocational Training, imparting Educational Programs in the areas of Soft Skills Languages, Medical Assistance, Information Technology, and Hardware & Networking. Employability Training, Job Readiness Training Program (JRTP) and all other allied activities.
3. To carry on the activity of Consultancy Services in Managing the entire HR process right from recruitment, Interviewing and selection, placement, payroll, compliance, training till providing detailed management reports and develop human capital by better manpower planning, competency profiling of roles and role holders, enhance the support to the Companies/Organizations as an agency by on-boarding of trained staff under its name or its Clients to the various levels of the organization whether temporary or permanent on commission basis and other related ancillary services in connection therewith.
4. To carry on the business of providing services/solutions of information technology, information systems, Hardware and Software development, mobile application development, system networking and satellite communications, protocols, call centers, medical transcription, medical billing, system development, computer training in software and networking, and also providing infrastructure for above in India and outside India if required.

B. OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS

5. To acquire by purchase, lease, license, mortgage, rent, hire, or otherwise, and to own, hold, use, develop, operate sell, assign, lease, transfer, convey, create security interests in, take options over, of any kind over or in respect of any property for the purpose of business of the Company, and to construct, develop, maintain, lease, rebuild, or improve any building or other structure, now or hereafter erected on any such property, including setting up offices, flats, houses, factories, shops.
6. To carry on leasing structured or furnished laboratories for research purpose, and conducting in house research also for own products, dealing in laboratory related products and services, buying and selling of warehouses, godowns, leasing of ware houses and godowns, buying and selling of agricultural lands, open plots, trading of agri products, conducting business in civil contracts, work contracts relating to real estate like construction of residential complexes, commercial complexes, Operating Government works contracts in Roads, Canals, Bridges and water works, under line cabling works and other related activities. The parties hereto may start new businesses as may be mutually agreed upon by them from time to time.
7. To carry on the business, whether within or outside India, of collection, segregation, transportation, trading, processing, composting, recycling, treatment and disposal of all types of waste (whether solid, liquid or gaseous substances) and including municipal solid waste, electronic waste (e waste), construction and demolition debris, bio-medical waste, hazardous waste, sewage, waste water etc. undertake use, sale, marketing and/or distribution of all products and by-products that are generated in the process of treatment or disposal of waste and waste products (such as compost, energy and refuse derived fuel generated form waste to energy processes such as bio-methanation etc. methane gas from landfill, processing, electronic products suitable for re-use with or without re-furbishing paper, metals and other materials including chemicals obtained from treatment of wastes) and to develop, construct, operate and/or maintain/manage processing facilities for all types of waste and waste products including composting plants, landfills and sewages treatment plants, waste water treatment plants, incinerators, refuse derived field plants, electronic waste processing plants and to also undertake development, marketing, purchase, sale and/or trading of financial instruments that would enable the financing of waste collection, treatment or processing projects (including carbon emission receipts (CERS)) and any other related activities.
8. To promote own, acquire, construct, erect, maintain, improve, manage, operate, alter, carry on, control, take on lease, advise and render assistance in the construction, erection and maintenance, improvement or working of any industry, company, venture and system or scheme in the area of collection, transportation, processing and disposal of municipal waste, electronic waste, bio medical waste, hazardous waste, sewage and waste water by processes such as composting, bio-methanation, aerobic/anaerobic treatment, waste to energy process including producing of refuse derived fuel and any other processes/technologies available and also take advantage of the benefits available under the Clean Development Mechanism.
9. To carry on the business of manufacturers, producers, importers, exporters, buyers, sellers, dealers, stockists, suppliers, wholesalers, distributors, retailers, and jobbers of solid fuel briquettes, pellets, cubes, charcoal fine and briquette activated carbon from agriculture, forest produce and compost from Municipal Solid Waste and operate power plants, solar water heating system, photovoltaic system working on conventional and non-conventional sources of energy.
10. To act as consultant on turnkey basis and/or part thereof for development projects connected with the dealing in alternative sources of energy, energy efficiency, pollution control, resource recovery, waste minimization, waste avoidance, carbon dioxide, emissions abatement, fuel switching mechanism and sustainable power and other related areas and To carry on the business as engineers and consultants for operation and maintenance of power and energy systems.
11. To carry on the business in India or abroad in the field of e-waste management treatment like electronic waste management, electronic disposal and recycle management system includes

electronics, electrical, cyber waste, web waste and such other as to provide, commercialize, control, develop, establish, handle, operate, hold, pack, organize, promote, service, supervise, represent and to act as agent, concessionaires, consultants, booking agents or deal in all types either electronically or physically, reusable materials through recycling operations, remediation services for decontaminating contaminating electronics, electrical, steel, chemicals, buildings, mine sites, soil, groundwater, dispose of garbage, remediation and clean-up services focused on contaminated or polluted environments, asbestos removal contractors, lead paint abatement services, oil spill clean-up services, soil remediation and toxic material removal and mine reclamation, disposal facilities that specialize in hazardous wastes and other waste materials.

12. To acquire, and take over the whole or any part of the business, rights, goodwill, trademark, property and liabilities of any other person or person(s), firm, corporation or undertaking, either existing or newly engaged in or carrying on and conducting any business which this company is authorized to carry on and to pay for the same either in cash or shares or partly in cash and partly in shares.
13. To apply for, purchase or otherwise, acquire any patent rights, copy rights, trademarks, formulae, licenses, lease concessions, conferring any exclusive or limited right to use, or any secret or to otherwise information about as to any invention which may seem capable of being used for any of the purposes of the company or the acquisition of which may directly or indirectly for the benefit of the company and to use, exercise, develop or grant licenses in respect of or otherwise turn into account the property or information so required.
14. To enter into any arrangement with any Government or authority whether municipal, local or otherwise or any person, that may seem conducive to the company objects or any of them, and to obtain from any such Government of authority any rights, privileges and concessions which the Company may think it desirable to obtain and to carry out, exercise and comply may think it desirable to obtain, and to carry out, exercise and comply with any such arrangement, rights, privileges and concessions.
15. To conduct, modify, refine, and organize investigations into seed research and seed development, seed production, seed processing, seed packing and seed marketing technology with a view to enhance qualitative and quantitative traits to ensure/sustain supply of good quality seed to the end user, be it the farmer or the consumer and to undertake and carry on the business of scientific research to lay greater emphasis on the genetic improvement and development of transgenic in paddy and all kinds of agricultural produce includes cereals, pulses, oilseeds, fibers producing plants, vegetables, medicinal and aromatic plants, ornamentals, flowers and other cultivated plants species.
16. To procure the registration of the company in any country or place in any part of the world.
17. To carry on the activity of Electrical, electronics, e- charging.
18. To borrow, raise or secure the payment of money, or to receive money on deposit other than public deposits, at interest or otherwise, for any of the purposes of the Company and, at such time and, from time to time, and, in such manner, as may be thought fit and, in particular, by the issue of debentures, or debenture-stocks convertible into shares of this or any other company or perpetual annuities, and as security for any such money so borrowed raised or received for any such debentures or debenture stocks so issued to mortgage, pledge or charge the whole or any part of the properties, assets, revenue and/or profits of the Company, present or future, including its uncalled capital, by special assignments or otherwise, or to transfer or convey the same absolutely or in trust, and to give the lenders powers of sale and other powers, as may seem expedient, and to purchase, redeem, or pay-off any such securities, and also by a similar mortgage, charge or lien to secure and guarantee the performance by this Company or any other person, firm or company, as the case may be, provided that the Company shall not carry on banking business as defined in the Banking Regulation Act, 1949.

19. To procure the recognition to the Company in any country, state or place outside India, and to establish and maintain local registers at any branch or place of business in any part of the world.
20. The company may at any time invite and receive or without any such invitation receive any gifts or immovable or movable property and offerings or voluntary donations or bequest and legacies either from the shareholders or from any other person or give gifts or immovable or movable property and offerings or voluntary donations, bequest and legacies either to the shareholders or to any other person or any of the objects of the company with or without any special conditions provided such gifts received or gifts made or the conditions attached are not inconsistent with or derogatory to any of the objects of the company.
21. To form, establish, promote, assist, acquire, subsidies or concur in establishing or promoting any company, LLP, companies or firms, for the purpose of acquiring all or any of the properties, rights and liabilities of the Company, and to place or guarantee the placing, subscribe for or, otherwise acquire all or any of part of the shares and/or business capable of being conducted so as directly or indirectly to benefit the Company, and further to pay for the preliminary, formation or incorporation expenses in respect of the same.
22. To operate branch of a business, which this Company is authorized to carry on, by means or through the agency of any firm or subsidiary or group company or companies and, to do all such acts, deeds or things necessary or required to give effect to such transactions, in the interests of the Company.
23. To incur debts and obligations for the conduct of any or all of the businesses of the Company, and to purchase or hire goods, material or materials or machinery on credit or otherwise, for any business or purpose of this Company, and give credit to any person, firm or company, on such terms and conditions, as may seem expedient, and to guarantee the performance of any contract or obligation and the payment of money and further to give guarantee and indemnities, for any other person, firm or company.
24. To hold conferences, workshops or seminars for the promotion of business of the Company or any other person, firm or company, in which this company may be interested or concerned.
25. To acquire, register and secure membership, seat or privilege, either in name of the Company or its nominee, in and of any association, exchange, market, club or other institution, whether in India or any part of the world, for furtherance of business of the Company.
26. To refer or agree to refer any claim, demand, dispute or any other question, by or against the Company, or in which the Company is interested or concerned, to arbitration, in India or at any place outside India, and to observe and perform, and to do all acts, deeds, matters and things to carry out the enforcement of the awards.
27. To carry on the business of an investment company and to invest in and acquire and hold and otherwise deal in shares, stocks, debentures, debenture-stocks, bonds, obligations and securities issued or guaranteed by any company constituted or private industrial enterprises carrying on business in India or elsewhere and shares, debentures, debenture-stocks, bonds, obligations and securities issued or guaranteed by any Government, State, Dominion, Sovereign, Public body or authority, Supreme, Municipal local or otherwise whether in India or elsewhere.
28. To act as agents, brokers and trustees and to undertake, perform, sub-contracts, to act through or by means of agents, brokers, sub-contractors or others, to carry on the business of agency and manufacturers' representatives to execute and to carry out agreements and sole agency or other similar agreements and may appoint subagents or distributing agents with relation to business of any type or kind.
29. To provide for the welfare of directors, ex-directors, employees or ex-employees of the Company or its predecessors in business and the wives, widows, and families or the dependents or connections of such persons by building or contributing to, the buildings, quarters, houses or dwellings, or by grants of money, pensions, gratuities, allowances, bonuses, profit sharing, bonuses, benefits, gifts, donations, or any other payments, or by creating and, from time to time,

subscribing or contributing to provident and other funds or schemes, societies, trusts, associations, institutions or conveniences, and by providing, subscribing or contributing towards places of instruction, recreation, hospitals and dispensaries, medical and other attendance and assistance, as the Company shall think fit, or making payments to or towards the insurance of any such persons as aforesaid.

30. To undertake and execute any trust, the undertaking of which may seem to the Company desirable, either gratuitously or otherwise.
31. To employ experts to investigate and examine into the conditions, prospects, value, charter and circumstances of any business concerns and undertakings, and of any assets, property or rights.
32. To appoint any directors or managers of any subsidiary company or of any other company in which this Company is or may be deemed to be interested or concerned.
33. To take part in the management, supervision and control of the business or operations of any other company or undertaking, having similar or compatible objects and for that purpose to appoint and remunerate any directors, trustees, accountants or other experts.
34. To draw, make, accept, endorse, discount, execute and issue, negotiate, assign and otherwise deal with cheques, drafts, bills of exchange, promissory notes, hundies, debentures, bonds, bills of lading, railway receipts, warrants and all other negotiable or transferable instruments, and to undertake financial obligations, transactions and operations, of all kinds, which the Company is authorised to undertake or transact, in relation to and in furtherance of the objects of the Company.
35. To enter into partnership or into any arrangements for sharing or pooling of profits, amalgamation, Joint Venture, union of interest, reciprocal concession or co-operation, collaboration, trade agreements, with any person, firm or company, whether in India or elsewhere.
36. To operate branch of a business, which this Company is authorized to carry on, by means or through the agency of any firm or subsidiary or group company or companies and, to do all such acts, deeds or things necessary or required to give effect to such transactions, in the interests of the Company.
37. To insure the property, rights, interests, benefits and profits of the Company with any other company or person, against losses, costs, expenses, damages, risks and liabilities of all kinds which may affect this Company.
38. To institute, conduct, defend or compound any legal proceedings by or against, as the case may be, the Company, its officers or otherwise, concerning the affairs of the Company, and to pay, satisfy or compromise any claims made against the Company or any of its officers, notwithstanding that the claim may not be valid at law.

“RESOLVED FURTHER THAT, the Board of Directors of the company be and are hereby authorised to do all such acts, deeds, and matters and take all such steps as may be necessary, proper or expedient to give effect to this resolution and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient, in the best interest of the Company, to accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies or such other Authority in respect of any matter(s) arising from or incidental to the said amendment.”

ITEM NO: 8 SHIFTING OF REGISTERED OFFICE FROM ONE STATE TO ANOTHER

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

“RESOLVED THAT pursuant to the provisions of sections 12 and 13 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder and subject to the confirmation by the Central Government (Regional Director, Western Region, Maharashtra), consent of the members of the company be and is hereby accorded to shift the registered office of the Company from 1104, A Wing, Naman Midtown 11th Floor Senapati Bapat Marg, Prabhadevi Mumbai City- 400013 in the State of Maharashtra

To "Surya Towers, 1st Floor, F-Block 105, Sardar Patel Road, Secunderabad-500003 In The "State Of Telangana";

RESOLVED FURTHER THAT subject to the confirmation of the Central Government (Regional Director, Western Region, Maharashtra) the clause II of the Memorandum of Association be altered by substituting the word "State of Maharashtra" by the words "State of Telangana";

II. The Registered Office of the Company shall be situated in the State of Telangana i.e. within the Jurisdiction of Registrar of Companies, Telangana at Hyderabad.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary or desirable for and on behalf of the Company;

RESOLVED FURTHER THAT The service or interest of any of the employee would not be affected adversely by the proposed shifting of registered office as aforesaid and there are no arrears of government dues payable by the company and further the change of registered office of the company from the State of Maharashtra to the state of Telangana will be in the interest of shareholders at large.

**By order of the Board of the Directors
For Intellivate Capital Advisors Limited**

**Sd/-
Vipul Modi
Director
DIN: 00796116**

Place: Mumbai

Date: 06th September, 2021

Registered Office:

1104, A Wing, Naman Midtown,
11th Floor, Senapati Bapat Marg,
Prabhadevi Mumbai-400013

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting 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.
2. 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. 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.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after 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.
4. 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.
5. 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 (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote eVoting 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 Central Depository Services (India) Limited (CDSL) 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 CDSL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.intellivatecapitaladvisors.in. The Notice can also be accessed from the website of BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com.
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January, 2021.

THE INTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

- (i) The voting period begins on Monday 27th September, 2021 at 09.00 A.M. and ends on Wednesday 29th September, 2021 at 05.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. Monday 23rd September, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions.
- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for **Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting Menu. On clicking the E voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL/NSDL/KARVY/LINK INTIME as per information provided by Issuer / Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi./Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in 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 provided links for the respective ESP where the E Voting is in progress.

Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) 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. Once the 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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. CDSL and NSDL

Login type	Helpdesk details
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 022- 23058738 and 22-23058542-43.
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 toll free no.: 1800 1020 990 and 1800 22 44 30

(v) Login method of e-Voting for **shareholders other than individual shareholders & physical shareholders.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

For Shareholders holding shares in Demat Form other than individual and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) **Facility for Non - Individual Shareholders and Custodians -Remote Voting**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cssanjaymaurya@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.

4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at secretarial@intellivatecapital.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at secretarial@intellivatecapital.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are 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 available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders please provide necessary details like 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 secretarial@intellivatecapital.com.
2. For Demat shareholders, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), 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 secretarial@intellivatecapital.com.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

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

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

ITEM NO.4

As per the provisions of section 196 of the Companies Act, 2013 read with the prescribed rules, the Board has appointed Mr. Sukumar Reddy Garlapati (DIN: 00966068) as Additional Executive Director of the company in the Board Meeting held on the 6th day of September, 2021.

The company has received the consent in writing from Mr. Sukumar Reddy Garlapati in form DIR-2 pursuant to the Rule 8 of the Companies (Appointment & Qualifications of Directors) Rules 2014; and intimation in Form DIR-8 pursuant to the Rule 14 of the Companies (Appointment & Qualifications of Directors) Rules 2014 that he is not disqualified under section 164 sub-section (2) of the Companies Act, 2013.

The director shall follow the code of conduct of the company and perform the duties as prescribed by the directors from time to time subject to the provisions of section 166 of the Companies act, 2013.

Further, the board hereby recommends his appointment as Managing Director of the Company for a period of Five years with effect from 1st October 2021 to 30th September, 2026 not liable to retire by rotation, upon the terms and conditions including remuneration as may be agreed to between the board of directors and Mr. Sukumar Reddy Garlapati.

The board hereby seeks the approval of the shareholders by way of ordinary resolution as per the provisions of sections 196 of the Companies Act, 2013 read with the Companies Rules, 2014 (including any statutory modifications or re-enactment thereof) and other applicable provisions if any, for the appointment of Mr. Sukumar Reddy Garlapati as the Managing Director of the company from 1st October, 2021 till 30th September, 2026.

No directors, key managerial personnel, manager or their relatives is interested or concerned in the above resolution.

ITEM NO.5

Pursuant to the provisions of Section 149 and 152 of the Companies Act, 2013 and the Articles of Association of the Company, the Board recommended for regularization of Mr. Sampath Rao Nemmani (DIN: 07999868) as an Executive Director of the Company who is appointed as an Additional Director with effect from September 06, 2021 on the Board of the Company in terms of Section 161(1) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, (including any statutory modifications or re-enactment thereof) and applicable provisions of the Articles of Association of the Company.

In view of the above, your Directors recommend the proposed resolution with or without modification as an Ordinary Resolution.

None of the Directors and Key Managerial Personnel (including relatives of directors or key managerial personnel) of the Company except Mr. Sampath Rao Nemmani are in any way concerned or interested, financially or otherwise in this proposed resolution except to the extent of their shareholding in the Company, if any.

Item No 6:

The Board of Directors of the company is intending to change the name of the Company to "CASPAIN SERVICES LIMITED" or such other name as approved by Registrar of Companies. The company wants to change the name of company to align the same with the proposed amendment of the objects clause of the Memorandum of Association of the company.

The Companies Act, 2013 requires the Company to obtain the approval of members by way of Special Resolution for Changing the Name of the Company. Such change in name of company would require the approval of members by passing Special Resolution as per the provisions of Companies Act 2013.

The Directors therefore, recommend the special resolution for approval of the shareholders.

None of the Directors/Key Managerial personnel/their relatives is, in any way, concerned or interested, financially or otherwise, in the special resolution set out in Item No 6 of the Notice.

Item No 7:

It is brought to the attention of the Shareholders that the company hereby proposes to amend the main objects of the company and proposes to carry on the business of management and industrial consultants, advisors, personnel training, employment services, man power supply services, House Keeping services, Vocational Training, HR management activities and information technology services/solutions.

To enable the company to commence the aforesaid business, it is proposed to amend the Main Objects under the Objects Clause of the Memorandum of Association of the company, by replacing the clause III of the Memorandum of Association of the company as stated in the resolution in the annexed notice.

The above amendment would be subject to the approval of the Registrar of Companies Maharashtra ("ROC Mumbai") and any other statutory or Regulatory authority, as may be necessary. The Directors commend the passing of the resolution under item No.7 of the accompanying Notice for the approval of the members of the company.

None of the Directors of the company or their relatives are concerned or interested in the passing of the above resolution.

Item No 8:

The Registered office of the Company is situated in the "State of Maharashtra" at 1104, A Wing, Naman Midtown 11th Floor Senapati Bapat Marg, Prabhadevi, Mumbai City MH 400013.

The Company has shifted its Corporate Office from Maharashtra to Telangana and the shifting of registered office to the other location shall increase the effectiveness in Corporate functioning of the Company.

With a view to improve the overall operational efficiency, streamline document management system and achieve overall effectiveness, the Board of Directors consider it beneficial for the Company to shift its registered office.

The Board, therefore, recommends the proposed Special Resolution to the Members of the Company for their consideration and approval.

The altered Memorandum of Association shall be placed before the meeting and shall also be available for inspection by the Members at the Company's Registered Office between 10.00 a.m. to 5.00 p.m. on all working days, up to the date of the Annual General Meeting.

None of the Directors, Manager and other Key Managerial Personnel of the Company and their relatives, is in anyway, directly or indirectly, concerned or interested in the aforesaid resolution.

EXHIBIT TO THE NOTICE

Details of Directors seeking Appointment/Re-appointment at the Annual General Meeting (Under Regulation 36 of the SEBI Listing Obligations and Disclosure Requirements, 2015)

1. VIPUL MODI

Name of Director	Mr. Vipul Modi
DIN	00796116
Date of Birth	28-08-1965
Brief Resume and Nature of Expertise in Functional Areas	Vipul Modi has experience of well over 20 years in the field of corporate laws, securities laws, and corporate finance and Property matters.
No. of Equity Shares held in the Company	0
No of Directorship in other companies/LLPS	Other Directorship- 19 Partner in Firm-0

2. SUKUMAR REDDY GARLAPATI

Name of Director	Mr. Sukumar Reddy Garlapati
DIN	00966068
Date of Birth	July 18, 1975
Brief Resume and Nature of Expertise in Functional Areas	Sukumar Reddy is versatile professional having exposure in multiple domains including Facility Management, fertilizer business, seed processing, skill developments, and infrastructure business having experience of more than 15 years. He holds Post-Graduation degree in Commerce from Osmania University
No. of Equity Shares held in the Company	0
No of Directorship in other companies/LLPS	Other Directorship- 7 Partner in Firm-2

3. SAMPATH RAO NEMMANI

Name of Director	Mr. Sampath Rao Nemmani
DIN	07999868
Date of Birth	February 19, 1975
Brief Resume and Nature of Expertise in Functional Areas	Sampath Nemmani has a Bachelor's Degree in Electronics from KU, Telangana, India. He is the Director at Laven Services PVT LTD. He has over 7 years of experience in Facility Management Services. He is focused on continuous process improvement of Delivery Methodology and Customer Satisfaction. Prior to becoming Director at Laven Services PVT LTD, he was associated for 6 Years with Apps Associates PVT LTD as Managed Facility Head in Massachusetts Boston USA.
No. of Equity Shares held in the Company	0
No of Directorship in other companies/LLPS	Other Directorship- 2 Partner in Firm-0