



**SAR TELEVENTURE LIMITED**

**CIN: L45202UP2019PLC213062**

Reg Off.: B-16, First Floor, Sector-2,  
Noida-201301, Uttar Pradesh

Contact: +91-8587050050

Email id: [info@sartelevventure.com](mailto:info@sartelevventure.com)

Website: [www.sartelevventure.com](http://www.sartelevventure.com)

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**December 12, 2025**

To,

The Manager (Listing Department),  
National Stock Exchange of India Limited,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai – 400051,  
Maharashtra, India.

**Symbol: NSE: SARTELE**

**ISIN: INE0PUC01020**

**Sub: Submission of Notice of the Extra Ordinary General Meeting (EGM) scheduled to be held on Saturday, 03rd January, 2026 through VC/OAVM.**

Dear Sir/Madam

This is in furtherance to our earlier letters dated 05th December 2025 and pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith, Notice of the 02/2025-26 Extra - Ordinary General Meeting of the Company, along with Explanatory Statement and e-voting instructions ("EGM Notice"), scheduled to be held on Saturday, 03rd January, 2026 at 02:00 P.M (IST), through Video Conferencing (VC)/ Other Audio Visual Means(OAVM) in compliance with various Circulars issued by Ministry of Corporate Affairs and Securities Exchange Board of India.

The EGM Notice is being sent only by email to all the shareholders of the Company whose names are registered with the Company or Depository Participants and whose names appears in the register of members as on the close of the business hours of Friday, 05<sup>th</sup> December 2025.

Further, we wish to inform that pursuant to the provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended, the Company is pleased to provide to its members, the facility to vote on resolutions proposed to be passed at the EGM by electronic means through remote e-voting or through voting at the EGM (InstaVote).

The members whose names are registered with the Company/ Depository Participants and whose names appears in the register of members as on the cut-off date i.e Saturday, 27<sup>th</sup> December, 2025 shall be entitled to vote on the resolutions proposed to be passed at the EGM.

The EGM Notice along with explanatory statements and e-voting instructions is available on the website of the Company i.e [www.sartelevventure.com](http://www.sartelevventure.com) as well as on the website of the stock exchanges i.e NSE Limited at [www.nseindia.com](http://www.nseindia.com) and on the website of the MUFG at <https://in.mpms.mufg.com>

We request you to kindly take the same on records.

Thanking You,

Yours sincerely

For **SAR Televenture Limited**

**Vandana Kaushik**

**(Company Secretary and Compliance Officer)**



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## **NOTICE OF 02/2025-26 EXTRA-ORDINARY GENERAL MEETING**

Notice is hereby given that (02/2025-26) Extra-Ordinary General Meeting ("EGM") of SAR Televenture Limited will be held on **Saturday, 03rd January, 2026 at 2:00 PM (IST)** through Video Conferencing ("VC") or Other Audio Visual Means ('OAVM'), to transact the following businesses. The venue of the EGM shall be deemed to be the Registered Office of the Company and the proceedings of the EGM shall be deemed to be made thereat, to transact the following Special Businesses:

### **SPECIAL BUSINESS:**

**Item No. 1: Issuance of up to 1,00,70,500 of warrants, convertible into equity shares of the Company to person(s) belonging to promoter category and to person(s) belonging to non-promoter category on preferential basis.**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 23, 42, 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 and applicable rules made thereunder, including the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other rules and regulations made thereunder (including any amendment(s), statutory modification(s) or re-enactment(s) thereof), ('the Act'), the enabling provisions of the Memorandum and Articles of Association of the Company, and subject to the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ('ICDR Regulations'), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the applicable provisions of the Foreign Exchange Management Act, 1999, the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000, as amended, including any amendment(s), statutory modification(s), variation(s) or re-enactment(s) thereof, and subject to other applicable Rules/ Regulations/ Guidelines/ Notifications/ Circulars and clarifications issued thereunder, if any, from time to time by the Ministry of Corporate Affairs ('MCA'), the Securities and Exchange Board of India, the Reserve Bank of India and/ or any other competent authorities to the extent applicable, and subject to all necessary approval(s), consent(s), permission(s) and/ or sanction(s), if any, of any third parties, statutory or regulatory authorities including National Stock Exchange of India Limited ('Stock Exchange', as may be required, and subject to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include any duly constituted/ to be constituted Board of Directors thereof to exercise its powers including powers conferred under this resolution), the consent of the members of the Company be and is hereby accorded to create, offer, issue and allot, on preferential basis, in one or more tranches, upto maximum of 100,70,500 (One crore Seventy Thousand Five Hundred only) Warrants, entitling the Proposed Allottees/ Warrant Holder to exercise option to convert and get allotted one Equity Share of face value of Rs. 2/- (Rupees Two only) each fully paid-up against each warrant, within 18 (Eighteen) months from the date of allotment of warrants, in such manner and on such terms and conditions as set out in the Explanatory Statement annexed to



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the notice ('Warrants'), at a price of Rs. 207/- (**Rupees Two Hundred and Seven Only**) including premium of Rs 205/- each payable in cash ('Warrants Issue Price'), or such other higher prices if any, as may be calculated in accordance with applicable rules/regulations of statutory authority, determined after taking in to consideration and in compliance with the provisions of Regulation 164(1) read with Regulation 166A(1) of SEBI ICDR Regulations, 2018 in such manner and on such other terms and conditions, as may be approved or finalized by the Board, to the below mentioned proposed allottee(s) ('Warrant holders') in such manner and on such terms and conditions as are stipulated in the explanatory statement attached hereto and as may be determined by the Board in its absolute discretion in accordance with the Chapter V of SEBI (ICDR) Regulations, 2018 and other applicable laws.

S. No.	Name of Proposed Allottees	Maximum number of convertible warrants proposed to be allotted	Category
1	Founders Collective Fund	12,07,500	Non-Promoter
2	Choice Strategic Advisors LLP	12,07,500	Non-Promoter
3	M.G Metalloy Private Limited	40,00,000	Promoter
4	Accufolio Risers LLP	2,41,500	Non-Promoter
5	Ariston Capital Limited	4,83,000	Non-Promoter
6	Shelly Garg	4,83,000	Non-Promoter
7	Venus Investments VCC- Venus Stellar Fund	2,41,500	Non-Promoter
8	Jay Jagannath Steel and Power Limited	1,44,500	Non-Promoter
9	Sunrise Investment Opportunities Fund	96,500	Non-Promoter
10	Annalakshmi Marketing Private Limited	96,500	Non-Promoter
11	Mahalaxmi Brokerage India Private Limited	96,500	Non-Promoter
12	Jagdish Chander Agal	48,000	Non-Promoter
13	Bhawana Modi	48,000	Non-Promoter
14	Jayesh Sanmukhani	48,000	Non-Promoter
15	Anup Gupta HUF	48,000	Non-Promoter
16	Assertive Corporate Services LLP	48,000	Non-Promoter
17	Anu Agarwal	48,000	Non-Promoter
18	Mahendra Kumar Saraogi	48,000	Non-Promoter
19	Rupsi Bedi	48,000	Non-Promoter
20	Madhu Parwal	48,000	Non-Promoter
21	Harsh Sarwankumar Saraf	48,000	Non-Promoter
22	Trapti Bansal	48,000	Non-Promoter
23	Raghav Karol	48,000	Non-Promoter
24	Urvesh Rameshchandra Vora HUF	96,500	Non-Promoter
25	Usha Devi Jatia	50,000	Non-Promoter
26	Divyashri Ravichandran	5,00,000	Non-Promoter
27	Vikas Tandon	1,20,000	Non-Promoter & KMP

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28	Pankaj Kumar Nagpal	50,000	Non-Promoter & KMP
29	Raj Kumar Gupta	15,000	Non-Promoter
30	Piyush Rastogi	10,000	Non-Promoter
31	Gaurav Verma	5,000	Non-Promoter
32	Deepak Chaudhary	50,000	Non-Promoter
33	Kishan Gopal Mohta	2,50,000	Non-Promoter
34	Invicto Incrementum Fund	50,000	Non-Promoter

**RESOLVED FURTHER THAT** pursuant to Regulation 161 of SEBI (ICDR) Regulations, the Relevant Date' for the purpose of determination of minimum issue price for the issue and allotment of Warrants shall be **04<sup>th</sup> December, 2025 ("Relevant Date")**, being the date, which is 30 days prior to the date on which resolution will be deemed to be passed, i.e., **03rd January, 2026**

**"RESOLVED FURTHER THAT** the preferential issue of Warrants and allotment of Equity Shares on the exercise of the Warrants, shall be subject to the following terms and conditions as prescribed under applicable laws:

- The Warrant holders shall, subject to the ICDR Regulations and other applicable rules, regulations and laws, be entitled to apply for and be allotted 1 (one) equity share against each Warrant.
- Minimum amount of Rs. 51.75 (Rupees Fifty-One and Seventy-Five Paise) per warrant, which is equivalent to 25% of the Warrants Issue Price shall be paid at the time of allotment of Warrant. The Warrant Holder will be required to make further payments of Rs. 155.25 (Rupees One Hundred and Fifty-Five and Twenty-Five Paise) per warrant which is equivalent to 75% of the Warrants Issue Price at the time of exercise of the right attached to Warrant(s) to subscribe to equity share(s).
- The Warrants shall not carry any voting rights until they are converted into equity shares.
- The said Warrant(s) shall be issued and allotted to the Proposed Allottees within a period of 15 days from the date of passing of this resolution, in dematerialized form provided that in case the allotment of the said Warrants is pending on account of pendency of any approval or permission by any regulatory authority or the Government of India, the allotment shall be completed within a period of 15 days from the date of receipt of last such approval or permissions.
- The right attached to Warrants may be exercised by the Warrant holder, in one or more tranches, at any time on or before the expiry of 18 (eighteen) months from the date of allotment of the Warrants by issuing written notice ('Conversion Notice') to the Company specifying the number of warrants proposed to be converted and the date designated as the specified conversion date ('Conversion Date'). The company shall accordingly, without any further approval from the members, allot the corresponding number of equity shares in dematerialized form on the Conversion Date mentioned in the Conversion Notice, subject to receipt of the relevant Warrant exercise amount by the Warrant holder to the designated bank account of the Company.
- The tenure of Warrants shall not exceed 18 (eighteen) months from the date of allotment of Warrants. If the entitlement against the Warrants to apply for the equity shares of the Company is not exercised

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by the Warrant holder within the aforesaid period of 18 (eighteen) months, the entitlement of the Warrant holder to apply for equity shares of the Company along with the rights attached thereto shall expire and any amount paid by the Warrant holder on such Warrants shall stand forfeited by the Company.

- g) The equity shares to be allotted on exercise of the Warrants shall be in dematerialized form and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company and shall rank pari-passu with the then existing equity shares of the Company in all respects including the payment of dividend and voting rights.
- h) The Warrants allotted in terms of this resolution and the resultant equity shares arising on exercise of rights attached to such Warrants shall be subject to lock-in as specified in the provisions of Chapter V of the ICDR Regulations. and allotted equity shares shall be listed on the stock exchanges where the equity shares of the Company are listed, subject to the receipt of necessary permissions and approvals. Further, the aforesaid warrants shall not be sold, transferred, hypothecated or encumbered in any manner by the Proposed Allottees during the period of lock-in, except to the extent and in the manner permitted under SEBI (ICDR) Regulations.
- i) The Company shall procure the listing and trading approvals for the Equity Shares to be issued and allotted to the Warrant holders upon exercise of the Warrants from the relevant Stock Exchanges in accordance with the LODR Regulations and all other applicable laws, rules and regulation.
- j) The Warrants by itself, until exercised and converted into equity shares, shall not give the Warrant holders any rights with respect to that of an equity shareholder of the Company.
- k) Upon exercise of the option by the allottee to convert the warrants into the equity shares within a period of 18 months, the equity shares, pursuant to exercise of warrants, shall be allotted within a period of 15 days from the date of such exercise by the allottee in compliance with provisions of Regulation 162(2) of ICDR Regulations.
- l) The pre-preferential shareholding of the Proposed Allottees and Equity Shares to be allotted to the Proposed Allottee shall be under lock in for such period as may be prescribed under Chapter V of the SEBI ICDR Regulations.

**“RESOLVED FURTHER THAT** the proceeds from the Preferential Issue being more than Rs. 100 Crores, the Board be and is hereby authorized to appoint a SEBI registered external credit rating agency, as the Monitoring Agency, to monitor the end use of proceeds of this Preferential Issue in terms of Regulation 162A of Chapter V of the SEBI ICDR Regulations.”

**"RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board (which expression shall deem to include any of its duly constituted Committee) be and is hereby authorized to do all acts, deeds, matters and things as it may, in its absolute discretion deem necessary, desirable or expedient including making applications to National Stock Exchange of India Limited for obtaining in-principle approval, filing of requisite documents with ROC, National Securities Depository Limited ("NSDL"), Central Depository Services (India) Limited ("CDSL") "Depositories") (collectively referred to as "**Depositories**") and/ or such other authorities as may be necessary for this purpose, to take all such steps as may be necessary for the issuance of the Warrants

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and also the equity shares allotted pursuant to the exercise of the Warrants with depositories and for the credit of such Warrants and also the equity shares allotted pursuant to exercise of warrants to the respective dematerialized securities account of the Proposed Allottees and to delegate all or any of the powers conferred by the aforesaid resolution on it to any committee of directors or any director(s), or officer(s) of the Company.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to issue and allot such Equity Shares as may be required to be issued and allotted upon conversion of the said Warrants and that Equity Shares shall be subject to the provisions of the Articles of Association of the Company and shall rank pari-passu in all respects, including entitlement for dividend, with the existing Equity Shares of the Company.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to decide and approve other terms and conditions of the issue of the Warrants and/ or Equity Shares and shall also be entitled to vary, modify or alter any of the terms and conditions, as it may deem fit, subject however to the compliance with the applicable guidelines, notifications, rules and regulations.

**RESOLVED FURTHER THAT** the Board be and is hereby also authorized to make an offer to the Proposed Allottees whose names has been recorded in Form PAS-5 through Private Placement Offer Letter in Form No. PAS-4 or any other form/document as prescribed under the Act.

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized to is hereby authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute discretion, to any committee of the Board or any one or more Director(s)/Company Secretary/any officer(s) of the Company to give effect to the aforesaid resolutions."

**By Order of the Board of Directors of  
For SAR Televenture Limited**

Sd/-

**Vandana Kaushik****Company Secretary & Compliance Officer****Membership No.: A31054**Date: 5<sup>th</sup> December, 2025

Place: Noida

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**NOTES:**

1. The Ministry of Corporate Affairs ("MCA") issued General Circular Nos. 14/2020, 17/2020 and 20/2020 dated April 08, 2020, April 13, 2020 and May 05, 2020 respectively and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 ("hereinafter referred collectively as "MCA Circulars") have permitted companies to conduct EGM through VC or OAVM, subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA Circular, applicable provisions of the Companies Act, 2013 ("the Act") and rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") the EGM of the Company is being convened and conducted through VC. The registered office of the Company shall be deemed to be the venue for the EGM ('Deemed Venue'). The detailed instructions for accessing and participating in the EGM through VC/OAVM facility is mentioned in Note No.12 below and available on the website of the Company. In compliance with the General Circular No. 20/2020 issued by the MCA, item mentioned in special business in this EGM notice are considered unavoidable and forms part of this Notice.
2. 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), the company has engaged the services of M/s MUFG Intime India Private Limited (MUFG), a SEBI registered Registrar and Transfer Agent (RTA) is appointed to provide a platform for convening the meeting through Video Conferencing; to handle and supervise the entire process of holding the meeting through Video Conferencing, e-voting, and processing of data relating to the meeting and voting, etc.
3. Notice of the meeting is being sent to all such equity shareholders who hold shares as on the closure of business hours on Friday 5<sup>th</sup> December, 2025. Further, a person, whose name is recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e., [Saturday, 27<sup>th</sup> December, 2025 shall only be entitled to cast their vote through Remote E-voting. A person who is not a Member as on Cut-off date will not be entitled to vote and should treat this Notice for information purpose only.
4. Since the EGM will be held through VC/OAVM Facility, the Attendance Slip, Proxy Form and Route Map are not annexed to the Notice.
5. The Company has appointed MUFG Intime India Private Limited (previously known as Link Intime India Private Limited) to provide Video Conferencing Facility for the EGM and to act as the attendant enablers for conducting the EGM.
6. In compliance with the aforesaid circulars the Notice of the EGM is being sent to the Members and all other persons so entitled in electronic mode only, whose email addresses are registered with the Company/Depositories. Members whose email address is not registered with the Company or with their respective Depository Participant(s), and who wish to receive the Notice of this EGM and all other communication sent by the Company, from time to time, can get their email address registered by following the steps as given below:
  - a) Members holding shares in physical form may send scan copy of a signed request letter in prescribed form ISR-1 available on the website of the Company, mentioning the folio number,

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complete address, email address to be registered along with scanned self-attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, AADHAR) supporting the registered address of the Member, by email to the Company's email address at [info@sartelevventure.com](mailto:info@sartelevventure.com) or to the RTA at [enotices@in.mpms.mufg.com](mailto:enotices@in.mpms.mufg.com).

- b) Members holding shares in demat mode may update the email address through their respective Depository Participant(s).
7. Instructions for attending the meeting through Video Conferencing; and for voting through remote e-voting process are given at the end of this notice.
8. Voting may be made through remote e-voting which will be available during the prescribed time period before the meeting (as given below); or through e-voting platform which will be available during the meeting:

<b>Commencement of remote e-voting</b>	<b>December 31, 2025 at 9:00 A.M. IST</b>
<b>End of remote e-voting</b>	<b>January 2, 2026 at 5:00 P.M. IST</b>

9. All the Equity Shareholders will be entitled to attend the meeting through Video Conferencing. However, the Equity Shareholders who have already voted through the remote e-voting process before the meeting, will not be entitled to vote at the meeting again.
10. Equity Shareholders attending the meeting through video conferencing shall be counted for the purposes of reckoning the quorum.
11. In the case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the EGM.
12. Notice of the meeting, Explanatory Statement, and other documents are also being placed on the following website(s):

<b>Particulars</b>	<b>Website</b>
SAR Televenture Limited	<a href="http://www.sartelevventure.com">www.sartelevventure.com</a>
National Stock Exchange of Limited	<a href="http://www.nseindia.com">www.nseindia.com</a>
Agency for providing the Remote e-Voting facility	<a href="https://instavote.linkintime.co.in">https://instavote.linkintime.co.in</a>

13. All documents referred to in this Notice and the Explanatory Statement, and requiring Members' approval, and such statutory records and registers, as are required to be kept open for inspection under the Companies Act, 2013, shall be electronically available for inspection. Members can inspect the same by sending an email to Ms. Vandana Kaushik, Company Secretary & Compliance Officer of the Company at [info@sartelevventure.com](mailto:info@sartelevventure.com).
14. The Board of Directors of the Company has appointed Ms. Loveleen Gupta, Proprietor of (Membership No. FCS 5287 of M/s. L. Gupta & Associates, Practicing Company Secretaries as the Scrutinizer to scrutinize the process for remote e-Voting and e-Voting at the EGM in a fair and transparent manner and they have communicated their willingness to be appointed and will be



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available for the same purpose.

15. Institutional/Corporate Shareholders intending to authorise their representatives to attend the meeting pursuant to Section 113 of the Act, are requested to email scanned certified copy of the Board/governing body resolution/authorization etc. authorising their representatives to attend and vote on their behalf at email IDs: [info@sartelevventure.com](mailto:info@sartelevventure.com) with a copy marked to [enotices@in.mpms.mufg.com](mailto:enotices@in.mpms.mufg.com).
16. The Scrutinizer shall, immediately after the conclusion of the EGM, count the votes cast through e-Voting at the EGM, thereafter unblock the votes cast through remote e-Voting and make, not later than two (02) working days in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 from conclusion of the EGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, and submit the same to the Chairman or to a person authorized by the Chairman in writing who shall countersign the same.
17. The Results declared along with the report of the Scrutinizer shall be forwarded to the Stock Exchange i.e National Stock Exchange of India Limited, where the shares of the Company are listed. The Results shall also be simultaneously be placed on the website of the Company at [www.sartelevventure.com](http://www.sartelevventure.com) and on the website of MUFG Intime India Private Limited at <https://instavote.linkintime.co.in>
18. The Chairman or the person authorized by him in writing shall forthwith on receipt of the consolidated Scrutinizer's Report, declare the Results of the voting and the date of passing of result on the resolutions shall deem to be the date of the EGM.
19. Members are requested to take note that, in order to facilitate ease of investment and safeguard investor rights in respect of securities purchased by them, SEBI, vide its circular dated July 2, 2025, has introduced a special window for re-lodgment of transfer deeds.

This window will be available for a period of six months—from July 7, 2025, to January 6, 2026 and is specifically intended for transfer deeds that were originally lodged prior to the April 1, 2019 deadline but were rejected, returned, or remained unprocessed due to deficiencies in documentation, procedural issues, or other reasons.

20. Members, who would like to express their view/ ask questions during the EGM with regard to matters to be placed at the EGM, may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID number/ folio number and mobile number, to reach the Company's email address at [info@sartelevventure.com](mailto:info@sartelevventure.com) at least 3 working days in advance of the Meeting. Those members who have pre-registered themselves as a speaker will be allowed to express their view/ ask questions during the EGM, depending upon the availability of time.

**Instructions:**

1. Pursuant to Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint a proxy to attend and cast vote for the members is not available for this EGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the EGM through VC/OAVM and participate thereat and cast their votes through e-voting.



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2. The Members can join the EGM in the VC/OAVM mode 30 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 EGM through VC/OAVM will be made available for 1000 members on a 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 EGM without restriction on account of first-come-first-served basis.
3. In terms of the MCA Circulars since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the EGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-Voting, for participation in the EGM through VC/OAVM Facility and e-Voting during the EGM.
4. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

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

Login method for Individual shareholders holding securities in demat mode:

#### METHOD 1 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on “Beneficial Owner” icon under “IDeAS Login Section”.
- b) Click on “Beneficial Owner” icon under “IDeAS Login Section”.
- c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on “Access to e-Voting” under e-Voting services.
- d) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

- a) To register, visit URL: <https://eservices.nsdl.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on “Submit”.
- c) Enter the last 4 digits of your bank account / generate ‘OTP’
- d) Post successful registration, user will be provided with Login ID and password.

Shareholders/ Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.





## **SAR TELEVENTURE LIMITED**

**CIN: L45202UP2019PLC213062**

Reg Off.: B-16, First Floor, Sector-2,  
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Contact: +91-8587050050

Email id: [info@sartelevventure.com](mailto:info@sartelevventure.com)

Website: [www.sartelevventure.com](http://www.sartelevventure.com)

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Follow steps given above in points (a-d).

### **METHOD 2 - NSDL e-voting website**

- a) Visit URL: <https://www.evoting.nsdl.com>
- b) Click on the “Login” tab available under ‘Shareholder/Member’ section.
- c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

### **METHOD 3 - NSDL OTP based login**

- a) Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- c) Enter the OTP received on your registered email ID/ mobile number and click on login.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

### **Individual Shareholders registered with CDSL Easi/ Easiest facility**

#### **METHOD 1 - CDSL Easi/ Easiest facility:**

Shareholders registered for Easi/ Easiest facility:

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or [www.cdslindia.com](http://www.cdslindia.com) & click on New System Myeasi Tab.
- b) Enter existing username, Password & click on “Login”.
- c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields for registration.
- c) Post successful registration, user will be provided username and password. Follow steps given above in points (a-c).



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### METHOD 2 - CDSL e-voting page

- Visit URL: <https://www.cdslindia.com>
- Go to e-voting tab.
- Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

### Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- Login to DP website
- After Successful login, user shall navigate through “e-voting” option.
- Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- Post successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

### Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

#### STEP 1: LOGIN / SIGNUP to InstaVote

Shareholders registered for INSTAVOTE facility:

- Visit URL: <https://instavote.linkintime.co.in> & click on “Login” under ‘SHARE HOLDER’ tab.
- Enter details as under:
  - User ID: Enter User ID
  - Password: Enter existing Password
  - Enter Image Verification (CAPTCHA) Code
  - Click “Submit”.(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no., registered with the Company

Shareholders not registered for INSTAVOTE facility:

- Visit URL: <https://instavote.linkintime.co.in> & click on “Sign Up” under ‘SHARE HOLDER’ tab & register with details as under:



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Website: [www.sartelevventure.com](http://www.sartelevventure.com)

1. User ID: Enter User ID
  2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable).
  3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
  4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
    - Shareholders holding shares in NSDL form, shall provide 'D' above
    - Shareholders holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above
  5. Set the password of your choice.  
(The password should contain minimum 8 characters, at least one special Character (!#\$%\*), at least one numeral, at least one alphabet and at least one capital letter).
  6. Enter Image Verification (CAPTCHA) Code.
  7. Click "Submit" (You have now registered on InstaVote).
- Post successful registration, click on "Login" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no., registered with the Company

### STEP 2: Steps to cast vote for Resolutions through InstaVote

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
- B. Select 'View' icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

### Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

#### STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"
- C. Fill up your entity details and submit the form.



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Website: [www.sartelevventure.com](http://www.sartelevventure.com)

- 
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to [insta.vote@linkintime.co.in](mailto:insta.vote@linkintime.co.in).
  - E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

### **STEP 2 – Investor Mapping**

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on “Investor Mapping” tab under the Menu Section
- C. Map the Investor with the following details:
  - 1) ‘Investor ID’ – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
  - 2) ‘Investor’s Name - Enter Investor’s Name as updated with DP.
  - 3) ‘Investor PAN’ - Enter your 10-digit PAN.
  - 4) ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report Section”.

### **STEP 3 – Steps to cast vote for Resolutions through InstaVote**

The corporate shareholder can vote by two methods, during the remote e-voting period.

#### **METHOD 1 - VOTES ENTRY**

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “Votes Entry” tab under the Menu section.
- c) Enter the “Event No.” for which you want to cast vote.  
Event No. can be viewed on the home page of InstaVote under “On-going Events”.
- d) Enter “16-digit Demat Account No.”.
- e) Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- f) A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.  
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

#### **METHOD 2 - VOTES UPLOAD**



**SAR TELEVENTURE LIMITED****CIN: L45202UP2019PLC213062**Reg Off.: B-16, First Floor, Sector-2,  
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Contact: +91-8587050050

Email id: [info@sartelevventure.com](mailto:info@sartelevventure.com)Website: [www.sartelevventure.com](http://www.sartelevventure.com)

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will see “Notification for e-voting”.
- c) Select “View” icon for “Company’s Name / Event number”.
- d) E-voting page will appear.
- e) Download sample vote file from “Download Sample Vote File” tab.
- f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under “Upload Vote File” option.
- g) Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed.  
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

**Helpdesk:**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at [enotices@in.mpms.mufg.com](mailto:enotices@in.mpms.mufg.com) or contact on: - Tel: 022 – 4918 6000.

**Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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 request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**Forgot Password:**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on “Login” under ‘SHARE HOLDER’ tab.
- Click “forgot password?”
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

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Contact: +91-8587050050

Email id: [info@sartelevventure.com](mailto:info@sartelevventure.com)Website: [www.sartelevventure.com](http://www.sartelevventure.com)

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Click “forgot password?”
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

**General Instructions - Shareholders**

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

**Process and manner for attending the General Meeting through InstaMeet:**

1. Login method for shareholders to attend the General Meeting through InstaMeet:
  - b) Visit URL: <https://instameet.in.mpms.mufg.com> & click on “Login”.
  - c) Select the “Company Name” and register with your following details:
  - d) Select Check Box - Demat Account No. / Folio No. / PAN
    - Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
    - Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.
    - Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.

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- Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
- Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.

## e) Click “Go to Meeting”

You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

- a) Shareholders who would like to speak during the meeting must register their request with the company.
- b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.
- c) Shareholders will receive “speaking serial number” once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.
- d) Other shareholder who has not registered as “Speaker Shareholder” may still ask questions to the panelist via active chat-board during the meeting.

\*Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

- a) On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
- b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET
- c) Click on 'Submit'.
- d) After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
- e) Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.
- f) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

**Note:**

Shareholders/ Members, who will be present in the General Meeting through InstaMeet 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 facility during the meeting.

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Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at [instameet@in.mpms.mufg.com](mailto:instameet@in.mpms.mufg.com) or contact on: - Tel: 022 – 4918 6000 / 4918 6175.

**By Order of the Board of Directors of  
For SAR Televenture Limited**

**Sd/**

**Vandana Kaushik**

**Company Secretary & Compliance Officer**

**Membership No.: A31054**

Date: 5<sup>th</sup> December, 2025

Place: Noida

**CIN: L45202UP2019PLC213062**

**Regd. office: B-16, First Floor, Sector-2,**

**Noida-201301, Uttar Pradesh**

**Phone: +91-8587050050**

**E-mail: [info@sartelevventure.com](mailto:info@sartelevventure.com)**

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**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013****ITEM NO. 1**

The Board of Directors of the Company in their meeting held on 05th December, 2025 has considered and approved the proposal to issue and allot up to maximum of 1,00,70,500 fully convertible warrants carrying a right exercisable by the Warrant holder(s) to subscribe to 1 (one) Equity Share of Face Value of Rs. 2/- each per Warrant, to the Proposed Allottees belonging to “Promoter Group Category and Non-Promoter Category” on preferential basis at an issue price of Rs. 207/- (Rupees Two Hundred and Seven only) which has been determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations, for an aggregate amount of up to Rs. 208.46 Crore for cash.

In accordance with Sections 23, 42 and 62(1)(c) and other applicable provisions of the Companies Act, 2013 (the “Act”) and the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or reenactment(s) thereof for the time being in force) and in accordance with the SEBI (ICDR) Regulations and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), as amended from time to time, approval of shareholders of the Company by way of special resolution is required to issue Equity shares and warrants on a preferential basis.

The Company is otherwise eligible to make the Preferential Issue in terms of the provisions of Chapter V of the SEBI (ICDR) Regulations. A Copy of Memorandum & Articles of Association and other necessarily documents of the Company are open for inspection for the shareholders in electronic mode. Members can inspect the same by sending an email to [info@sartelevventure.com](mailto:info@sartelevventure.com). There will be no change in the control or management of the Company pursuant to the proposed preferential issue.

The allotment of the equity shares and convertible warrants is subject to the Proposed Allottee(s) not having sold any equity shares of the Company during the 90 Trading Days preceding the Relevant Date. The Proposed Allottee(s) have represented that the allottee(s) have not sold any equity shares of the Company during 90 Trading Days preceding the Relevant Date.

**The details in relation to the preferential issue as required under the SEBI (ICDR) Regulations and the Companies Act, 2013 read with the rules issued thereunder, are set forth below**

The proposed issue and allotment of equity shares and warrants on a preferential basis, shall be governed by the applicable provisions of the SEBI (ICDR) Regulations and the Companies Act, 2013 read with the applicable rules made thereunder.

Further, in terms of Regulation 163(1) of the SEBI (ICDR) Regulations, certain disclosures are required to be made to the Members of the Company which forms part of this Explanatory Statement to the Notice.

Without generality to the above, the details in relation to the preferential issue as required under the SEBI (ICDR) Regulations and the Act read with the rules issued thereunder, are set forth below:

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The allotment of the warrants is subject to the Proposed Allottees not having sold any equity shares of the Company during the 90 Trading Days preceding the Relevant Date. The Proposed Allottees have confirmed that they have not sold any equity shares of the Company during 90 Trading Days preceding the Relevant Date.

**The relevant disclosures as required under Regulation 163(1) of Chapter V of the SEBI (ICDR) Regulations are set out below:**

**1. Particulars of the Preferential Issue including date of passing of Board Resolution**

The Board of Directors in its meeting held on 05th December, 2025, subject to the Members' approval and regulatory consents, if any, as may be applicable approved the issue of warrants convertible in to equity shares and accordingly proposes to issue and allot in aggregate up to maximum of 100,70,500 (One crore seventy thousand and five hundred) warrants at a price of Rs. 207/- (Rupees Two Hundred and Seven Only) including premium of Rs 205/- to the entities belonging to Promoter and Non-Promoter Group on a preferential basis in compliance with applicable provisions of the SEBI (ICDR) Regulations and other provisions of applicable laws.

**2. Objects of the Preferential Issue:**

The amount proposed to be raised by way of present preferential allotment shall be utilized as under:

S. No.	Object of the Issue	Tentative Amount Proposed to be Utilized (₹ in Cr.)	Estimated Range (if applicable)	Reason for Range (if any)	Tentative Time Period under which the amount shall be utilized
1	To meet the working capital requirement of the company	25.00	Not Applicable	Not Applicable	Up to 1 Year from the date of receipt of money
2	To meet the working capital requirement of the subsidiaries	163.46	Not Applicable	Not Applicable	Up to 1 Year from the date of receipt of money
3	General corporate purpose	20.00	Not Applicable	Not Applicable	Up to 2 Year from the date of receipt of money

Note: Pending utilization of issue proceeds, the fund shall be kept in a bank account with scheduled commercial bank or in any money market instruments.

- 3. The total/maximum number of specified securities to be issued/particulars of the offer/Kinds of securities offered and the price at which security is being offered number of securities to be issued and pricing:**



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The Resolution set out in the accompanying notice authorizes the Board for issuance of up to maximum of 100,70,500 (One crore seventy thousand five hundred) warrants convertible in to equivalent number of equity shares of face value of Rs. 2/- each, at a price of Rs. 207/- (Rupees Two Hundred and Seven Only) including premium of Rs 205/-, being the price determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations.

**4. Relevant Date:**

In terms of the provisions of Chapter V of the SEBI (ICDR) Regulations, the '**Relevant Date**' for the determination of the minimum issue price for warrants to be issued is fixed as 04<sup>th</sup> December 2025 i.e. being the date 30 days prior to the date on which the resolution is deemed to be passed.

**5. Basis or justification for the price (including the premium, if any) has been arrived at:**

The Equity Shares of the Company are listed on Emerge Platform of National Stock Exchange of India Limited ("NSE"). In terms of Regulation 164(1) of the SEBI ICDR Regulations, 2018, the shares of the Company are listed on NSE for a period of 90 Trading Days or more on Relevant Date; therefore, the aforesaid equity shares shall be allotted in accordance with the price determined in terms of Regulation 164(1) of the SEBI (ICDR) Regulations, 2018. As per the said Regulation, if the shares are frequently traded, the price is needed to be determined by taking into account following parameters:

If the equity shares of the issuer have been listed on a recognized stock exchange for a period of 90 Trading Days or more as on the relevant date, the price of the equity shares to be allotted pursuant to the preferential issue shall be not less than higher of the following:

- a. the 90 Trading Days Volume Weighted Average Price of the related equity shares quoted on the recognized stock exchange preceding the relevant date; or
- b. the 10 Trading Days Volume Weighted Average Price of the related equity shares quoted on the recognized stock exchange preceding the relevant date.

Further, if the allotment is in excess of 5% of the post issue fully diluted Share Capital, then the minimum Issue Price shall be higher of the following;

- a. Price determined in terms of Regulation 164(1) of the SEBI ICDR Regulation, 2018 as stated above; or
- b. Price determined under the Valuation Report taken from Independent Registered Valuer in compliance with Regulation 166 A(1) of the SEBI ICDR Regulations.

**"Stock Exchange"** for this purpose shall mean any of the recognized stock exchanges in which the equity shares are listed and in which the highest trading volume in respect of the equity shares of the Company has been recorded during the preceding 90 Trading Days prior to the relevant date.



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**“Frequently traded shares”** means the shares of the issuer, in which the traded turnover on any recognized stock exchange during the 240 trading days preceding the relevant date, is at least ten per cent of the total number of shares of such class of shares of the issuer.

*Provided that where the share capital of a particular class of the issuer company is not identical throughout such period, the weighted average number of total shares of such class of the issuer company shall represent the total number of shares.*

Equity Shares of the Company are listed on Emerge Platform of National Stock Exchange of India Limited (“NSE”) and are most frequently traded at NSE in terms of Regulation 164(5) of SEBI ICDR Regulations, 2018. Accordingly, the minimum issue price has been calculated on the basis of trading at NSE at which highest trading volume in respect of equity shares of the company has been recorded during the 90 Trading Days preceding the relevant date.

Therefore, in terms of Regulation 164(1) of the SEBI ICDR Regulations, the minimum Issue Price has been computed as Rs. 205.62 per warrant, which is also lower than the fair value per share of Rs. 206.95 as recommended by Mr. Kapil Dhir, Independent Registered Valuer, IBBI Registration No. **IBBI/RV/06/2021/14028** through valuation report dated 05th December, 2025, in terms of Regulation 166A (1) of the SEBI ICDR Regulation, 2018.

Therefore, in terms of Regulation 164(1) read with Regulation 166A (1) of the SEBI ICDR Regulations and after taking into consideration minimum price as calculated above, the Issue Price has been fixed as Rs. 207/- per warrant convertible into equivalent number of equity shares of face value of Rs 2/- each including premium of Rs. 205/- per warrant.

A Certificate regarding arriving at Minimum Price in terms of Regulation 164(1) of SEBI (ICDR) Regulations, 2018 as amended has been taken from Ms. Loveleen Gupta, Practicing Company Secretary (FCS 5287), Proprietor of M/s L. Gupta & Associates, Company Secretaries, confirming the minimum issue price for the preferential issue as per Chapter V of SEBI (ICDR) Regulations, 2018 along with the Valuation Report taken from Mr. Kapil Dhir Independent Registered Valuer, IBBI Registration No. IBBI/RV/06/2021/14028 through valuation report dated 05<sup>th</sup> December, 2025, are made available and published on the website of the Company i.e. <https://saradminnew.brandbell.in/public/storage/invest/20251212074046>.

1. The allotment of warrants are subject to the Investor(s) not having sold any Equity Shares during the 90 trading days preceding the Relevant Date.

2. The Company, its Promoters and Directors and Proposed allottees are not declared as willful defaulter by Reserve Bank of India or not declared as fraudulent borrower and also not declared as fugitive economic offender.

Since the equity shares of the Company have been listed on the recognized Stock Exchanges for a period of more than 90 trading days prior to the Relevant Date, it is not required to re-compute the price per equity share to be issued and therefore, the Company is not required to submit the undertakings specified under Regulations 163(1) (g) and (h) of the SEBI (ICDR) Regulations.

## 6. Monitoring of Utilization of Funds



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Since the proceeds from the Issue will result in funds aggregating an amount exceeding Rs. 100 Crores (Rupees One Hundred Crores), the Company is required to appoint a SEBI registered external credit rating agency as a Monitoring Agency in terms of Regulation 162A of Chapter V of the SEBI ICDR Regulations. The Board will appoint Monitoring Agency to monitor the use of proceeds of this preferential issue.

### 7. Amount which the Company intends to raise by way of issue of Warrants:

The maximum amount proposed to be raised through present preferential issue shall be up to INR 208.46 Crore

### 8. Intent of the Promoters, Directors or Key Managerial Personnel of the Company to subscribe to the Preferential Allotment.

None of the Promoters, Directors and Key Managerial Personnel are interested in subscribing to the equity shares. Except, M/s M.G Metalloy Private Limited, Promoter of the company and Mr. Vikas Tandon and Mr. Pankaj Kumar Nagpal Key Managerial Personnel of the company have shown its intention to subscribe to the present preferential allotment of warrants convertible to equivalents number of equity shares.

### 9. Principal terms of Assets charged as securities: Not Applicable

### 10. The shareholding pattern of the Company before and after the proposed issue are as follows:

Sr. No.	Category of Shareholder	Pre-Issue		Post Conversion of warrants (assuming full conversion) Fully Diluted Capital	
		No. of Shares held	% of share holding	No. of Shares held	% of share holding
<b>A</b>	<b>Promoters, Promoter Group Holding</b>				
<b>1</b>	<b>Indian</b>				
a	Individual & HUF- Sanidhya Garg	-	0.00	53,00,000	8.24
b	Family Trust	-	0.00	-	0.00
c	Bodies Corporate- M.G Metalloy Private Limited	2,12,33,225	45.07	2,52,33,225	39.23
	<b>Sub-Total (A)(1)</b>	<b>2,12,33,225</b>	<b>45.07</b>	<b>3,05,33,225</b>	<b>47.47</b>
<b>2</b>	<b>Foreign</b>				
a	Individual	-	0.00	-	0.00
B	Bodies Corporate	-	0.00	-	0.00



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	<b>Sub-Total (A)(2)</b>	-	0.00	-	0.00
	<b>Promoters Promoter Holding (A)</b>	<b>2,12,33,225</b>	<b>45.07</b>	<b>3,05,33,225</b>	<b>47.47</b>
<b>B</b>	<b>Non-Promoter Holding</b>				
<b>1</b>	<b>Institutions (Domestic)</b>				
(a)	Mutual Fund	-	0.00	-	0.00
(b)	Venture Capital Funds	-	0.00	-	0.00
(c)	Alternate Investment Funds	32,35,000	6.87	44,42,500	6.91
(d)	Banks	-	0.00	-	0.00
(e)	Insurance Companies	-	0.00	-	0.00
(f)	Provident Funds/ Pension Funds	-	0.00	-	0.00
(G)	Asset Reconstruction Companies	-	0.00	-	0.00
(h)	Sovereign Wealth Funds	-	0.00	-	0.00
(i)	NBFCs registered with RBI	-	0.00	-	0.00
(j)	Other Financial Institutions	-	0.00	-	0.00
(k)	Any Other (Specify)	-	0.00	-	0.00
	<b>Sub Total (B)(1)</b>	<b>32,35,000</b>	<b>6.87</b>	<b>44,42,500</b>	<b>6.91</b>
<b>2</b>	<b>Institutions (Foreign)</b>				
(a)	Foreign Direct Investment	-	0.00	-	0.00
(b)	Foreign Venture Capital Investors	-	0.00	-	0.00
(c)	Sovereign Wealth Funds	-	0.00	-	0.00
(d)	Foreign Portfolio Investors Category I	6,08,000	1.29	8,49,500	1.32
(e)	Foreign Portfolio Investors Category II	2,63,000	0.56	7,46,000	1.16
(f)	Foreign Portfolio Investors Category III	-	0.00	1,46,500	0.23
(g)	Overseas Depositories (holding DRs) (balancing figure)	-	0.00	-	0.00
(h)	Any Other (Specify)	-	0.00	-	0.00
	<b>Sub Total (B)(2)</b>	<b>8,71,000</b>	<b>1.85</b>	<b>17,42,000</b>	<b>2.71</b>
<b>3</b>	<b>Central Government/ State Government(s)</b>				
(a)	Central Government / President of India	-	0.00	-	0.00
(b)	State Government / Governor	-	0.00	-	0.00



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(C)	Shareholding by Companies or Bodies Corporate where Central / State Government is a promoter	-	0.00	-	0.00
	<b>Sub Total (B)(3)</b>	-	<b>0.00</b>	-	<b>0.00</b>
<b>4</b>	<b>Non-Institutions</b>				
(a)	Associate companies / Subsidiaries	-	0.00	-	0.00
(b)	Directors and their relatives (excluding Independent Directors and nominee Directors)	-	0.00	-	0.00
(C)	Key Managerial Personnel	-	0.00	1,70,000	0.26
(D)	Relatives of promoters (other than 'immediate relatives' of promoters disclosed under 'Promoter and Promoter Group' category)	-	0.00	-	0.00
(E)	Trusts where any person belonging to 'Promoter and Promoter Group' category is 'trustee', 'beneficiary', or 'author of the trust'	-	0.00	-	0.00
(f)	Investor Education and Protection Fund (IEPF)	-	0.00	-	0.00
(g)	i. Resident Individual holding nominal share capital up to Rs. 2 lakhs.	86,83,500	18.43	1,11,33,500	17.31
(h)	ii. Resident individual holding nominal share capital in excess of Rs. 2 lakhs.	22,57,775	4.79	34,90,775	5.43
(i)	Non-Resident Indians (NRIs)	7,04,500	1.50	7,04,500	1.10
(j)	Foreign Nationals	-	0.00	-	0.00
(k)	Foreign Companies	-	0.00	-	0.00
(l)	Bodies Corporate	85,75,500	18.20	89,13,000	13.86
<b>(m)</b>	<b>Any Other (Specify)</b>		0.00		0.00
	Trusts	52,000	0.11	52,000	0.08
	Body Corp-Ltd Liability Partnership	5,05,000	1.07	20,02,000	3.11
	Hindu Undivided Family	6,98,500	1.48	8,43,000	1.31
	Clearing Member	2,91,500	0.62	2,91,500	0.45
	<b>Sub Total (B)(4)</b>	<b>2,17,68,275</b>	<b>46.21</b>	<b>2,76,00,275</b>	<b>42.91</b>



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	<b>Total Public Shareholding (B)= (B)(1) +(B)(2) +(B)(3) + B (4)</b>	<b>2,58,74,275</b>	<b>54.93</b>	<b>3,37,84,775</b>	<b>52.53</b>
C	Shares held by custodians for ADR and GDR (C)	-	0.00	-	0.00
	<b>Total (A)+(B)+(C)</b>	<b>4,71,07,500</b>	<b>100.00</b>	<b>6,43,18,000</b>	<b>100.00</b>

### Notes:

1. The above mentioned post preferential issue shareholding pattern of the Company is calculated assuming full conversion of 1,00,70,500 warrants as proposed under present issue and 71,40,000 warrants outstanding, pending for conversion allotted to the promoters and non-promoters through previous preferential allotment.
2. The pre-preferential shareholding pattern is prepared on the basis of 05th December, 2025.

### 11. Proposed time schedule/ time frame within which the allotment/ preferential issue shall be completed:

As required under the SEBI ICDR Regulations the allotment of warrants shall be completed within a period of 15 days from the date of passing of the resolution by the shareholders, provided that where the allotment is pending on account of pendency of any approval(s) or permission(s) from any regulatory authority/ body, the allotment shall be completed by the Company within a period of 15 days from the date of such approval(s) or permission(s).

Further, upon exercise of the option by the allottee to convert the warrants, the company will ensure that the allotment of equity shares pursuant to exercise of warrants should be completed within 15 days from the date of such exercise by the allottee.

### 12. Change in control, if any, in the Company that would occur consequent to the preferential offer/issue and the details of percentage of the proposed allottee(s) on the basis of fully diluted capital of the Company and current and proposed status are as under:

There shall be no change in the management or control of the Company pursuant to the issue and allotment of equity shares and warrants and details of percentage on the basis of fully diluted capital and status are as under:

S. No.	Name of Proposed Allottees	Percentage of shareholding on the basis of Fully Diluted Capital	Current Status	Category
1	Founders Collective Fund	1.88	Non-Promoter	Non-Promoter
2	Choice Strategic Advisors LLP	1.88	Non-Promoter	Non-Promoter
3	M.G Metalloy Private Limited	39.23	Promoter	Promoter





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4	Accufolio Risers LLP	0.38	Non-Promoter	Non-Promoter
5	Ariston Capital Limited	0.75	Non-Promoter	Non-Promoter
6	Shelly Garg	0.75	Non-Promoter	Non-Promoter
7	Venus Investments VCC- Venus Stellar Fund	0.38	Non-Promoter	Non-Promoter
8	Jay Jagannath Steel and Power Limited	0.22	Non-Promoter	Non-Promoter
9	Sunrise Investment Opportunities Fund	0.15	Non-Promoter	Non-Promoter
10	Annalakshmi Marketing Private Limited	0.15	Non-Promoter	Non-Promoter
11	Mahalaxmi Brokerage India Private Limited	0.15	Non-Promoter	Non-Promoter
12	Jagdish Chander Agal	0.07	Non-Promoter	Non-Promoter
13	Bhawana Modi	0.07	Non-Promoter	Non-Promoter
14	Jayesh Sanmukhani	0.07	Non-Promoter	Non-Promoter
15	Anup Gupta HUF	0.07	Non-Promoter	Non-Promoter
16	Assertive Corporate Services LLP	0.07	Non-Promoter	Non-Promoter
17	Anu Agarwal	0.07	Non-Promoter	Non-Promoter
18	Mahendra Kumar Saraogi	0.07	Non-Promoter	Non-Promoter
19	Rupsi Bedi	0.07	Non-Promoter	Non-Promoter
20	Madhu Parwal	0.07	Non-Promoter	Non-Promoter
21	Harsh Sarwankumar Saraf	0.07	Non-Promoter	Non-Promoter
22	Trapti Bansal	0.07	Non-Promoter	Non-Promoter
23	Raghav Karol	0.07	Non-Promoter	Non-Promoter
24	Urvesh Rameshchandra Vora HUF	0.15	Non-Promoter	Non-Promoter
25	Usha Devi Jatia	0.08	Non-Promoter	Non-Promoter
26	Divyashri Ravichandran	0.78	Non-Promoter	Non-Promoter
27	Vikas Tandon	0.19	Non-Promoter	Non-Promoter & KMP
28	Pankaj Kumar Nagpal	0.08	Non-Promoter	Non-Promoter & KMP
29	Raj Kumar Gupta	0.02	Non-Promoter	Non-Promoter
30	Piyush Rastogi	0.02	Non-Promoter	Non-Promoter
31	Gaurav Verma	0.01	Non-Promoter	Non-Promoter
32	Deepak Chaudhary	0.08	Non-Promoter	Non-Promoter
33	Kishan Gopal Mohta	0.39	Non-Promoter	Non-Promoter
34	Invicto Incrementum Fund	0.08	Non-Promoter	Non-Promoter

### 13. No. of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

During the current financial year i.e. 2025-26, no preferential allotment has been made to any person by the Company.

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**14. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer**

This is not applicable as there is no allotment for consideration other than cash.

**15. Lock-in:**

The equity shares to be allotted pursuant to conversion of warrants on preferential basis will be subject to lock-in as provided in the applicable provisions of the Regulation 167 of the SEBI (ICDR) Regulations.

The entire pre-preferential allotment shareholding of the allottees, if any, shall be locked-in from the relevant date up to a period of 90 trading days from the date of trading approval.

Provided that in case of convertible securities or warrants which are not listed on stock exchanges, the entire pre-preferential allotment shareholding of the allottees, if any, shall be locked-in from the relevant date up to a period of 90 trading days from the date of allotment of such securities.

**16. Listing of Securities:**

The Company will make an application to the Stock Exchange at which the existing shares are already listed, for listing of the equity shares being allotted pursuant to conversion of warrants. Such equity shares, once allotted, shall rank pari-passu with the existing equity shares of the company in all respects, including dividend.

**17. Undertaking:**

The Company hereby undertakes that:

- a. None of the Company, its Directors or Promoters/Promoter Group have been declared as willful defaulter or fraudulent borrower as defined under the ICDR Regulations. None of its Directors or Promoter/ Promoter group is a fugitive economic offender as defined under the ICDR Regulations.
- b. The Company is eligible to make the Preferential Issue to the Proposed Allottee under Chapter V of the ICDR Regulations.
- c. As the Equity Shares have been listed for a period of more than ninety days as on the Relevant Date, the provisions of Regulation 164(3) of ICDR Regulations governing re-computation of the price of shares shall not be applicable.
- d. The Company shall re-compute the price of the Equity Shares to be allotted under the Preferential Issue in terms of the provisions of SEBI ICDR Regulations if it is required to do so.
- e. If the amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI ICDR Regulations, the Equity Shares to be allotted under the Preferential Issue shall continue to be locked-in till the time such amount is paid by the allottees.

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- f. The Equity Shares held by the proposed allottees if any in the Company are in dematerialized form only.
- g. The allotment of warrants does not require making of a public offer as it is below the prescribed threshold limit for making of a public offer in terms of the SEBI (ICDR) Regulations.
- h. The company has complied with the requirement of listing obligation i.e., maintaining a minimum of 25% of the paid-up capital in the hands of the public.

**18. Certificate:**

As required in Regulation 163(2) of the SEBI (ICDR) Regulations, a certificate from Ms. Loveleen Gupta, a Practicing Company Secretary, certifying that the Preferential Issue is being made in accordance with the requirements of the SEBI (ICDR) Regulations, shall be made available for inspection by the Members during the meeting and will also be made available on the Company's website at <https://saradminnew.brandbell.in/public/storage/invest/20251212074046.pdf>.

**19. Report of Independent Registered Valuer:**

1. The price of the warrants to be issued and allotted to the proposed allottees has been determined taking into account the valuation report dated 05th December, 2025, issued by Mr. Kapil Dhir, Independent Registered Valuer, IBBI Registration No. IBBI/RV/06/2021/14028 in accordance with Regulation 166A(1) of the SEBI ICDR Regulations 2018, ("Valuation Report").
2. The Valuation Report is also available for inspection by the members and the same may be accessed on the Company's website at <https://sartelevventure.com/Investor>.
3. Identity of proposed allottees (including natural persons who are the ultimate beneficial owners of equity shares proposed to be allotted and/ or who ultimately control), the percentage (%) of Post Preferential Issue Capital that maybe held by them.

Sr. No.	Name of the Proposed Allottee	PAN Number	Natural persons who are the ultimate beneficial owners <sup>1</sup>	Pre- Issue Shareholding <sup>2</sup>		No. of warrants to be allotted	No of Equity Shares to be allotted post exercise of Warrants	Post issue Shareholding <sup>3</sup> (Fully Diluted Capital)	
				No. of equity shares	%			No. of equity shares	% age <sup>4</sup>



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1	Founders Collective Fund	ABDTS2042Q	Shikha Bagai	Nil	NA	1207500	1207500	1207500	1.88
2	Choice Strategic Advisors LLP	AANFC6975D	Kamal Poddar	Nil	NA	1207500	1207500	1207500	1.88
3	M.G Metalloy Private Limited	AAGCM5789D	Sanidhya Garg	21233225	45.07	4000000	4000000	25233225	39.23
4	Accufolio Risers LLP	ACDFA6115B	Monika Shah	Nil	NA	241500	241500	241500	0.38
5	Ariston Capital Limited	AAZCA5130B	Ankit Gupta	148500	0.32	483000	483000	631500	0.98
6	Shelly Garg	APNPG3736M	NA	Nil	NA	483000	483000	483000	0.75
7	Venus Investments VCC- Venus Stellar Fund	AALCV0846M	Amul Mahendra Shah	Nil	NA	241500	241500	241500	0.38
8	Jay Jagannath Steel and Power Limited	AACCJ1154B	Mukesh Kumar Agarwal	Nil	NA	144500	144500	144500	0.22
9	Sunrise Investment Opportunities Fund	ABJTS9831P	Pratik Kumar More	Nil	NA	96500	96500	96500	0.15
10	Annalakshmi Marketing Private Limited	AAICA7696K	Pranjal Goswami	Nil	NA	96500	96500	96500	0.15
11	Mahalaxmi Brokerage India Private Limited	AAECM1381K	Anurag Aggarwal	Nil	NA	96500	96500	96500	0.15
12	Jagdish Chander Agal	AERPA1287L	NA	Nil	NA	48000	48000	48000	0.07
13	Bhawana Modi	CZGPM2364A	NA	Nil	NA	48000	48000	48000	0.07
14	Jayesh Sanmukhani	BRPPS6115R	NA	Nil	NA	48000	48000	48000	0.07
15	Anup Gupta HUF	AAJHA6308N	Anup Gupta	Nil	NA	48000	48000	48000	0.07
16	Assertive Corporate Services LLP	AAZFA5504G	Poonam Goyal	Nil	NA	48000	48000	48000	0.07
17	Anu Agarwal	AFKPA1445A	NA	Nil	NA	48000	48000	48000	0.07



## SAR TELEVENTURE LIMITED

CIN: L45202UP2019PLC213062

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Website: [www.sartelevventure.com](http://www.sartelevventure.com)

18	Mahendra Kumar Saraogi	AOIPS2085M	NA	Nil	NA	48000	48000	48000	0.07
19	Rupsi Bedi	BJJPB8400N	NA	Nil	NA	48000	48000	48000	0.07
20	Madhu Parwal	AJHPP7644K	NA	Nil	NA	48000	48000	48000	0.07
21	Harsh Sarwankumar Saraf	GYEPS4368P	NA	3000	0.01	48000	48000	51000	0.08
22	Trapti Bansal	BFSPK5174F	NA	Nil	NA	48000	48000	48000	0.07
23	Raghav Karol	ANLPK0228J	NA	Nil	NA	48000	48000	48000	0.07
24	Urvesh Rameshchandra Vora HUF	AAAHU5957J	Urvesh Vora	Nil	NA	96500	96500	96500	0.15
25	Usha Devi Jatia	ACIPJ6863G	NA	Nil	NA	50000	50000	50000	0.08
26	Divyashri Ravichandran	FVYPR3075L	NA	Nil	NA	500000	500000	500000	0.78
27	Vikas Tandon	AHQPT1468E	NA	Nil	NA	120000	120000	120000	0.19
28	Pankaj Kumar Nagpal	ACTPN3956D	NA	Nil	NA	50000	50000	50000	0.08
29	Raj Kumar Gupta	ANPPG3391L	NA	Nil	NA	15000	15000	15000	0.02
30	Piyush Rastogi	BXHPR1016G	NA	Nil	NA	10000	10000	10000	0.02
31	Gaurav Verma	BBQPV2309K	500	0.01	NA	5000	5000	5500	0.01
32	Deepak Chaudhary	AJCPC8830F	NA	Nil	NA	50000	50000	50000	0.08
33	Kishan Gopal Mohta	ADQPM0469E	NA	Nil	NA	250000	250000	250000	0.39
34	Invicto Incrementum Fund	AACTI1090C	Naysar Shah	Nil	NA	50000	50000	50000	0.08

1. The details of natural persons is given only for the purpose to know natural persons. However, the aforesaid Proposed Allottee will be beneficially shareholder of the equity shares that may be allotted.
2. Pre issue shareholding is as on 05<sup>th</sup> December, 2025.
3. Post Preferential Shareholding percentage has been calculated assuming full conversion of warrants i.e 1,00,70,500 number of warrants to be issued under the present issue and 71,40,000 warrants outstanding, pending for conversion allotted to the promoters and non-promoters through previous preferential allotment.
4. There shall not be any change in control consequent to the present preferential issue of equity shares and warrants. However, voting rights will change in tandem with the shareholding pattern.

## 20. Other Disclosures



**SAR TELEVENTURE LIMITED**

**CIN: L45202UP2019PLC213062**

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- a. During the period from April 01, 2025 until the date of Notice of this EGM, the Company has not made any preferential issue of Equity Shares.
  - b. The Company does not have any outstanding dues towards SEBI, the Stock Exchange or the depositories.
  - c. Section 62 of the Companies Act, 2013 provides inter-alia, that when it is proposed to increase the issued capital of a company by allotment of further shares or specified securities etc., such further shares/specified securities shall be offered to the existing member(s) of the company in the manner laid down in the section unless the Members in general meeting decide otherwise by passing a Special Resolution. Therefore, the consent of the shareholders is being sought pursuant to the provisions of Section 62(1) of the Companies Act, 2013 and all other applicable provisions, SEBI Guidelines or regulations and the provisions of the Listing Agreement with the Stock Exchange(s) for authorizing the Board to offer, issue and allot equity shares/specified securities as stated in the resolution, which would result in a further issuance of securities of the Company to the promoters and non-promoters on a preferential allotment basis, in such form, manner and upon such terms and conditions as the Board may in its absolute discretion deem fit.

In accordance with the provisions of Sections 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI (ICDR) Regulations, approval of the Members for issue and allotment of the Warrants to entities belonging to the Promoter Group and Non-Promoter Group, is being sought by way of a "Special Resolution" as set out in the said Item No. 1 of the Notice. Provided that the aforesaid preferential issues would be within the Authorized Share Capital of the Company.

Mr. Pankaj Kumar Nagpal and Mr. Vikas Tandon, Director and KMP of the Company are concerned or interested to the extent of his shareholding. None of the Directors and KMPs except those mentioned above are concerned or interested financially or otherwise in this resolution.

The Board of Directors of the Company believe that the proposed issue is in the best interest of the Company and therefore board recommends the Special Resolution as set out in Item No. 1 in the accompanying notice for approval by the Members.

**By Order of the Board of Directors of  
For SAR Televenture Limited**

Sd/

**Vandana Kaushik**

**Company Secretary & Compliance Officer**

**Membership No.: A31054**

Date: 5<sup>th</sup> December, 2025

Place: Noida

**CIN: L45202UP2019PLC213062**

**Regd. office: B-16, First Floor, Sector-2,  
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