



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

Website: www.sartelevventure.com

February 26, 2026

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 Friday, 20th March, 2026 through VC/OAVM.

Dear Sir/Madam

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith, Notice of the 03/2025-26 Extra - Ordinary General Meeting of the Company, along with Explanatory Statement and e-voting instructions ("EGM Notice"), scheduled to be held on Friday, 20th March, 2026 at 11:00 AM (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, 20th February, 2026.

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. Friday, 13th March, 2026 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 as well as on the website of the stock exchanges i.e NSE Limited at 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

Vikas Tandon
Director
DIN- 08001501



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NOTICE OF 03/2025-26 EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that (03/2025-26) Extra-Ordinary General Meeting ("EGM") of SAR Televenture Limited will be held on Friday, 20th March, 2026 at 11:00 AM (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 BUSINESSES:

Item No. 1: To consider and approve the appointment of Mr. Karan Vij (DIN: 10468504) as a Non-Executive Independent Director of the Company

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 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the “Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 16 and 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or reenactment (s) thereof for the time being in force), based on the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors, Mr. Karan Vij (DIN: 10468504), who has been appointed as an Additional Director of the Company in the capacity of Non-Executive Independent Director with effect from December 29, 2025 and who has submitted a declaration of independence as provided under Section 149(6) of the Act and applicable rules made thereunder and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment, and in respect of whom the Company has received a notice in writing in terms of Section 160(1) of the Act from a member proposing his candidature for the office of an Independent Director of the Company, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a first term of 5 (five) years effective from December 29, 2025 to December 28, 2030, on such terms and conditions as detailed in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers to any officer(s)/authorised representative(s) to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Item No. 2: Regularization of Mr. Deepak Chaudhary (DIN: 08215601) as Director (Non- Executive)

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

“RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder and Regulation 17 and other applicable Regulations of the Securities and Exchange Board



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of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or reenactment (s) thereof for the time being in force), and in accordance with the Articles of Association of the Company and based on the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors, Mr. Deepak Chaudhary (DIN: 08215601), who was appointed as an Additional Director of the Company by the Board of Directors for a term of 3 (three) years effective from December 29, 2025 to December 28, 2028, and who holds office up to the date of next general meeting or within a time period of three months from the date of appointment, whichever is earlier, be and is hereby regularized/appointed as a Director (Non-Executive) of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers to any officer(s)/authorised representative(s) to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Item No. 3: Appointment of Mr. Pankaj Kumar Nagpal (DIN: 08469672) as Managing Director 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 Sections 196, 197, 198, 203 and any other applicable provisions of the Companies Act, 2013 (“the Act”) read with Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 17 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or reenactment (s) thereof for the time being in force), based on the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors, the consent of the Members of the Company be and is hereby accorded for the appointment of Mr. Pankaj Kumar Nagpal (DIN: 08469672), presently acting as a Whole Time Director, as the Managing Director of the Company for a period of three (3) years commencing from December 29, 2025 to December 28, 2028, on the terms and conditions as detailed in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT during his tenure, Mr. Pankaj Kumar Nagpal shall be designated as Key Managerial Personnel (KMP) of the Company pursuant to Section 203 of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things, including signing and filing necessary forms, documents and returns with statutory authorities, as may be required to give effect to this resolution.”

Item No. 4: Approval of remuneration payable to Mr. Pankaj Kumar Nagpal (DIN: 08469672), Managing Director

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



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“RESOLVED THAT pursuant to Sections 196, 197, 198, Schedule V and other applicable provisions of the Companies Act, 2013, and based on the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors, consent of the Members be and is hereby accorded to approve the remuneration payable to Mr. Pankaj Kumar Nagpal (DIN: 08469672), Managing Director, amounting to Rs. 200,000/- per month (Rupees Two Lakhs only), inclusive of all perquisites, with effect from December 29, 2025, as detailed below: -

1. Designation: Managing Director
2. Tenure of Remuneration: 3 (Three) years commencing from December 29, 2025 to December 28, 2028.
3. Remuneration: Rs. 200,000/- per month (Rupees Two Lakhs only), inclusive all perquisites. He shall not be entitled to any sitting fees for attending meetings of the Board or Committees.
4. Duties: Mr. Pankaj Kumar Nagpal shall perform such duties and responsibilities as may be assigned by the Board of Directors from time to time.
5. Termination: As per the Company’s Policy.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits during any financial year during the tenure of his appointment, the above remuneration shall be paid as minimum remuneration in accordance with the provisions of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to alter or vary the terms of remuneration within the overall limits prescribed under the Act and to do all necessary acts, deeds, matters and thing to give effect to this resolution.”

Item No. 5: Appointment of Mr. Vikas Tandon (DIN: 08001501) as Whole Time Director 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 Sections 196, 197, 198, 203 and any other applicable provisions of the Companies Act, 2013 (“the Act”) read with Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 17 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or reenactment (s) thereof for the time being in force), based on the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors, the consent of the Members of the Company be and is hereby accorded for the appointment of Mr. Vikas Tandon (DIN: 08001501), presently acting as a Non-Executive Director, as the Whole Time Director of the Company for a period of three (3) years commencing from December 29, 2025 to December 28, 2028, on the terms and conditions as detailed in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT during his tenure, Mr. Vikas Tandon shall be designated as Key Managerial Personnel (KMP) of the Company pursuant to Section 203 of the Companies Act, 2013.



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RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things, including signing and filing necessary forms, documents and returns with statutory authorities, as may be required to give effect to this resolution.”

Item No. 6: Approval of remuneration payable to Mr. Vikas Tandon (DIN: 08001501), Whole Time Director

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

“**RESOLVED THAT** pursuant to Sections 196, 197, 198, Schedule V and other applicable provisions of the Companies Act, 2013, and based on the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors, consent of the Members be and is hereby accorded to approve the remuneration payable to Mr. Vikas Tandon (DIN: 08001501), Whole Time Director, amounting to Rs. 200,000/- per month (Rupees Two Lakhs only), inclusive of all perquisites, with effect from December 29, 2025, as detailed below: -

1. Designation: Whole Time Director
2. Tenure of Remuneration: 3 (Three) years commencing from December 29, 2025 to December 28, 2028.
3. Remuneration: Rs. 200,000/- per month (Rupees Two Lakhs only), inclusive all perquisites. He shall not be entitled to any sitting fees for attending meetings of the Board or Committees.
4. Duties: Mr. Vikas Tandon shall perform such duties and responsibilities as may be assigned by the Board of Directors from time to time.
5. Termination: As per the Company’s Policy.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits during any financial year during the tenure of his appointment, the above remuneration shall be paid as minimum remuneration in accordance with the provisions of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to alter or vary the terms of remuneration within the overall limits prescribed under the Act and to do all necessary acts, deeds, matters and thing to give effect to this resolution.”

**By order of the Board of Directors
of SAR Televenture Limited**

Sd/-
Mayank Jain
Company Secretary
M. No. A26620

Place: Noida
Date: February 23, 2026

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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 the below Notes and available on the website of the Company. In compliance with above circulars issued by the MCA or SEBI, 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 20th February, 2026. 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., [Friday, 13th March, 2026] 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

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the folio number, 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@sarteventure.com or to the RTA at 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:

Commencement of remote e-voting	Tuesday, 17th March, 2026 at 9:00 A.M. IST
End of remote e-voting	Thursday, 19th March, 2026 at 5:00 P.M. IST

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):

Particulars	Website
SAR Televenture Limited	www.sarteventure.com
National Stock Exchange of Limited	www.nseindia.com
Agency for providing the Remote e-Voting facility	https://instavote.linkintime.co.in

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 Mr. Mayank Jain, Company Secretary & Compliance Officer of the Company at info@sarteventure.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 available for the same purpose.



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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@sarteleventure.com with a copy marked to 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.sarteleventure.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, 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@sarteleventure.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.
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.



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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.



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



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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 & 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)

METHOD 2 - CDSL e-voting page

- a) Visit URL: <https://www.cdslindia.com>
- b) Go to e-voting tab.
- c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) 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



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Website: www.sarteleventure.com

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 who have 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:
 - User ID: Enter User ID
 - 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.
 - DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)

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



SAR TELEVENTURE LIMITED

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Website: www.sarteleventure.com

4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - o Shareholders holding shares in NSDL form, shall provide 'D' above
 - o 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).

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.
- 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
- 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.



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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

- 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).



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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 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 evoting@nsdl.co.in 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 helpdesk.evoting@cdslindia.com 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”.

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.



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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.
 - 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.



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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 cast 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.

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.



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Helpdesk:

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

**By order of the Board of Directors
of SAR Televenture Limited**

Place: Noida

Date: February 23, 2026

Sd/-

Mayank Jain

Company Secretary

M. No. A26620

CIN: L45202UP2019PLC213062

Regd. office: B-16, First Floor, Sector-2,
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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, on the recommendation of the Nomination and Remuneration Committee (“NRC”), in its meeting held on December 29, 2025, approved the appointment of Mr. Karan Vij (DIN: 10468504) as an Additional Director, designated as Non-Executive Independent Director of the Company effective from December 29, 2025 subject to the approval of the Members.

Mr. Karan Vij is a Practicing Company Secretary with over 2 years of experience in corporate advisory, compliance, accounting, financial advisory and corporate structuring matters. He holds a Bachelor of Laws (LL.B.) degree from IP Law College (Greater Noida). He is also a Commerce Graduate from the University of Delhi.

He is also appointed as an Independent Director on the Board of the Company’s subsidiary, which does not affect his independence under the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Mr. Karan Vij fulfils the conditions for independence specified in the Act, the Rules made thereunder and the LODR Regulations and such other laws / regulations for the time being in force, to the extent applicable to the Company and he is independent of the Management. The Board noted that Mr. Karan Vij’s background and experience are aligned to the role and capabilities identified by the NRC and that he is eligible for appointment as an Independent Director.

The Company has received all statutory disclosures / declarations from Mr. Karan Vij, including the following:

- a) Consent in writing to act as Director in Form DIR-2, pursuant to Section 152(5) of the Act read with Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 (the “Appointment Rules”).
- b) Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under subsection (2) of Section 164 of the Act.
- c) A declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations.
- d) A declaration to the effect he has registered himself with the Indian Institute of Corporate Affairs for inclusion of his name in the Data Bank as per the Rule 6 of the Appointment Rules.
- e) A declaration that he is not debarred from holding the office of Director by virtue of any SEBI order or any such authority.

Based on the above declarations, Mr. Karan Vij fulfills the conditions for his appointment as an Independent Director as specified in the Act and the Rules made thereunder and SEBI Listing Regulations and is independent of the management.



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The Company has also received a notice in writing from a member under Section 160(1) of the Act, proposing his candidature to the office of Independent Director.

In accordance with the provisions of Section 149 of the Act read with Schedule IV thereto, the appointment of Independent Directors requires approval of the Members. Further, as per Regulation 17(1C) of the Listing Regulations approval of shareholders for appointment or re-appointment of a person on the Board of Directors is required to be taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier, and as per Regulation 25(2A) of the Listing Regulations, appointment of an Independent Director shall be subject to the approval of Members by way of a special resolution. Accordingly, the appointment of Mr. Karan Vij as a Non-Executive Independent Director requires approval of the Members by passing a special resolution.

In consideration of the above, the resolution seeks approval of the Members by way of a special resolution for appointment of Mr. Karan Vij as a Non-Executive Independent Director of the Company for the first term of 5 (five) years effective from December 29, 2025 to December 28, 2030 pursuant to Sections 149, 150, 152 and other applicable provisions of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof) and her office shall not be liable to retire by rotation.

Mr. Karan Vij will be entitled to receive remuneration by way of sitting fees for attending the Meetings of the Board and Committees as approved by the Board of Directors from time to time and reimbursement of expenses for participation in the Board/Committee meetings.

A copy of the letter of appointment, setting out the terms and conditions of his appointment will be available for electronic inspection by the Members

Save and except Mr. Karan Vij and his relatives are deemed to be interested in the aforesaid resolution, to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel and their relatives are in any way concerned or interested, financially or otherwise, in the Resolution set out at Item No. 1.

The Board of Directors accordingly recommends the Special resolution as set out at Item No. 1 of the Notice for the approval of the Members.

Disclosures as required under Regulation 36(3) of the Listing Regulations and SS-2 issued by ICSI are annexed to this Notice.

Item No. 2

The Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee ("NRC"), in its meeting held on December 29, 2025, approved the appointment of Mr. Deepak Chaudhary (DIN: 08215601) as an Additional Director, designated as Non-Executive of the Company for a term of 3 (three) years effective from December 29, 2025 to December 28, 2028, in accordance with the provisions of Section 161 and other applicable Provisions of the Companies Act, 2013 and Regulation 17 and other applicable Regulations of the Securities and Exchange Board of India (Listing



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Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or reenactment (s) thereof for the time being in force).

In terms of the said provisions, Mr. Deepak Chaudhary holds office up to the date of next general meeting or within a time period of three months from the date of appointment, whichever is earlier. The Company has received a notice in writing under Section 160(1) of the Companies Act, 2013 from a member proposing his candidature for the office of Director of the Company.

Mr. Deepak Chaudhary satisfies all the conditions specified under the Companies Act, 2013 and is not disqualified from being appointed as a Director under Section 164 of the Act.

Mr. Deepak Chaudhary has over 25 years of experience in the telecom and internet services industry. He holds B.E. in Electronics and Telecommunication and worked on various organisation on leadership roles such as PT Metro - Indonesia, Irrawaddy Greens Towers - Burma, Nokia Networks India. He is also appointed as a Whole Time Director on the Board of the Company’s subsidiary. The Board of Directors recommends the resolution set out in the Notice for approval of the members as an Ordinary Resolution.

Save and except Mr. Deepak Chaudhary and his relatives are deemed to be interested in the aforesaid resolution, to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel and their relatives are in any way concerned or interested, financially or otherwise, in the Resolution set out at Item No. 2.

The Board recommends the Ordinary Resolution set out at Item No. 2 of the Notice for approval by the members.

Item No. 3 & 4

Mr. Pankaj Kumar Nagpal(DIN: 084696721) was appointed as a Managing Director in the Board meeting held on December 29, 2025 on the recommendation of the Nomination and Remuneration Committee, subject to approval of the shareholders in accordance with the provisions of Section 161 and other applicable Provisions of the Companies Act, 2013 and Regulation 17 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or reenactment (s) thereof for the time being in force).

The terms and conditions of his appointment are as under:

1. Designation: Managing Director
2. Tenure as Managing Director: 3 (Three) years commencing from December 29, 2025, to December 28, 2028.
3. Tenure of Remuneration: 3 (Three) years commencing from December 29, 2025, to December 28, 2028.



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4. Remuneration: Rs. 200,000/- per month (Rupees Two Lakhs only), inclusive all perquisites. He shall not be entitled to any sitting fees for attending meetings of the Board or Committees.
5. Duties: Mr. Pankaj Kumar Nagpal shall perform such duties and responsibilities as may be assigned by the Board of Directors from time to time.
6. Termination: As per the Company's Policy.

Mr. Pankaj Kumar Nagpal satisfies all the conditions specified under the Companies Act, 2013 and is not disqualified from being appointed as a Director under Section 164 of the Act.

Members may also note that in case of loss or inadequacy of the profits in any of the financial year during his tenure, the above remuneration shall be the minimum remuneration payable to him. Further, the approval of the Members is sought in compliance with the provisions of the Section 196, 197 and other applicable provisions, if any, of the Companies Act, 2013.

Details/information required to be disclosed as per Schedule V of the Companies Act, 2013, are given as under: -

I. Information about the appointee to whom the remuneration is payable:	
Particulars	Mr. Pankaj Kumar Nagpal (DIN: 084696721)
a) Background details/Profile	Mr. Pankaj Kumar Nagpal has over 23 years of experience in the telecom and internet services industry. He has held leadership roles across technology, operations, business development, sales and marketing, and has extensive experience in managing business operations, and organizational growth. He has previously worked with leading telecom companies such as Reliance Infocomm, Bharti Airtel Ltd and Tata Communications Ltd. He is also appointed as Non-Executive Director of the Company.
b) Remuneration for the Financial Year 2025-26 (Till 31 st December, 2025)	Nil
c) Recognition or Awards	-
d) Job profile and his suitability	He has been contributing in his role towards the achievement of the common object of the organization.
e) Remuneration proposed	Rs. 200,000/- per month (Rupees Two Lakhs only), inclusive of all perquisites.
f) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details with reference to the country of his origin)	Taking into account Mr. Pankaj Kumar Nagpal qualifications and prior experience, an industry comparison with similarly situated managerial personnel and the responsibilities placed on him as Managing Director of the Company. The Board is confident that Mr. Pankaj Kumar Nagpal's management capabilities will enable the Company to progress further.
g) Pecuniary Relationship directly or indirectly with the Company or relationship with the managerial personnel, if any	Except for the payment of remuneration for his services as Managing Director, as approved and detailed hereinabove, he has no other pecuniary relationship with the Company other than his shareholding in the Company.



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	Save and except Mr. Pankaj Kumar Nagpal and his relatives are deemed to be interested in the aforesaid resolution, to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel and their relatives are in any way concerned or interested, financially or otherwise, in the Resolution.		
II. Disclosure	The terms of appointment and remuneration package proposed to be given mentioned in detail in the resolution and explanatory statement. There are no severance fee or stock option are proposed.		
III. General Information			
a) Nature of Industry	Telecom SAR Televenture Limited is one of India's growing telecom and technology solution companies. We provide reliable Tower Infrastructure, FTTH Networks, and Smart Systems that help connect people, businesses, and communities across the country. We are focused on creating a strong digital network for India while creating steady growth and value for our investors. With a focus on trust, quality, and innovation, we continue to expand our reach and strengthen our presence in the telecom industry.		
b) Date or expected date of commercial production	The Company was incorporated on 24th May, 2019, and commenced commercial activity thereafter.		
c) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable		
d) Financial performance based on given indicators	Particulars (Standalone)	March 31, 2025 (Amount in Lakhs)	March 31, 2024 (Amount in Lakhs)
	Profit before Tax	805.15	147.04
	Income Tax (including deferred tax/FBT)	224.63	40.43
	Profit after Tax	580.52	106.61
e) Foreign investments or collaborators, if any:	At present, the Company has not entered into any foreign collaboration.		
IV. Other Information:			
a) Reasons for loss or inadequate profits	The Company has recorded a significant improvement in its financial performance, with Profit after Tax increasing to Rs. 580.52 (in Lakhs)		
b) Steps taken or proposed to be taken for improvement and expected increase in productivity and profits in measurable terms	in FY 2024–25 as against Rs. 106.61 (in Lakhs) in FY 2023–24. The growth reflects enhanced operational efficiency and effective cost management. The Company expects to further strengthen its revenue		

**SAR TELEVENTURE LIMITED****CIN: L45202UP2019PLC213062**Reg Off.: B-16, First Floor, Sector-2,
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c) Expected increase in productivity and measurable terms	increase in profits	in base and profitability in the coming years through continuous business expansion and optimization of resources.
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Save and except Mr. Pankaj Kumar Nagpal and his relatives are deemed to be interested in the aforesaid resolution, to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel and their relatives are in any way concerned or interested, financially or otherwise, in the Resolution.

The Board recommends the passing of the resolution as set out in Item No. 3 & 4 as a Special Resolution for the approval of members.

Item No. 5 & 6

Mr. Vikas Tandon(DIN: 08001501) was appointed as a Whole Time Director in the Board meeting held on December 29, 2025 on the recommendation of the Nomination and Remuneration Committee, subject to approval of the shareholders in accordance with the provisions of Section 161 and other applicable Provisions of the Companies Act, 2013 and Regulation 17 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or reenactment (s) thereof for the time being in force).

The terms and conditions of his appointment are as under:

1. Designation: Whole Time Director
2. Tenure as Whole Time Director: 3 (Three) years commencing from December 29, 2025, to December 28, 2028.
3. Tenure of Remuneration: 3 (Three) years commencing from December 29, 2025, to December 28, 2028.
4. Remuneration: Rs. 200,000/- per month (Rupees Two Lakhs only), inclusive all perquisites. He shall not be entitled to any sitting fees for attending meetings of the Board or Committees.
5. Duties: Mr. Vikas Tandon shall perform such duties and responsibilities as may be assigned by the Board of Directors from time to time.
6. Termination: As per the Company’s Policy.

Mr. Vikas Tandon satisfies all the conditions specified under the Companies Act, 2013 and is not disqualified from being appointed as a Director under Section 164 of the Act.

Members may also note that in case of loss or inadequacy of the profits in any of the financial year during his tenure, the above remuneration shall be the minimum remuneration payable to him. Further, the approval of the Members is sought in compliance with the provisions of the Section 196, 197 and other applicable provisions, if any, of the Companies Act, 2013.



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Details/information required to be disclosed as per Schedule V of the Companies Act, 2013, are given as under: -

I. Information about the appointee to whom the remuneration is payable:	
Particulars	Mr. Vikas Tandon (DIN: 08001501)
a) Background details/Profile	Mr. Vikas Tandon is a Commerce Graduate from the University of Delhi and a Chartered Accountant. He has extensive experience in the field of finance and accounts and is currently serving as the Chief Financial Officer of the Company.
b) Remuneration for the Financial Year 2025-26 (till 31 st December, 2025)	Rs 1,50,000/- per month
c) Recognition or Awards	-
d) Job profile and his suitability	He has been contributing in his role towards the achievement of the common object of the organization.
e) Remuneration proposed	Rs. 200,000/- per month (Rupees Two Lakhs only), inclusive of all perquisites.
f) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details with reference to the country of his origin)	Taking into account Mr. Vikas Tandon qualifications and prior experience, an industry comparison with similarly situated managerial personnel and the responsibilities placed on him as Whole Time Director of the Company. The Board is confident that Mr. Vikas Tandon's management capabilities will enable the Company to progress further.
g) Pecuniary Relationship directly or indirectly with the Company or relationship with the managerial personnel, if any	Except for the payment of remuneration for his services as Whole Time Director, as approved and detailed hereinabove, he has no other pecuniary relationship with the Company other than his shareholding in the Company. Save and except Mr. Vikas Tandon and his relatives are deemed to be interested in the aforesaid resolution, to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel and their relatives are in any way concerned or interested, financially or otherwise, in the Resolution.
II. Disclosure	
The terms of appointment and remuneration package proposed to be given mentioned in detail in the resolution and explanatory statement. There are no severance fee or stock option are proposed.	
III. General Information	
a) Nature of Industry	Telecom SAR Televenture Limited is one of India's growing telecom and technology solution companies. We provide reliable Tower Infrastructure, FTTH Networks, and Smart Systems that help connect people, businesses, and communities across the country.



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	We are focused on creating a strong digital network for India while creating steady growth and value for our investors. With a focus on trust, quality, and innovation, we continue to expand our reach and strengthen our presence in the telecom industry.														
b) Date or expected date of commercial production	The Company was incorporated on 24th May, 2019, and commenced commercial production thereafter.														
c) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable														
d) Financial performance based on given indicators	<table border="1"> <thead> <tr> <th>Particulars (Standalone)</th> <th>March 31, 2025 (Amount in Lakhs)</th> <th>March 31, 2024 (Amount in Lakhs)</th> </tr> </thead> <tbody> <tr> <td>Profit before Tax</td> <td>805.15</td> <td>147.04</td> </tr> <tr> <td>Income Tax (including deferred tax/FBT)</td> <td>224.63</td> <td>40.43</td> </tr> <tr> <td>Profit after Tax</td> <td>580.52</td> <td>106.61</td> </tr> </tbody> </table>	Particulars (Standalone)	March 31, 2025 (Amount in Lakhs)	March 31, 2024 (Amount in Lakhs)	Profit before Tax	805.15	147.04	Income Tax (including deferred tax/FBT)	224.63	40.43	Profit after Tax	580.52	106.61		
Particulars (Standalone)	March 31, 2025 (Amount in Lakhs)	March 31, 2024 (Amount in Lakhs)													
Profit before Tax	805.15	147.04													
Income Tax (including deferred tax/FBT)	224.63	40.43													
Profit after Tax	580.52	106.61													
e) Foreign investments or collaborators, if any:	At present, the Company has not entered into any foreign collaboration.														
IV. Other Information:															
a) Reasons for loss or inadequate profits	The Company has recorded a significant improvement in its financial performance, with Profit after Tax increasing to Rs. 580.52 (in Lakhs)														
b) Steps taken or proposed to be taken for improvement and expected increase in productivity and profits in measurable terms	in FY 2024–25 as against Rs. 106.61 (in Lakhs) in FY 2023–24. The growth reflects enhanced operational efficiency and effective cost management. The Company expects to further strengthen its revenue base and profitability in the coming years through continuous business expansion and optimization of resources.														
c) Expected increase in productivity and profits in measurable terms															

Save and except Mr. Vikas Tandon and his relatives are deemed to be interested in the aforesaid resolution, to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel and their relatives are in any way concerned or interested, financially or otherwise, in the Resolution.

The Board recommends the passing of the resolution as set out in Item No. 5 & 6 as a Special Resolution for the approval of members



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Details under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in terms of Secretarial Standard - 2, in respect of the Directors seeking appointment:

Name of Director	Mr. Karan Vij	Mr. Deepak Chaudhary	Mr. Pankaj Kumar Nagpal	Mr. Vikas Tandon
Category of Director	Non-Executive Independent Director	Non-Executive Director	Managing Director	Whole Time Director
Director Identification Number (DIN)	10468504	08215601	08469672	08001501
Age	30 th October, 1993	19 th September, 1978	16 th November, 1979	6 th June, 1986
Date of first appointment	29th December, 2025	29th December, 2025	7th August, 2024	7th August, 2024
Qualification, Brief resume/Experience (including expertise in specific functional area, skills and capabilities required for the role)	As detailed in explanatory statement above.	As detailed in explanatory statement above.	As detailed in explanatory statement above.	As detailed in explanatory statement above.
Terms and Conditions of appointment/reappointment	As detailed in explanatory statement above.	As detailed in explanatory statement above.	As detailed in explanatory statement above.	As detailed in explanatory statement above.
Remuneration last drawn (including sitting fees, if any)	Not Applicable	Not Applicable	Nil	Rs 150,000 p.m.
Remuneration proposed to be paid	Entitled to Sitting Fees for Board & Committee Meetings attended and Commission as per the applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations.	Entitled to Sitting Fees for Board & Committee Meetings attended and Commission as per the applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations.	As detailed in explanatory statement above.	As detailed in explanatory statement above.
Shareholding in the Company as on date of Notice (including	Nil	Nil	Nil	Nil



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shareholding as Beneficial Owner)				
Relationship with other Directors/Key Managerial Personnel/Managers	None	None	None	None
Number of Board meetings attended during the year till December 31, 2025	Not Applicable	Not Applicable	11	11
Directorship of other Boards as on date of Notice	Fusionnet Web Services Limited Honnete Corporate Advisors Private Limited	SAR Venture Private Limited Fusionnet Web Services Limited	Fusionnet Web Solutions Private Limited Agoraa Smart Solutions Private Limited Fusionnet Web Services Limited Parametrique Electronic Solutions Private Limited	Parametrique Electronic Solutions Private Limited Fusionnet Web Solutions Private Limited Agoraa Smart Solutions Private Limited Fusionnet Web Services Private Limited Fusionnet Web Services Private Limited Apple Metal Industries Limited Nurture Well Limited MGG Steel Works Private Limited Myo Designs Private Limited Antonius Tradex Private Limited
Listed Entities from which he had resigned in the past three years	Nil	Nil	Nil	Nil

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Membership/Chairmanship of Committees (Stakeholder Relationship Committee and Audit Committee) of the other Boards as on date of Notice	Member in Audit Committee of Fusionnet Web Services Limited	Nil	Nil	Member in Audit Committee of Fusionnet Web Services Limited
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**By order of the Board of Directors
of SAR Televenture Limited****Place: Noida****Date: February 23, 2026****Sd/-****Mayank Jain****Company Secretary****M. No. A26620**

CIN: L45202UP2019PLC213062

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