



To,
The Manager- Listing Department
National Stock Exchange India Limited
SME platform
'Exchange Plaza', C-1 Block G,
Bandra Kurla complex,
Bandra (E), Mumbai 400051.

Date: 26th September 2025

Ref: NSE Symbol: SATECH

ISIN: INE0BSN01013

Dear Sir/ Madam,

Subject: CORRIGENDUM FOR REVISED NOTICE OF 13TH ANNUAL GENERAL MEETING TO BE HELD ON 30TH SEPTEMBER 2025

With reference to the captioned subject, we wish to inform you that:

- 1) The Company is conducting the 13th Annual General Meeting (AGM) on 30th September 2025 and in furtherance to the same circulated the Notice of the AGM to all the members registered with the Company and its Registrar and Transfer Agent (RTA) on 6th September 2025.
- 2) Agenda Item No. 3, 4 and 5 of the Notice of the AGM is to approve the regularization of additional directors.
- 3) However, the Information pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India for regularization of Additional Directors inadvertently missing from Notice and Annual Report. (forming part of Annexures)
- 4) The revised Notice with all the particulars and details is annexed herewith for your reference.

Please find enclosed a Corrigendum to the Notice of the 13th AGM, which forms an integral part of the original Notice of AGM dated September 06, 2025.

This Corrigendum is being issued to formally notify the amendments to the AGM Notice and to provide additional disclosures as set out therein.

- The updated Notice is also available on the Company's website at the following link:

<https://www.satincorp.com/investors>

Clarification:

We wish to clarify that the aforementioned inadvertent omissions do not have any impact on the financial statements of the Company for the year ended March 31, 2025.

Further, except for the above-mentioned omissions, there are no material changes to the agenda items, resolutions, explanatory statements, or any other content of the Annual Report or AGM Notice as previously submitted.

We regret the inconvenience.

This restatement forms part of the original notice and Annual Report circulated on 6th September 2025.

Thanking you,
Yours faithfully,
For, **S A Tech Software India Limited**

Arnika Choudhary
Company Secretary
A70217
Pune

S A TECH SOFTWARE INDIA LIMITED

CIN: L72900PN2012FLC145261

[Reg Off: Off No. D-6030, 6th Floor Solitaire Bus Hub, Viman Nagar, Pune 411014 MH India]
[Contact: 9922154599 | email: info@satincorp.com | website: www.satincorp.com]

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NOTICE OF THE THIRTEENTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Thirteenth (13th) Annual General Meeting ('AGM') of S A TECH SOFTWARE INDIA LIMITED ('SA TECH') will be held on Tuesday, September 30th, 2025 at Hotel Parc Estique, Nagar Rd, next to Phoenix Market City, Clover Park, Viman Nagar, Pune, Maharashtra 411014 at 10.00 a.m. (IST) to transact the following business:

ORDINARY BUSINESS:

1. TO CONSIDER AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.

To receive, consider & adopt the Audited Standalone Financial Statements of the Company for Financial Year ended March 31st, 2025 including the Balance Sheet, Statement of Profit & Loss Account and Cash Flow Statement together with the Reports of the Board of Directors and Auditors thereon.

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT the Audited Standalone Financial Statements of the Company including Balance Sheet, Statement of Profit and Loss and Cash Flow Statement for the Financial Year ended March 31st, 2025 along with the Directors' Report and the Auditor's Report thereon be and are hereby received, considered, approved and adopted."

2. TO RE-APPOINT MRS. PRIYANKA JOSHI (DIN: 09302795), WHO RETIRES BY ROTATION PURSUANT TO SECTION 152(6) AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Section 152(6) of the Companies Act, 2013 read with the rules made thereunder and the other applicable provisions of law, including any statutory modification(s) or reenactment thereof, for the time being in force ("Act"), the consent be and is hereby accorded to re-appoint Mrs. Priyanka Joshi (DIN: 09302795), who retires by rotation at this Annual General Meeting and being eligible offers herself for re-appointment."

SPECIAL BUSINESS:

3. REGULARIZATION OF THE APPOINTMENT OF MR. SHYAM BEHARI SHARMA (DIN: 09434393) AS THE NON-EXECUTIVE DIRECTOR OF THE COMPANY:

To consider, and if thought fit, pass the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 (including any statutory modifications or re-enactments thereof) and as per the provisions of the Article of Association of the Company, Mr. Shyam Behari Sharma (DIN: 09434393), who was appointed as an Additional Director of the company, with effect from October 01st, 2025 by the Board of Directors of the Company under Section 161(1) of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a director of the company, who will be liable to retire by rotation therein with the consent of members.

RESOLVED FURTHER THAT any Director or KMP of the company, be and is hereby authorized to sign and file requisite E-form DIR-12 with the Registrar of Companies, and do all other deeds, things, and acts that are necessary to give effect to the above resolution."

4. REGULARIZATION OF THE APPOINTMENT OF MR. ADITYA SITARAM JOSHI (DIN: 02322541) AS THE NON-EXECUTIVE DIRECTOR OF THE COMPANY:

To consider, and if thought fit, pass the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 (including any statutory modifications or re-enactments thereof) and as per the provisions of the Article of Association of the Company, Mr. Aditya Sitaram Joshi (DIN: 02322541), who was appointed as an Additional Director of the company, with effect from June 05th, 2025 by the Board of Directors of the Company under Section 161(1) of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a director of the company, who will be liable to retire by rotation therein with the consent of members.

RESOLVED FURTHER THAT any Director or KMP of the company, be and is hereby authorized to sign and file requisite E-form DIR-12 with the Registrar of Companies, and do all other deeds, things, and acts that are necessary to give effect to the above resolution."

5. REGULARIZATION OF THE APPOINTMENT OF MR. MAYUR CHANDRAKANT CHOKSHI (DIN: 01238535) AS THE NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY FOR CONSECUTIVE PERIOD OF 5 YEARS:

To consider, and if thought fit, pass the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 (including any statutory modifications or re-enactments thereof) and as per the provisions of the Article of Association of the Company, Mr. Mayur Chandrakant Chokshi (DIN:

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01238535), who was appointed as an Additional Director of the company, with effect from September 10th, 2025 by the Board of Directors of the Company under Section 161(1) of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a director of the company, for consecutive period of 5 years from the date of appointment.

RESOLVED FURTHER THAT any Director or KMP of the company, be and is hereby authorized to sign and file requisite E-form DIR-12 with the Registrar of Companies, and do all other deeds, things, and acts that are necessary to give effect to the above resolution.”

6. TO APPROVE THE LIMITS FOR RELATED PARTY TRANSACTIONS FOR THE FY 2025-26 AND ONWARDS:

To consider, and if thought fit, pass the following resolution as an **ORDINARY RESOLUTION**:

“**RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013 (“Act”) read with the applicable rules issued under the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company’s Policy on “Related Party Transactions and all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time, and pursuant to the consent of the Audit Committee and the consent of the Board of Directors of the Company, the approval of the members of the Company be and is hereby accorded to the Company to enter into contract(s)/arrangement(s)/transaction(s) with promoter company **Mindpool Technologies Limited (“Mindpool”)** a related party of the Company, for effecting sale and purchase of software products, solutions, and services for an amount not exceeding in the aggregate `15,00,00,000 (Rupees Fifteen crores only), per financial year, for the period of 3 (three) financial years, commencing from financial year 2025-2026 and upto and including financial year 2027- 2028, provided that the said transactions are entered into/ carried out on arm’s length basis and on such terms and conditions as may be considered appropriate by the Board of Directors (including any authorised Committee thereof);

RESOLVED FURTHER THAT the Board of Directors of the Company (which includes any Committee of the Board) be and are hereby authorized to do all necessary acts, deeds, things and execute all such documents, undertaking as may be necessary in this regard from time to time to give effect to the above resolution.

7. TO RATIFY RELATED PARTY TRANSACTIONS WHICH EXCEEDED THE THRESHOLDS IN FY 2024-25:

To consider, and if thought fit, pass the following resolution as an **ORDINARY RESOLUTION**:

“**RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements), 2015 (Listing Regulations) and other applicable provisions, if any of the Listing Regulations, Companies Act, 2013 and Rules made thereunder, including statutory modification(s) or re- enactment thereof for the time being in force and as may be notified from time to time, consent of the members of the company be and is hereby accorded to the Board of Directors of the company to enter into contract(s)/ arrangement(s)/ transaction(s) with parties as detailed in the table forming part of the Explanatory Statement annexed to this notice with respect to Sale, purchase or supply of goods or materials, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or appointment of such parties to any office or place of profit in the company or any other transactions of whatever nature, at arm’s length basis and in the ordinary course of business, notwithstanding that such transactions may exceed 10% of the Turnover of the Company in any financial year or such other threshold limits as may be specified by the Listing Regulations from time to time, up to such extent and on such terms and conditions as specified in the table forming part of the Explanatory Statement annexed to this notice.

FURTHER RESOLVED THAT the members hereby ratify the material related party transactions between the Company and Opalforce Software India Limited, Promoter Group Company for the financial years 2024-25, at arm’s length basis and in the ordinary course of business, under the existing related party arrangement as detailed in the Explanatory Statement to this Notice.

FURTHER RESOLVED THAT the terms and conditions of the transactions with the Related Parties shall be approved by the Audit Committee.”

By and on behalf of Board of Directors of

S A Tech Software India Limited

Sd/-

Arnika Choudhary

Company Secretary (A70217)

Date: 04-09-2025

Place: Pune

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Notes:

1. The relevant details, pursuant to Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this Annual General Meeting and the explanatory statement pursuant to Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, (the 'SEBI LODR'), the disclosures on appointment of Statutory Auditors is also annexed herewith. These statements/ disclosures should be treated as part of this Notice.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

The instrument of Proxy in order to be effective and valid, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form MGT -11 is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

Members are requested to note that a person can act as a proxy on behalf of Members not exceeding 50 members provided shareholding of those members in aggregate should not be more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
3. Corporate members intending to send their authorized representatives to attend the meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the Board resolution authorizing their representatives to attend and vote on their behalf at the meeting.
4. Members are requested to bring their attendance slip along with copy of the report and accounts to Annual General Meeting. Members attending the meeting are requested to complete the enclosed attendance slip and deliver the same at the entrance of the meeting Venue.
5. Relevant documents referred to in the accompanying Notice & Explanatory Statement would be available for inspection by the members at the Registered Office of the Company on all working days, except Saturday / Sunday & Public Holidays, between 11.00 a.m. to 1.00 p.m. up to the date of the Annual General Meeting.
6. Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, brief Profile / Resume of Director(s) proposed to be appointed / re-appointed, their expertise in specific functional areas, relationships between directors inter-se, names of listed companies in which they hold directorships and memberships / chairmanships of Board Committees, their shareholding in the Company, are provided in "Annexure B" forming part of the Notice.
7. Members are requested to notify immediately any changes, if any, in their registered addresses at an early date to the Registrar and Share Transfer Agent, quoting their folio numbers/client ID/ DP ID in all correspondence, so as to enable the Company to address any future communication at their correct address.
8. MEMBERS DESIROUS OF SEEKING ANY INFORMATION OF THE COMPANY ARE REQUESTED TO ADDRESS THEIR QUERIES IN WRITING TO THE COMPANY AT LEAST SEVEN DAYS PRIOR TO THE ANNUAL GENERAL MEETING SO THAT THE REQUESTED INFORMATION CAN BE MADE AVAILABLE AT THE TIME OF THE MEETING.
9. Members holding shares in physical forms are requested to consider converting their holding to dematerialized form to eliminate all risk associated with physical shares and for ease in portfolio management. Member can contact the Company or the Company's Registrar and Transfer Agent, Bigshare Services Private Limited, for assistance in this regard. Members are, therefore, requested to dematerialize their shareholding to avoid inconvenience.
10. In case of joint holders attending the meeting, only such joint holders who are higher in the order of names will be entitled to vote.
11. Members holding shares under multiple folios in identical order of names are requested to consolidate their holdings into one folio.
12. Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Companies Act, 2013. Members desiring to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled, to Bigshare Services Private Limited ('Bigshare'), Registrar and Transfer Agent ('R&T') of the Company. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.
13. All documents referred to in the accompanying Notice and the Explanatory Statement shall be available for inspection at the venue of the Annual General Meeting from 30 minutes prior to the scheduled time and shall be available till 30 minutes after the conclusion of the meeting. Members seeking to inspect such documents can send an email to cs@satincorp.com with subject line 'Inspection of AGM Documents'. This notice and the Annual Report will also be available on the Company's website www.satincorp.com for download.
14. In compliance with the Rule 11 of the Companies (Accounts) Rules, 2014 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023, Notice of the 13th AGM along with the Annual Report 2024-25 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2024-25 will also be available on the Company's website www.satincorp.com, and the website of the National Stock Exchange of India Limited at www.nseindia.com and on the website of Service Provider, <https://ivote.bigshareonline.com>.

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15. The members seeking Annual Report in physical form may write a mail to cs@satincorp.com mentioning their Name, DPIP/CLID/BOID/Folio Number, Postal Address alongwith PIN Code and Contact Number for requesting Hard Copy of the Notice and Annual Report. The reports shall be sent to the member within 5 working days of receipt of the request.
16. A route map showing direction to reach the venue of the 13th AGM is given at the end of this notice as per the requirement of Secretarial Standards -2 on General Meeting.
17. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs, the Company is providing facility of remote e-voting to its Members holding shares in physical or dematerialized form, as on the cut-off date, being Tuesday, 23rd September, 2025 to exercise their right to vote through electronic means from a place other than the venue of the Meeting on any or all of the businesses specified in the accompanying Notice (the "Remote e-voting").
18. The remote e-voting period begins on Friday, September 25th, 2025 at 9:00 A.M. and ends on Monday, September 29th, 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.
19. Only those shareholders of the Company who are holding shares either in physical form or in dematerialized form and whose names appear in the Register of Members / Beneficial Owners, as on the Cut-off Date i.e., September 23rd, 2025 shall be entitled to cast their vote at the 13th AGM. Any person who is not a member of as on the cut-off date should treat this Notice for information purposes only.
20. The Board of Directors has appointed Mr. Shalin Jain, Proprietor of Shalin J & Associates, Practicing Company Secretary as a Scrutinizer to scrutinize the voting process in a fair and transparent manner.
21. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, within two working days of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
22. The Results on above resolutions shall be declared within two working days of the conclusion of the AGM of the Company and the resolutions will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the Resolutions.
23. The Results of voting declared along with Scrutinizer's Report(s) will be displayed on the website of the Company (www.satincorp.com) and on Service Provider's website (<https://ivote.bigshareonline.com>) and the same shall also be simultaneously communicated to the National Stock Exchange of India Limited (NSE).

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E-VOTING PROCESS

- i. The voting period begins on Friday 25th September 2025 at 9:00 AM (IST) and ends on Monday 29th September 2025 at 5:00 PM (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 23rd September 2025 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.
- iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- iv. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

1. Pursuant to above said SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode** is given below

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none">1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly.3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.

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Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none">1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period.2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
 - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
 - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
 - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

***Note** If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).*

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**INVESTOR LOGIN**’ tab and then Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**Reset**’.
(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on “**VOTE NOW**” option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option “**IN FAVOUR**”, “**NOT IN FAVOUR**” or “**ABSTAIN**” and click on “**SUBMIT VOTE**”. A confirmation box will be displayed. Click “**OK**” to confirm, else “**CANCEL**” to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**REGISTER**” under “**CUSTODIAN LOGIN**”, to register yourself on Bigshare i-Vote e-Voting Platform.

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CIN: L72900PN2012FLC145261

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- Enter all required details and submit.
 - After Successful registration, message will be displayed with “User id and password will be sent via email on your registered email id”.
- NOTE:** If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.
- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**CUSTODIAN LOGIN**’ tab and further Click on ‘**Forgot your password?**’
 - Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**RESET**’.
- (In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
 - Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
 - Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.
- Note:** The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)
- Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.

The instructions for Members for e-voting on the day of the AGM are as under:-

- Only those members/shareholders, who will be present in the AGM and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
- Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

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Annexure A

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

Item No. 3: Regularization of the appointment of Mr. Shyam Behari Sharma (DIN: 09434393) as the Non-Executive Director of the company:

Pursuant to the provisions of Section 152 of the Companies Act, 2013 the directors shall be appointed by the members in the General Meeting of the company. In view of the same, Mr. Shyam Sharma will be appointed by the members at the ensuing Annual General Meeting of the company.

The Company has received consent to act as a Director of the Company in Form DIR 2 and a declaration that he is not disqualified from being appointed as a Director of the Company in Form DIR 8.

None of the Directors/ Key Managerial Personnel/ their relatives are either directly or indirectly, financially or otherwise concerned or interested in any manner (except in the manner stated hereunder) in the resolution set out in Item 3 of the Notice of 13th AGM.

The Board recommends the Ordinary Resolution for the Item 3 set out in the Notice of 13th AGM.

Item No. 4: Regularization of the appointment of Mr. Aditya Sitaram Joshi (DIN: 02322541) as the Non-Executive Director of the company:

Pursuant to the provisions of Section 152 of the Companies Act, 2013 the directors shall be appointed by the members in the General Meeting of the company. In view of the same, Mr. Aditya Joshi will be appointed by the members at the ensuing Annual General Meeting of the company.

The Company has received consent to act as a Director of the Company in Form DIR 2 and a declaration that he is not disqualified from being appointed as a Director of the Company in Form DIR 8.

None of the Directors/ Key Managerial Personnel/ their relatives are either directly or indirectly, financially or otherwise concerned or interested in any manner (except in the manner stated hereunder) in the resolution set out in Item 4 of the Notice of 13th AGM.

The Board recommends the Ordinary Resolution for the Item 4 set out in the Notice of 13th AGM.

Item No. 5: Regularization of the appointment of Mr. Mayur Chandrakant Chokshi (DIN: 01238535) as the Non-Executive Independent Director of the company for consecutive period of 5 years:

Pursuant to the provisions of Section 152 of the Companies Act, 2013 the directors shall be appointed by the members in the General Meeting of the company. In view of the same, Mr. Mayur Chandrakant Chokshi will be appointed by the members at the ensuing Annual General Meeting of the company.

The Company has received consent to act as a Director of the Company in Form DIR 2 and a declaration that he is not disqualified from being appointed as a Director of the Company in Form DIR 8.

None of the Directors/ Key Managerial Personnel/ their relatives are either directly or indirectly, financially or otherwise concerned or interested in any manner (except in the manner stated hereunder) in the resolution set out in Item 5 of the Notice of 13th AGM.

The Board recommends the Ordinary Resolution for the Item 5 set out in the Notice of 13th AGM.

Item No. 6: To approve the limits for Related Party Transactions for the FY 2025–26 and onwards:

The Company, in the ordinary course of its business operations, regularly engages in the purchase and sale of software products, solutions, and services with **Mindpool Technologies Limited** ("Mindpool"). As both Mindpool and **S A Tech Software India Limited** operate in the same segment of the IT/Software services industry, there exists a natural synergy in terms of resource utilization, technology solutions, and customer delivery.

All such transactions shall be undertaken on an **arm's length basis** and in the **ordinary course of business** of the Company. The arrangements with Mindpool are anticipated to contribute towards sustained operational efficiency, cost competitiveness, and enhanced market reach, which are in the best interests of the Company and its shareholders.

Since the proposed transactions with Mindpool shall qualify as **related party transactions** under the provisions of the **Companies Act, 2013** and the **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**, approval of the members is being sought by way of an ordinary resolution, as a measure of good corporate governance.

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It is expected that the total transactions of the Company with Mindpool Technologies Limited commencing from financial year 2025-2026 and upto and including financial year 2027-2028 would be as stated below:

Name relationship and with related party	Amount in `crores			Nature of transactions and criteria for arm's length basis.
	2025-26	2026-27	2027-28	
Mindpool Technologies Limited	INR 15,00,00,000 (approx.)	INR 15,00,00,000 (approx.)	INR 15,00,00,000 (approx.)	Purchase and sale of software products, technology solutions, IT-enabled services, and ancillary support services

The Board recommends the Ordinary Resolution for the Item 6 set out in the Notice of 13th AGM.

Item No. 7: To ratify Related Party Transactions which exceeded the thresholds in FY 2024-25:

Promoter Group Company (Opalforce) has been one of your Company's important customers/Vendor right from its inception. Opalforce contribute significantly to the Company's revenue and profits. The transactions are carried out based on competitive considerations as Opalforce has local & global suppliers and your Company has to compete with them for winning Opalforce business. As per Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the members by way of Ordinary Resolution is required for material related party transactions (i.e. transactions exceeding 10% of the consolidated turnover of the Company as per the latest audited financial statements). Transactions between your Company and Group companies exceeded the threshold limit of 10% of the annual consolidated turnover during the years 2024-25 as detailed in the table below:

Name of Related Party	Nature of Related Party Relationship	Nature of Transaction	Value of Transaction (in Lacs)	% of consolidated turnover
Opalforce Software India Limited	Promoter Group Company	Purchase and Sale of Services	883.8	0.89%

Material terms of the transactions with Group companies include the following:

- 1) All the transactions were on continuing basis and were undertaken on arm's length basis and in the ordinary course of business.
- 2) The transactions were based on Purchase / Service Orders issued from time to time.

Going forward, your Company expects significant growth in business volumes with certain related parties (including Group companies) in line with the expected growth as a result of which transactions with those related parties may become material related party transactions. Right now, these transactions are not material in nature, carried on with due approval of the Audit Committee and the details of transactions are disclosed as Notes to the Financial Statements. All such transactions are carried on and shall be continued at arm's length basis and in the ordinary course of business.

As per Regulation 23 of the SEBI Listing Regulations and read with applicable provisions of the Act, related parties of the Company are not permitted to vote to approve the resolutions set out in Item No. 6 and Item No. 7 of this Notice whether the related party is a related party to the proposed transaction or not.

The Board recommends the Ordinary Resolution for the Item 7 set out in the Notice of 13th AGM.

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Annexure-B

Information pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India

For Item No. 2 of the Notice – Re-appointment of Mrs. Priyanka Joshi as a Director

Sr. No.	Particulars	Details
1	Name of the Director and DIN	Priyanka Manojkumar Joshi and DIN: 09302795
2	Designation	Director
3	Date of Birth	07/01/1971
4	Qualification	Bachelor of Commerce
5	Date of Original Appointment	01/11/2021
6	Date of Appointment as Whole-time Director	NA
7	No. of Board Meetings attended during the Year	11
8	Experience and Expertise	Priyanka Joshi, a distinguished business leader, her visionary leadership and commerce background shaped her companies' success. With 20+ years in technology, staffing, and business, she adeptly navigates industry challenges, under her, the company thrives, showcasing her commitment to quality solutions and contributions to the business world.
9	Relationship between Directors, Manager and other Key Managerial Personnel	Wife of Chief Executive Officer She is not related to any other Director or KMP of the Company
10	Directorship in other Companies	0
11	No. of Equity Shares held in the company	0
12	Terms and conditions of reappointment & Remuneration sought for	The terms and condition shall remain the same
13	Details of remuneration last drawn	0
14	Chairmanship/Membership of Committees in the Board of other Companies	NA
15	Nature, material terms, monetary value and particulars of the contract or arrangement	NA

For Item No. 3 of the Notice – Regularization of Mr. Shyam Sharma as a Director

Sr. No.	Particulars	Details
1	Name of the Director and DIN	Mr. Shyam Sharma (DIN: 09434393)
2	Designation	Additional Director
3	Date of Birth	01/07/1947
4	Qualification	Diploma in Mechanical and Electrical Engineering.

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5	Date of Original Appointment	01/10/2024
6	Date of Appointment as Whole- time Director	NA
7	No. of Board Meetings attended during the Year	3
8	Experience and Expertise	Mr. Shyam Behari Sharma brings over 40 years of experience and a reputation for exceptional Operational expertise. With a bachelor's degree in engineering as his educational foundation. He holds diploma in mechanical and electrical engineering from the Calcutta Technical School, Calcutta. He has completed the various certifications also with esteemed institutes. In his previous role as General Manager, he played a key part in shaping Operational excellence across segments.
9	Relationship between Directors, Manager and other Key Managerial Personnel	Father of Ms. Priyanka Joshi (Non- Executive Director)
10	Directorship in other Companies	1
11	No. of Equity Shares held in the company	0
12	Terms and conditions of reappointment & Remuneration sought for	The terms and condition shall remain the same
13	Details of remuneration last drawn	0
14	Chairmanship/Membership of Committees in the Board of other Companies	NA
15	Nature, material terms, monetary value and particulars of the contract or arrangement	NA

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For Item No. 4 of the Notice – Regularization of Mr. Aditya Sitaram Joshi as a Director

Sr. No.	Particulars	Details
1	Name of the Director and DIN	Aditya Sitaram Joshi and DIN: 02322541
2	Designation	Additional Director
3	Date of Birth	04/12/1980
4	Qualification	B.Com (Hons) DAVV, Indore MBA HR IPS Academy, Indore
5	Date of Original Appointment	05/06/2025
6	Date of Appointment as Whole- time Director	NA
7	No. of Board Meetings attended during the Year	NA
8	Experience and Expertise	<p>Mr Aditya Joshi is dynamic, highly organized, versatile and strategic business expert with over 20+ years of Extensive Global experience in Contingent Workforce Management, Operations Management, Business Transformation in various domains.</p> <p>Hands on experience in Workforce Solutions such as MSP, RPO, Contract Staffing (IT & Non-IT), Task Based Outsourcing, with cross functional experience in Strategic Sourcing, Process Designing & Implementation, Program Management for Managed Services, Shared Services and Professional Services solutions. Global business expert with 10+ years of onsite experience in North America.</p> <p>Extensive experience in designing implementing and operationalizing global contingent workforce strategy including strategic sourcing, contingent worker classification, categorization and risk mitigation strategies.</p>
9	Relationship between Directors, Manager and other Key Managerial Personnel	Mr. Aditya Joshi is not related to any Director of the Company.
10	Directorship in other Companies	1
11	No. of Equity Shares held in the company	0

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12	Terms and conditions of reappointment & Remuneration sought for	The terms and condition shall remain the same
13	Details of remuneration last drawn	0
14	Chairmanship/Membership of Committees in the Board of other Companies	NA
15	Nature, material terms, monetary value and particulars of the contract or arrangement	NA

For Item No. 5 of the Notice – Regularization of Mr. Mayur Chandrakant Chokshi as a Director

Sr. No.	Particulars	Details
1	Name of the Director and DIN	Mayur Chandrakant Chokshi and DIN: 01238535
2	Designation	Additional Director
3	Date of Birth	29/11/1957
4	Qualification	Chartered Accountant
5	Date of Original Appointment	10/09/2025
6	Date of Appointment as Whole- time Director	NA
7	No. of Board Meetings attended during the Year	NA
8	Experience and Expertise	<p>Mr Mayur Chokshi is a seasoned Chartered Accountant with over 40 years of experience in corporate advisory financial reporting internal controls and governance Founder of Mayur Chokshi and Co he has advised clients across diverse sectors including Insurance NBFCs IT or ITES FMCG Pharma and Telecom He serves as Independent Director on boards of listed and unlisted companies including Maharashtra Scooters Ltd and Bajaj Finserve Direct Ltd where he chairs key committees</p> <p>A Fellow of ICAI and DISA certified he is recognized for his expertise in Ind AS or IFRS risk management and AI governance His AI paper was ranked among the top 3 at the All India AI Summit He has conducted 1000 plus training sessions for ICAI C and AG SFIO NSE and others and authored ICAI publications on IFRS and Ind AS</p>

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		He is also the Founder Director of Chokshi Charitable Foundation leading impactful CSR initiatives His core strengths include board governance financial strategy forensic audits and digital transformation
9	Relationship between Directors, Manager and other Key Managerial Personnel	Mr. Mayur Chokshi is not related to any Director of the Company.
10	Directorship in other Companies	4
11	No. of Equity Shares held in the company	0
12	Terms and conditions of reappointment & Remuneration sought for	Appointment as Independent Director for a period of consecutive 5 years effective from 10th September 2025 to 9th September 2030
13	Details of remuneration last drawn	0
14	Chairmanship/Membership of Committees in the Board of other Companies	<u>Maharashtra Scooters Limited:</u> Chairman of Risk Management Committee, Chairman of Nomination & Remuneration Committee, Member of Audit Committee <u>Bajaj Finserv Direct Limited:</u> Chairman of Nomination & Remuneration Committee, Member of Audit Committee
15	Nature, material terms, monetary value and particulars of the contract or arrangement	NA

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Attendance Slip	
Shareholders attending the Meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall. I hereby record my presence at the THIRTEENTH ANNUAL GENERAL MEETING of the Company at Hotel Parq Estique, at 10.00 a.m. on Tuesday, the 30th September, 2025. full name of the	
Shareholder	Signature (in block capitals) folio No. /DP ID
No.*	& Client ID No.* * Applicable for members
holding	shares in electronic form.
..... full name of Proxy Signature (in block capitals)	
NOTE: Shareholder/Proxyholder desiring to attend the meeting should bring his copy of the Annual Report for reference at the meeting.	

Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies

(Management and Administration) Rules, 2014]

CIN: L72900PN2012FLC145261

Name of the Company: **SA Tech Software India Limited**

Registered Office: Office D-6030, Solitaire Business Hub, Viman Nagar Pune MH 411014

Name of the Member(s) :

Registered Address:

E-mail Id:

Folio No/Client Id:

DP ID:

I/We, being the member(s) of ____ shares of the above-named company, hereby appoint

Name:

Address:

E-mail Id:

Signature: _____ or failing him

Name:

Address:

E-mail Id:

Signature: _____ or failing him

Name:

Address:

E-mail Id:

Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 13th Annual General Meeting of the Company, to be held on the Tuesday, 30th September 2025 at 10:00 am at Hotel Parc Estique, 5Nagar Rd, next to Phoenix Market City, Clover Park, Viman Nagar, Pune, Maharashtra 411014 and at any adjournment thereof in respect of such resolutions as are indicated below:

S No.	Business to be Transacted
ORDINARY BUSINESS:	
1.	Adoption of Audited Standalone Financial Statements
2.	To reappoint Ms. Priyanka Manojkumar Joshi (DIN: 09302795), who retires by rotation pursuant to section 152(6) of the Companies Act 2013, at this Annual General Meeting and being eligible, offers herself for re-appointment.
3	Regularization of the appointment of Mr. Shyam Behari Sharma (DIN: 09434393) as the Non-Executive Director of the company

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4	Regularization of the appointment of Mr. Aditya Sitaram Joshi (DIN: 02322541) as the Non-Executive Director of the company
5	Regularization of the appointment of Mr. Mayur Chandrakant Chokshi (DIN: 01238535) as the non-executive Independent Director of the company for consecutive period of 5 years
6	To approve the limits for Related Party Transactions for the FY 2025–26 and onwards
7	To ratify Related Party Transactions which exceeded the thresholds in FY 2024-25

Signed this day of..... 2025

Signature of Shareholders

Signature of Proxy holder(s)

Notes:

This form of proxy in order to be effective should be duly filled, stamped, signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

The proxy need not be a member of the company.

Appointing a proxy does not prevent a members from attending the meeting in person if he / she so wishes.

The Proxy holder should bring his/her identity proof at the time of attending the meeting.

A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and the proxy need not be a member of the Company. Proxies, in order to be valid and effective, must be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting.

A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights.

A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person cannot act as a proxy for any other person or shareholder.

The instrument appointing a proxy shall—

(a) be in writing; and

(b) be signed by the appointer or his attorney duly authorised in writing or, if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorised by it.

Every member entitled to vote at a meeting of the company, or on any resolution to be moved thereat, shall be entitled during the period beginning twenty-four hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, to inspect the proxies lodged, at any time during the business hours of the company, provided not less than three days' notice in writing of the intention so to inspect is given to the company.

Revenue
Stamp of
Re. 1/-

S A TECH SOFTWARE INDIA LIMITED

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ROUTE MAP FOR AGM VENUE

Hotel Parc Estique

Nagar Rd, next to Phoenix Market City, Clover Park, Viman

