



Edvenswa Enterprises Limited

CIN: L72300TS1980PLC176617

To,
The Manager (Listing)
BSE Limited
1st Floor, P.J. Towers,
Dalal Street, Mumbai- 400 001

Date:20-04-2024

Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) - Notice of Extraordinary General Meeting of Members

This is to inform you that the Extra Ordinary General Meeting ("EGM") of the Company is scheduled to be held on Monday, 13th May, 2024 at 10 :00 A.M. (IST) through Video Conferencing/ Other Audio-Visual Means ("VC/OAVM") in accordance with relevant circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India time to time.

The Company has provided the facility to vote by electronic means (remote e-voting as well as e-voting at the EGM) on the resolution as set out in the EGM Notice. The e-voting shall commence on 9.00 a.m. (IST) on Friday, May 10, 2024 and will end on 5.00 p.m. (IST) on Sunday, May 12, 2024.

The attached Notice of the EGM of the Company containing inter alia, details for e-voting and attending EGM through VC/OA VM will be sent only by mail to all those shareholders whose email addresses are registered with the Company/ Depository Participants and will also be available on the Company's website at www.edvenswa.com.

This is for your information and records please.

Thanking you

Yours Faithfully,

For Edvenswa Enterprises Limited

Hima Bindu Dulipala
Company Secretary & Compliance Officer

Edvenswa Enterprises Limited

CIN:L62099TS1980PLC176617

Registered Office: 1Q3-A2,First Floor, Cyber Towers, Hitech City, Madhapur, Shaikpet,Hyderabad,
Telangana-500081

Website-www.edvenswa.com, **Email:**ir@edvenswaenterprises.com, **Phone:** 040-42039977

NOTICE

Dear Member(s),

NOTICE is hereby given that the Extraordinary General Meeting of the Company will be held on Monday, May 13, 2024 at 10:00 A.M. through Video Conferencing /other Audio-Visual Means (OVAM), to transact the following business.

SPECIAL BUSINESS:

ITEM NO. 1:

TO APPROVE THE INCREASE IN THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT AMENDMENT TO THE MEMORANDUM OF ASSOCIATION:

To consider and if thought fit, to pass with or without modifications, the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to Sections 13, 61 and other applicable provisions of the Companies Act,2013 as amended from time to time and as may be applicable, including statutory modifications or re-enactment hereof for the time being in force, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in accordance with the articles of the Company, consent of the members of the Company be and is hereby accorded to increase in the Authorised Share Capital of the Company from Rs.20,00,00,000/- (Rupees Twenty Crores) divided into 2,00,00,000 (Two Crores) equity shares of Rs.10/- each to Rs.35,00,00,000/- (Rupees Thirty-Five Crores) divided into 3,50,00,000 (Three Crores Fifty Lakhs) equity shares of Rs.10/- each ranking pari-passu with the existing shares in all respects and the existing Clause V of the Memorandum of Association be altered accordingly.

“RESOLVED FURTHER THAT pursuant to provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made thereunder (including any statutory modification(s) or modification(s) or any amendment(s) thereto or any substitution(s) or any re-enactment(s) thereof for the time being in force) and subject to such approvals, consents, permissions and sanctions, if any required from any authority, the consent of the members of the company be and is hereby accorded to alter the existing Clause V of the Memorandum of Association of the Company relating to Share Capital by deleting the existing clause and by substituting in its place the following new Clause V:

“V. The Authorised Share Capital of the Company is Rs.35,00,00,000 (Rupees Thirty-Five Crores only) divided into 3,50,00,000 (Three Crores Fifty Lakhs only) Equity Shares of Face Value of Rs.10(Rupees Ten only) each.”

“RESOLVED FURTHER THAT the Board of Directors or Company secretary of the Company, be and are hereby severally authorized to sign and execute documents that may be required, on behalf of the Company, to file relevant e-forms with Registrar of Companies, Hyderabad and to do all such acts, deeds, matters and things and take all such steps as may be considered expedient and necessary to give effect to this Resolution.”

ITEM NO. 2:**TO OFFER, ISSUE AND ALLOT EQUITY SHARES ON PREFERENTIAL BASIS:**

To consider, and if thought fit, to pass with or without modifications, the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 23,42,62(1)(c) and other applicable provisions of the Companies Act, 2013, (the “Act”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the applicable Rules thereunder and in accordance with the Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations,2018 as amended from time to time (“SEBIICDR Regulations”), Securities Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations,2015(“SEBI Listing Regulations”)and SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 (“SEBI Takeover Regulations”), Foreign Exchange Management Act, 1999 (“FEMA”) read with “Foreign Exchange Management (Transfer or Issue of Any Foreign Security) Regulations, 2004 and Foreign Exchange Management (Non-Debt Instrument) Regulations, 2019”, as amended from time to time, and subject to any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by Ministry of Corporate Affairs(MCA), the Securities and Exchange Board of India(SEBI), the Reserve Bank of India (RBI), the BSE Limited (BSE) (Where the company equity shares are listed) and /or any competent authorities from time to time, to the extent applicable and the enabling provisions of Memorandum of Association and Articles of Association of the Company and subject to requisite approvals, consents, permissions and/or sanctions, from appropriate statutory, regulatory or other authority (including RBI) and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of the above authorities while granting any such approvals, consents, permissions and/or sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any committee which the Board may have constituted or may hereinafter constitute to exercise its powers including the powers conferred hereunder), the consent of the Members of the Company be and is hereby accorded to the Board to issue, create, offer and allot on a preferential basis 58,20,000 equity shares of the Company having the face value of Rs. 10/- each fully paid-up at a price of Rs.63.98 per shares for consideration other than cash i.e., by way of swap of shares to the “Proposed Allottees” (as mentioned below) in lieu of purchase of 60,00,000 shares of Omni Networks Inc (representing 100% of the paid-up capital of Omni Networks Inc.) held by the Proposed Allottees in accordance with the provisions of Chapter V of SEBI ICDR Regulations, as on the Relevant Date on such terms and conditions as may be approved by the Board.

“RESOLVED FURTHER THAT the Relevant Date, as per the provisions of Chapter V of the SEBI ICDR Regulations for the determination of the issue price of the equity shares is 12th April, 2024 (13th April, 2024 being holiday) i.e., 30 days prior to the date of Extra-Ordinary General Meeting (EGM).”

“RESOLVED FURTHER THATthe Proposed Allottees are as follows:

Sr. No	Name of the Proposed Allottees	Number of Equity Shares to be allotted
1	Uppuluri Sreenivasa Sreekanth	41,22,500
2	Srikanth Nandiraju	1,94,000
3	Sayeed Ayub Syed Abu	1,94,000
4	Dontharaju Kalyan Srinivas	3,88,000
5	Purna Babu Narra	9,21,500

"RESOLVED FURTHER THAT the aforesaid issue of equity shares shall be subject to the following terms and conditions.

- a) The allotment of Equity Shares by Edvenswa Enterprises Limited to the Proposed Allottees is in consideration for the purchase of 100% shareholding of Omni Networks Inc. held by them in the ratio 97:100 (i.e., 97 Equity Shares of Edvenswa Enterprises Limited for every 100 shares held in Omni Networks Inc) consequently 58,20,000 equity shares of Edvenswa Enterprises will be issued at Rs.63.98 per equity share for purchase of 60,00,000 shares of Omni Network Inc. valued at Rs. 62.05 per share.
- b) The Equity Shares to be allotted to the Proposed Allottees shall be under lock-in for such period as may be prescribed under SEBI ICDR Regulations.
- c) The Equity Shares so allotted to the Proposed Allottees under this resolution shall not be sold/transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under.
- d) The Equity Shares shall be allotted within a period of 15 (Fifteen Days) from the date of passing the resolution provided where the allotment of equity shares is pending on Account of pendency of any approval or permission for such allotment by any regulatory authority the allotment shall be completed within 15 (days) from the date of such Approval or permission.
- e) Allotment shall only be made in dematerialized form.
- f) The new equity Shares issued and allotted pursuant to this resolution shall be subject to the provisions of Memorandum of Association and Articles of Association of the Company and shall rank pari-passu in all respects with the existing equity shares of the company.

"RESOLVED FURTHER THAT the Board be and is hereby authorized to make an offer to the Proposed Allottees through Private Placement Offer cum Application Letter (PAS-4) immediately after passing of this resolution with a stipulation that allotment would be made only upon receipt of In-principal approval from BSE as required by the SEBI Listing Regulations."

"RESOLVED FURTHER THAT subject to the SEBI ICDR Regulations and other applicable laws, the Board be and is hereby authorized to decide and approve terms and conditions of the issue of above-mentioned equity shares and to vary, modify or alter any of the terms and conditions, including size of the issue, as it may deem expedient."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution and for the purpose of issue and allotment of the equity shares and listing thereof with the BSE, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient including application to BSE for obtaining in-principle approval, listing of shares, filing of requisite documents with the Registrar of Companies and Ministry of Corporate Affairs, to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the said equity shares, utilization of issue proceeds, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the Board."

“RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of the Board or any Director(s) or Officer(s) of the Company and to generally do all such acts, deeds and things as may be required in connection with the aforesaid resolutions, including making necessary filings with the stock exchange and regulatory authorities and execution of any documents on behalf of the Company.”

**By Order of the Board
For Edvenswa Enterprises Limited**

**Date: April 20, 2024
Place: Hyderabad**

**Sd/-
Hima Bindu Dulipala
Company Secretary and Compliance Officer**

NOTES AND INSTRUCTIONS:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the “Act”) read with the applicable Rules setting out the material facts and reasons for the proposed resolution is annexed hereto and forms part of this Notice. The Board of Directors of the Company on April 16, 2024, considered the special business under Item Nos. 1 & 2 as unavoidable and to be transacted at EGM of the Company.
2. In compliance with the MCA Circulars, Notice of EGM inter alia, indicating the process and manner of remote e-voting and e-voting during the EGM is sent only through electronic mode to those Shareholders whose email IDs are registered with the Company/ Depositories/ Depository Participants/ RTA and appearing as on Friday, April 12, 2024. Communication of assent/ dissent of Shareholders shall only take place through remote e-voting system or e-voting during the EGM. Shareholders may note that Notice of EGM shall also be available on the Company’s website www.edvenswa.com and website of the Stock Exchange i.e., BSE Limited at www.bseindia.com; and on the website of Aarthi Consultants Private Limited at www.aarthiconsultants.com.

The EGM Notice is being sent to the Members who have registered their email IDs for receipt of documents in electronic form to their email addresses registered with their Depository Participants/ the Company’s Registrar and Share Transfer Agent (“RTA”) unless any member has requested for a hard copy of the same.

Members who have not registered their email IDs are requested to do so at the earliest for receiving all the communications including notices, letters etc., in electronic mode from the Company. Members holding shares in electronic mode can get their email IDs registered by contacting their respective Depository Participant.

3. PURSUANT TO THE PROVISIONS OF THE COMPANIES ACT, 2013, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS EGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS AND THE SEBI CIRCULAR, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS EGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF THE EGM VENUE ARE NOT ANNEXED TO THIS NOTICE.
4. 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 MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM will be provided by CDSL.

5. Participation of members through VC/OAVM will be reckoned for the purpose of quorum for the EGM as per Section 103 of the Act. All the Members of the Company including retail individual investors, institutional investors, etc. are encouraged to attend the EGM through VC/OAVM mode and vote electronically. Pursuant to provisions of Section 113 of the Companies Act, Body Corporates/ Institutional Investors/Corporate members intending their authorized representatives to attend the meeting are requested to send copy to ir@edvenswaenterprises.com with a copy marked to evoting@cDSL.co.in from their registered email-id , a scanned copy of certified Board resolution / authority letter authorizing their representatives to attend and vote on their behalf at the meeting with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote.
6. Members can join the EGM through the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1,000 Members on first come first served basis as per the MCA Circulars. 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. The detailed instructions for joining the Meeting through VC/OAVM form part of the Notes to this Notice.
7. The deemed venue of the EGM shall be the Registered Office of the Company. In terms of MCA Circulars and the provisions of the Act and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) the EGM of the Members is being convened through VC/OAVM. Hence, Members can attend and participate in the EGM through VC/OAVM only.
8. In line with the aforesaid Circulars, the Notice of EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Registrar & Share Transfer Agents as on the cut-off date fixed in this regard i.e., Friday, April 12, 2024. Members may note that Notice has been uploaded on the website of the Company at www.edvenswa.com. The Notice can also be accessed from the website of the Stock Exchange i.e., BSE Limited at www.bseindia.com; and on the website of Aarthi Consultants Private Limited at www.aarthiconsultants.com and on the website of the Central Depository Services (India) Limited (CDSL) a service provider for voting through remote e-Voting, for participation in the forthcoming EGM through VC/OAVM facility and e-Voting during the EGM at <https://www.evotingindia.com>.
9. Members will be able to attend the EGM through VC/OAVM or view the live webcast of EGM provided by CDSL at <https://www.evotingindia.com> by using their remote e-voting login credentials and selecting the link available against the EVEN for Company’s EGM.
10. Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned below in the Notice.

11. Members who need assistance before or during the EGM, can contact CDSL on Mr. Rakesh Dalvi - Sr. Manager (CDSL) or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43
12. Members are encouraged to express their views / send their queries in advance mentioning their name demat account number / folio number, email id, mobile number at ir@edvenswaenterprises.com. Questions/queries received by the Company till 5:00 p.m. **Friday, May 03,2024** shall only be considered and responded during the EGM.
13. The e-voting facility will be available during the following period:

Commencement of e-voting: From 9.00 a.m. (IST) on Friday, May 10, 2024.
End of e-voting: Up to 5.00 p.m. (IST) on Sunday, May 12, 2024.
14. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

2.PROCESS AND MANNER FOR MEMBERSOPTING VOTING THROUGH ELECTRONIC MEANS:

- a) Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended), and the MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with Central Depository Securities Limited (“CDSL”), as the Authorised e-Voting agency for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by Members using remote e-voting as well as e-voting system on the date of the EGM will be provided by CDSL.
- b) Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. May 06, 2024 shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the EGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
- c) A person who has acquired the shares and has become a Member of the Company after the dispatch of the Notice of the EGM and prior to the Cut-off date i.e. May 06, 2024, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the EGM by following the procedure mentioned in this part.
- d) The remote e-voting will commence on May 10, 2024 at 9.00 a.m. and will end on May 12, 2024 at 5.00 p.m. During this period, the Members of the Company holding shares either in physical mode or in demat mode as on the May 06, 2024 cast their vote electronically. The Members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by CDSL thereafter.
- e) Once the vote on a resolution is casted by the Member, he/she shall not be allowed to change it subsequently or cast the vote again.

- f) The voting rights of the Members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e., May 06, 2024.
- g) The Company has appointed D Renuka, Practicing Company Secretary to act as the Scrutinizer for remote e-voting as well as the e-voting on the date of the EGM, in a fair and transparent manner.

3.THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- a. The remote e-Voting period commences from 09:00 a.m. (IST) on May 10, 2024. During this period, the Members of the Company, holding shares either in physical form or in dematerialized form, as on the **Cut-Off date** i.e., May 06, 2024, may cast their vote electronically. The e-Voting module shall be disabled by CDSL thereafter. Once the vote on the resolution is cast by member, he/she shall not be allowed to change it subsequently or cast the vote again.
- b. 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 e-mail Id in their demat accounts in order to access e-Voting facility.

Pursuant to aforesaid SEBI Circular, Login method for remote e-Voting for Individual shareholders holding securities in Demat mode with CDSL / NSDL 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 users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by Company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, 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 CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN from e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.

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

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

- c. **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
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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 toll free no. 1800225533.
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

Login method for remote e-Voting for Physical Shareholders and Shareholders other than individual holding in Demat form.

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

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

- d. After entering these details appropriately, click on “SUBMIT” tab.

- e. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- f. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- g. Click on the EVSN for the relevant <EDVENSWA ENTERPRISES LIMITED> on which you choose to vote.
- h. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- i. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- j. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- k. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- l. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- m. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- n. There is also an optional provision to upload BR/POA if any, uploaded, which will be made available to scrutinizer for verification.
- o. **Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only:**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

3.Process for those Shareholders whose email/mobile no. are not registered with the Company/Depositories.

- a. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the sharecertificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of AadharCard) by email to ir@edvenswaenterprises.com, info@arthiconsultants.com.
 - b. Demat shareholders: - Please update your email id & mobile no. with your respective Depository Participant (DP).
 - c. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.
2. If you have any queries or issues regarding remote e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on toll free no. 1800 22 55 33.

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

ITEM NO. 1:

Presently, the Authorised Share Capital of the Company Stands at Rs. 20,00,00,000/- (Rupees Twenty Crores only) divided into 2,00,00,000 (Two Crores) number equity shares of Rs.10/- each.

The Board of Directors of the Company at its meeting held on April 16, 2024, decided to increase the Authorised Capital of the Company from Rs.20,00,00,000/- divided in to 2,00,00,000 Equity shares of Rs.10/- each to Rs.35,00,00,000/- divided in to 3,50,00,000 Equity Shares of Rs.10/- each.

The increase in Authorised Share Capital of the Company will require consequential amendment in Clause V of the Memorandum of Association of the Company.

Pursuant to Section 13 and 61 of the Companies Act 2013, alteration of the Capital Clause requires approval of members of the Company by way of passing a resolution to the effect. Accordingly, consent of the members is sought for passing an ordinary resolution set out in Item no. 1 for increase in Authorised Share Capital of the Company and for amendment in Clause V of the Memorandum of Association of the Company.

None of the directors or Key Managerial Personnel (KMP) or their relatives is, in any way, concerned or interested, financially or otherwise, in the Resolutions.

Your directors recommend the resolutions for approval of the member.

ITEM NO-2

Omni Networks Inc. was incorporated under the laws of headquartered in California. is engaged is a leading IT company specializing in ERP (Enterprise Resource Planning) implementation, migration, and support services. With a commitment to excellence, Omni assists businesses in streamlining operations and maximizing efficiency through tailored solutions. Leveraging cutting-edge technologies and industry expertise, Omni delivers comprehensive support to organizations seeking to enhance their resource management capabilities and drive sustainable growth. The company proposes to acquire 100% Share capital of Omni Networks Inc. from its shareholders, the details of which are given below, for a consideration of 58,20,000 equity shares of the company on preferential basis, at issue price not below the price to be determined under Chapter V of SEBI ICDR Regulations and applicable FEMA Regulations or other provisions of law as may be prevailing at the time. The proposed transaction is subject to all applicable regulatory approvals.

In terms of provisions of the Companies Act 2013, read with Rule 13(2) of the Companies (Share Capital and Debentures) Rules, 2014, Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Regulation 163(1) SEBI ICDR Regulations the relevant disclosures / details are given below:

A) PARTICULARS OF PREFERENTIAL ISSUE INCLUDING DATE OF PASSING BOARD RESOLUTION:

The Board of Directors at its meeting held on April 16, 2024, subject to the approval of members and such other approvals as may be required, has approved the issuance of 58,20,000 Equity Shares of face value of Rs.10/- each (Rupees Ten only) fully paid-up by way of share swap to the "Proposed Allottees" in lieu of purchase of 60,00,000 shares of Omni Networks Inc. held by them in accordance with the provisions of

Chapter V of SEBI ICDR Regulations as on the Relevant Date on such terms and conditions as may be approved by the Board by way of preferential issue.

B) OBJECTS OF THE PREFERENTIAL ISSUE:

The object of issuing equity shares to the shareholders of Omni Networks Inc. (“Omni”) as a consideration to facilitate the acquisition of whole business and management control of Omni Networks Inc. by the Company from its current Shareholders. It is therefore proposed to issue and allot to the Proposed Allottees, on a preferential basis, an aggregate of upto 58,20,000 Equity Shares of the face value of Rs.10/- each, as stock consideration for the acquisition.

This strategic move not only diversifies Edvenswa's business but also enhances its capabilities in the ERP (Enterprise Resource Planning) implementation, migration, and support business. The addition of Omni's expertise in these areas presents significant growth potential for Edvenswa, especially in offering cloud migration, Robotic Process Automation (RPA), and AI (Artificial Intelligence) solutions to its clients.

The synergies resulting from this acquisition will drive better growth prospects for the combined entity. By consolidating the leadership teams of Edvenswa and Omni, the Company aims to streamline operations and focus on delivering enhanced value to its shareholder

Upon completion of the transaction, Omni will become a wholly-owned subsidiary of Edvenswa. This strategic acquisition underscores Edvenswa's commitment to expanding its business footprint and delivering innovative solutions to meet the evolving needs of its clients and stakeholders.

C) MAXIMUM NUMBER SHARES TO BE ISSUED AND KIND OF SECURITIES OFFERED:

The resolution set out in the notice authorises the Board to issue up to 58,20,000 Equity shares having face value of Rs.10/- each at a price of Rs.63.98 per shares to the Proposed Allottees in lieu of purchase of 60,00,000 Shares valued at Rs.62.05/- per share of Omni Network Inc. held by them on preferential basis.

D) ISSUE PRICE AND RELEVANT DATE AND NAME & ADDRESS OF THE REGISTERED VALUER:

The issue price of the Equity Shares to be fixed at Rs.63.98/- per Equity Share of the Face value of Rs.10 each in accordance with the price determined in terms of Regulation 164 of the SEBI ICDR Regulations (as applicable).

The Relevant Date as per the SEBI ICDR Regulations for determination of price per equity share pursuant to the preferential allotment is April 12, 2024 (i.e., 30 days prior to the proposed date of Extraordinary General Meeting)(13th April, 2024 being holiday).

The Company is listed in BSE and the Equity Shares of the Company are frequently traded in accordance with Regulation 164 of the SEBI ICDR Regulation's. Accordingly, the price determined shall be the minimum price at which the allotment is being made.

The issue price has been determined on the basis of:

(a) The value per share arrived at Rs. 63.98/- is determined by the Registered Valuer, Mr. A.N. Gawade, IBBI Regn No. IBBI/RV/05/2019/10746 by his Valuation Report dated April 15, 2024 having office at 7, Saraswati Heights, Behind café Good Luck, Deccan Gymkhana, Pune-411004.

(b) Pricing Certificate from M/s. B S S & Associates, practicing company secretaries, Hyderabad, certifying compliance with the floor price for the proposed preferential issue of the Company, based on the pricing formula prescribed under Regulation 164 of Chapter V of SEBI ICDR Regulations.

The issue Price of Rs. 63.98/- is determined as per the pricing formula prescribed under SEBI ICDR Regulations for the Preferential Issue of Equity Shares

The price per share of Omni Network Inc. whose shares are to be purchased by Edvenswa Enterprises Limited is determined as per Internationally accepted Valuation on arm's length basis by Registered Valuer Mr. A.N. Gawade, IBBI Regn No. IBBI/RV/05/2019/10746 having office at 7, Saraswati Heights, Behind café Good Luck, Deccan Gymkhana, Pune-411004 and the value derived is Rs. 62.05/- per share as per the Valuation Report dated April 15, 2024.

The members desirous to inspect the valuation report may send an email to ir@edvenswaenterprises.com, for inspection of said Report electronically during the EGM, at least 5 days before the date of EGM, in advance. The valuation report is also uploaded on the website of the Company and can be accessed on the same link as provided in the notice of EGM i.e., <https://www.edvenswa.com/#/investorshome>

E) INTENTION OF PROMOTERS / DIRECTORS / KEY MANAGERIAL PERSONNEL OR SENIOR MANAGEMENT TO SUBSCRIBE TO THE OFFER:

Mr. Uppuluri Sreenivasa Sreekanth, the Promoter & Wholetime Director of Edvenswa Enterprises Limited, will subscribe to 41,22,500 Equity Shares pursuant to the preferential issue of Equity shares being made by the Company in lieu of purchase of 42,50,000 ordinary shares held by him in Omni Networks Inc.

The preferential issue made to other Proposed Allottees will be in the capacity of public shareholders of the Company.

Except Mr. Uppuluri Sreenivasa Sreekanth, none of the other promoters / directors / key managerial personnel / senior managerial personnel will subscribe to the offer

F) PRINCIPAL TERMS OF THE ASSETS CHARGED AS SECURITIES:

Not Applicable

G) PROPOSED TIME WITHIN WHICH THE ALLOTMENT SHALL BE COMPLETED:

As per the SEBI ICDR Regulations, the Company shall complete the allotment of Equity Shares as aforesaid on or before the expiry of 15 days from the date of Special Resolution by the shareholders granting for preferential issue or in the event of allotment of equity Shares would require any approval(s) or permission from any regulatory authority or the Central Government, within 15 days from the date of such approval(s) or permission, as the case may be.

H) THE NAMES & CLASS OF THE PROPOSED ALLOTEES, THE IDENTITY OF THE NATURAL PERSONS WHO ARE THE ULTIMATE BENEFICIAL OWNERS OF THE SHARES AND /OR WHO ULTIMATELY CONTROL THE PROPOSED ALLOTEES, THE PERCENTAGE OF THE POST PREFERENTIAL ISSUE CAPITAL THAT MAY BE HELD BY THEM

The details of the proposed allottees as per the following table:

Proposed Allotees	Category (Class)	Natural Persons who is the UBO /who controls the proposed allottees	Pre-issue		Post issue of Equity Shares		PAN
			No. of Equity Shares held	% held	No. of Equity Shares held	% held*	
Uppuluri Sreenivasa Sreekanth	Promoter	NA	95,00,000	50.18%	1,36,22,500	55.04%	ACMPS0854L
Srikanth Nandiraju	Public	NA	0	0.00%	1,94,000	0.78%	ACVPN4808N
Sayed Ayub Syed Abu	Public	NA	0	0.00%	1,94,000	0.78%	AWIPS5716M
Dontharaju Kalyan Srinivas	Public	NA	0	0.00%	3,88,000	1.57%	BDYPD8111R
Purna Babu Narra	Public	NA	0	0.00%	9,21,500	3.72%	AECPN9608R

* The percentage is calculated on Total no. of Equity Shares – 2,47,50,000 (Comprising of 1,89,30,000 existing Equity Share and Preferential issue of 58,20,000 Equity Shares)

I) THE CURRENT AND PROPOSED STATUS OF THE ALLOTTEE(S) POST THE PREFERENTIAL ISSUES NAMELY, PROMOTER OR NON-PROMOTER

Sr. No.	Name of the Proposed Allottee	Pre-Preferential Issue	Post-Preferential Issue
		Category (Promoter/ Non - Promoter)	Category (Promoter/ Non - Promoter)
1	Uppuluri Sreenivasa Sreekanth	Promoter	Promoter
2	Srikanth Nandiraju	Not Applicable	Non-Promoter
3	Sayed Ayub Syed Abu	Not Applicable	Non-Promoter
4	Dontharaju Kalyan Srinivas	Not Applicable	Non-Promoter
5	Purna Babu Narra	Not Applicable	Non-Promoter

J) PRE AND POST SHAREHOLDING:

Particulars	Pre issue Shareholding		No of Equity Share to be allotted in the Preferential Issue	Post Issue Shareholding	
	No. of Shares	Percentage%		No. of Shares	Percentage%
(A) Promoter & Promoter Group					
A1) Indian					
(a) Individuals					
Uppuluri Sreenivasa Sreekanth (Allottee 1)	95,00,000	50.18	41,22,500	1,36,22,500	55.04
Y Ramesh Reddy	18,96,000	10.02	-	18,96,000	7.66
Karthik L	400	0.00	-	400	-
(b) Bodies Corporates	5,540	0.03	-	5,540	0.02
A2) Foreign					
	-	-	-	-	-

Total shareholding of Promoter & Promoter Group (A) = (A)(1) + (A)(2)	1,14,01,940	60.23	41,22,500	1,55,24,440	62.73
(B) Public					
B1) Institutions (Domestic)					
NBFCs registered with RBI	-	-	-	-	-
B2) Institutions (Foreign)	90,015	0.48	-	90,015	0.36
B3) Central Government/ State Government(s)/ President of India	-	-	-	-	-
B4) Non-Institutions					
Individual Shareholding	69,63,399	36.78	-	69,63,399	28.13
Srikanth Nandiraju (Allottee 2)	-	-	1,94,000	1,94,000	0.78
Sayeed Ayub Syed Abu (Allottee 3)	-	-	1,94,000	1,94,000	0.78
Dontharaju Kalyan Srinivas (Allottee 4)	-	-	3,88,000	3,88,000	1.57
Purna Babu Narra (Allottee 5)	-	-	9,21,500	9,21,500	3.72
Body Corporate	3,17,107	1.68	-	3,17,107	1.28
Non-Resident Indians (NRIs)	1,57,539	0.83	-	1,57,539	0.64
Any Other (Specify)	-	-	-	-	-
Total Public Shareholding B=B1+B2+B3+B4	75,28,060	39.77	16,97,500	92,25,560	37.27
C) Non-Promoter - Non Public	-	-	-	-	-
TOTAL (A+B+C)	1,89,30,000	100.00	58,20,000	2,47,50,000	100.00

K) CONSEQUENTIAL CHANGES IN THE VOTING RIGHTS

Voting rights will change in tandem with the shareholding pattern.

L) CHANGE IN CONTROL, IF ANY, IN THE COMPANY THAT WOULD OCCUR CONSEQUENT TO THE PREFERENTIAL OFFER.

As a result of the proposed preferential issue there will be no change in the control or management of the Company. However, voting rights will change in tandem with the shareholding pattern.

M) REQUIREMENT AS TO RE-COMPUTATION OF PRICE:

As per Regulation 164(2), since the Equity shares of the company have been listed on BSE for a period of more than 90 trading days prior to the relevant date, the company is not required to recompute the price per equity share.

N) Amount which the Company intends to raise by way of such securities:

Not applicable. The issue of shares is for non-cash consideration.

O) BASIS OF JUSTIFICATION FOR PRICE (INCLUDING PREMIUM) AT WHICH THE OFFER IS MADE:

The value of Equity Share of Edvenswa Enterprises Limited has been derived as per Valuation Report being prepared by Mr.A.N.Gawade, Registered Valuer having IBBI Registration No. IBBI/RV/05/2019/10746 having office at 7, Saraswati Heights, Behind café Good Luck, Deccan Gymkhana, Pune-411004 being made in accordance with the requirements of the SEBI ICDR Regulations. The Value of Omni Networks Inc is derived as per Valuation Report of Mr.A.N.Gawade, Registered Valuer having IBBI Registration No. IBBI/RV/05/2019/10746, the same will be made available electronically to the members at the Extraordinary General Meeting and will be kept open at the registered office of the Company between 10:00 A.M. and 1:00 P.M on all working days between Monday and Friday of every week up to the date of this EGM. The members desirous to inspect the certificate may send an email to ir@edvenswaenterprises.com, for inspection of said valuation report electronically during the EGM, at least 5 days before the date of EGM, in advance. The valuation report is also uploaded on the website of the Company and can be accessed on the same link as provided in the notice of EGM i.e., <https://www.edvenswa.com/#/investorshome>.

P) LOCK-IN PERIOD

The Equity Shares proposed to be allotted on a preferential basis shall be locked-in for such a period as specified under Regulation 167 and 168 of the SEBI ICDR Regulations

Q) TERMS OF ISSUE OF EQUITY SHARES

- a) The allotment of Equity Shares by the Company is in consideration for purchase of Shares of Omni Networks Inc held by the Proposed Allottees in the ratio of 97:100 (i.e., 97 Equity shares of Edvenswa Enterprises Limited for every 100 shares of Omni Networks Inc), consequently 58,20,000 equity shares of Edvenswa Enterprises Limited will be issued at a price of Rs.63.98/- per equity share for purchase of 60,00,000 Shares of Omni Networks Inc valued at Rs.62.05/- per share
- b) The equity shares to be allotted to the Proposed Allottees shall be under lock-in for such period as may be prescribed under SEBI ICDR Regulations;
- c) The Equity Shares so allotted to the Proposed Allottees under this resolution shall not be sold/transferred, hypothecated or encumbered in any manner during the period of lock-In provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under.
- d) The Equity Shares shall be allotted within a period of 15 (Fifteen Days) From the date of passing the resolution provided where the allotment of equity shares is pending on Account of pendency of any approval or permission from such allotment by any regulatory authority the allotment shall be completed within 15 (days) from the date of such Approval or permission.
- e) Allotment shall only be made in dematerialized form.
- f) The new equity Shares issued and allotted pursuant to this resolution shall be subject to the provisions of Memorandum of Association and Articles of Association of the Company and shall rank pari-passu in all respects with the existing equity shares of the company.

R) THE JUSTIFICATION FOR THE ALLOTMENT PROPOSED TO BE MADE FOR CONSIDERATION OTHER THAN CASH TOGETHER WITH VALUATION REPORT OF THE INDEPENDENT VALUER:

The Preferential Issue of 58,20,000 Equity Shares of Edvenswa Enterprises Limited to the Proposed Allottees will be made for consideration other than cash at the issue price of Rs. 63.98 per Equity Share in lieu of purchase of 60,00,000 Shares of Omni Networks Inc. held by them. The value per share of Omni Networks Inc. has been arrived at Rs.62.05 per Share as per the valuation report of Mr.A.N. Gawade, Registered Valuer having Registration No. IBBI/RV/05/2019/10746 vide valuation report dated April 15, 2024.

S) CERTIFICATE FROM PRACTICING COMPANY SECRETARY

A certificate from M/s. B S S & Associates, Practicing Company Secretary, Hyderabad, certifying that the preferential issue is being made in accordance with the requirements of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) (Amendment) Regulations, 2022 shall be available for inspection at the registered office of the Company on all working days (excluding Saturday) during 10:00 A.M. to 5:00 P.M. up to the date of EGM and shall also be available during the EGM. The members desirous to inspect the certificate may send an email to ir@edvenswaenterprises.com, for inspection of said certificate electronically during the EGM, at least 5 days before the date of EGM, in advance. The certificate is also uploaded on the website of the Company and can be accessed at <https://www.edvenswa.com/#/investorshome>.

T) NO. OF PERSONS TO WHOM ALLOTMENT ON PREFERENTIAL BASIS HAS ALREADY BEEN MADE DURING THE YEAR, IN TERMS OF NUMBER OF SECURITIES AS WELL AS PRICE

The Company has not made any preferential issue of shares during the year.

U) OTHER DISCLOSURES

a) The Equity Shares of the Company are listed on the stock exchanges and the Preferential Issue is not more than 5% to any persons acting in concert.

b) Save and except the Preferential Issue as proposed in the resolution as set in the accompanying Notice, the Company has made no other issue or allotment of securities on preferential basis during the year.

c) Neither the Company nor its Promoters or Directors of the Company has been identified as a willful defaulter or a fraudulent borrower. Consequently, the disclosures required under Regulation 163(1)(i) of the SEBI ICDR Regulations are not applicable.

e) None of the Promoter or Directors of the Company has been declared as a fugitive economic offender.

The approval of the Members by way of Special Resolution is required in terms of the applicable provisions of Sections 23, 42 and 62(1)(c) of the Act read with applicable rules thereto and relevant provisions of the SEBI ICDR Regulations and accordingly the approval of the Members of the Company is being sought.

The Board of Directors of the Company believe that the proposed issue is in the best interest of the Company and its Members and therefore recommends the Special Resolution as set out Item No. 2 in the accompanying notice for your approval.

Except Mr. Sreenivasa Sreekanth Uppuluri, none of the Directors/KMP and their relatives (if any), are concerned or interested financially or otherwise, either directly or indirectly in passing of the said resolution, save and except to the extent of their respective interest as shareholders of the Company

**By Order of the Board
For Edvenswa Enterprises Limited**

**Date: April 20, 2024
Place: Hyderabad**

**Sd/-
Hima Bindu Dulipala
Company Secretary and Compliance Officer**