



NOTICE OF EIGHTH ANNUAL GENERAL MEETING

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NOTICE is hereby given that the 08th (**Eighth**) Annual General Meeting for the Financial Year 2023-24 of the members of **AITMC Ventures Limited** will be held on **Monday, 30th September 2024 at 12:30 P.M (IST)** at **E-5A Farm Raisina Aravali Tikli Village Badshahpur/Sohna Near Pathways School Gurgaon, Haryana - 122102** to consider and transact the following business:

ORDINARY BUSINESS

ITEM NO. 1- TO CONSIDER AND ADOPT THE STANDALONE & CONSOLIDATED AUDITED FINANCIAL STATEMENTS AS AT 31ST MARCH 2024, AND REPORT 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 Ordinary Resolution:

"RESOLVED THAT the Standalone & Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 including Balance Sheet as at March 31, 2024, Statement of Profit and Loss Account as at March 31, 2024 and Cash Flow Statement for the year ended as on that date together with Notes forming part of Accounts as audited and reported by the Auditors of the Company and the Directors' Report, as circulated to the Members and laid before meeting, be and are hereby received, considered, approved and adopted."

ITEM NO. 2- TO RE-APPOINT MR. DEEP (DIN: 03223134), WHO RETIRES BY ROTATION AND BEING ELIGIBLE FOR RE-APPOINTMENT, OFFERS HIMSELF TO BE RE-APPOINTED

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

"RESOLVED THAT pursuant to the provisions of Section 152(6) of the Companies Act, 2013, Mr. Deep (DIN: 03223134), who retires by rotation, and being eligible, offers himself for re-appointment be and is hereby re-appointed as Director of the company, liable to retire by rotation."

SPECIAL BUSINESS

ITEM NO. 3- TO APPROVE THE APPOINTMENT OF MS. PREET SANDHUU AS MANAGING DIRECTOR OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with other applicable provisions, if any of the Companies Act, 2013 ("the Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and subject to the provisions of Articles of Association of the Company, consent of the Members of the Company be and is hereby accorded to approve the appointment of Ms. Preet Sandhuu (DIN: 06923078) as the Managing Director of the Company, for a period of 05 (five) years with effect from 30th September, =2024 upon the terms & conditions of appointment including the payment of remuneration, perquisites & other benefits and including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of her appointment, as set out in the Explanatory Statement, with liberty to the Board of Directors (including its Committee thereof) to alter and vary the terms & conditions of the said Appointment in such manner as may be agreed to between the Board of Directors and Ms. Preet Sandhuu."

(Formerly known as AITMC Ventures Private Limited)

CIN: U01611HR2016PLC066758

Registered Office: Plot No 251, Second Floor, Udyog Vihar, Phase IV, Gurgaon - 122015

Contact: 1800-123-5414 | **Email:** info@avplinternational.com | **Website:** www.avplinternational.com



Gross Emoluments - INR 5,00,000/- Per Month (w.e.f. 01st April, 2024)

"RESOLVED FURTHER THAT the Board of Directors (including its Committee thereof) be and is hereby authorized to revise the remuneration of Ms. Preet Sandhu from time to time to the extent the Board of Directors may deem appropriate, provided that such revision is within the overall limits of the managerial remuneration as prescribed under the Companies Act, 2013 read with Schedule V thereto, and/or any guidelines prescribed by the Government from time to time."

"RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

**By Order of the Board of Directors
AITMC Ventures Limited**



Name: Deep
Designation: Managing Director
DIN: 03223134
Address: Flat Number 1202, Tower-07,
Takshila Heights, Sector 37C,
Gurgaon, Haryana-122001

Place: Gurgaon
Date: 05.09.2024

(Formerly known as AITMC Ventures Private Limited)

CIN: U01611HR2016PLC066758

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NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF SELF AND PROXY NEED NOT BE MEMBER OF THE COMPANY. AN INSTRUMENT APPOINTING PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE MEETING.**
2. Instrument of Proxies in order to be effective must be received by the Company not less than 48 hours before the commencement of Annual General Meeting. **The Proxy Form is enclosed herewith.**
3. The Register of Directors and their shareholding, maintained u/s 170 of the **Companies Act, 2013** and all other documents referred to in the notice, will be available for inspection by the members of the Company at Registered office of the Company during business hours 10:00 A.M. to 06:00 P.M. (except Saturday and Sunday) up to the date of Annual General Meeting and will also be available during the Annual General Meeting.
4. The Register of contracts or arrangements in which directors are interested, as maintained under section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting of the Company.
5. Members/Proxies are requested to bring their copies of the Notice to the Meeting. Members/proxies attending the Meeting should bring the Attendance Slip, duly filled, for handing over at the venue of the meeting.
6. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
7. As an eco-friendly measure intending to benefit the society at large, we request you to be part of the e-initiative and register your e-mail address to receive all communication and documents including Annual Reports from time to time in electronic form to the e-mail ID provided by you.
8. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the 'Act'), in respect of the Special Business to be transacted at the 08th Annual General Meeting ('AGM' or the 'Meeting') is forming part of this notice.
9. Members are requested to intimate any change in their address to the Company immediately.
10. Members/Proxies should bring the duly filled Attendance Slip at the Annual General Meeting. **Attendance Slip is enclosed herewith.**
11. The Board of Directors of the Company has fixed August 30, 2024, as the record date (the "Record Date") for determining the shareholders to whom this notice will be sent.
12. Route Map showing directions to reach to the venue of the AGM is annexed at the end of this Notice.

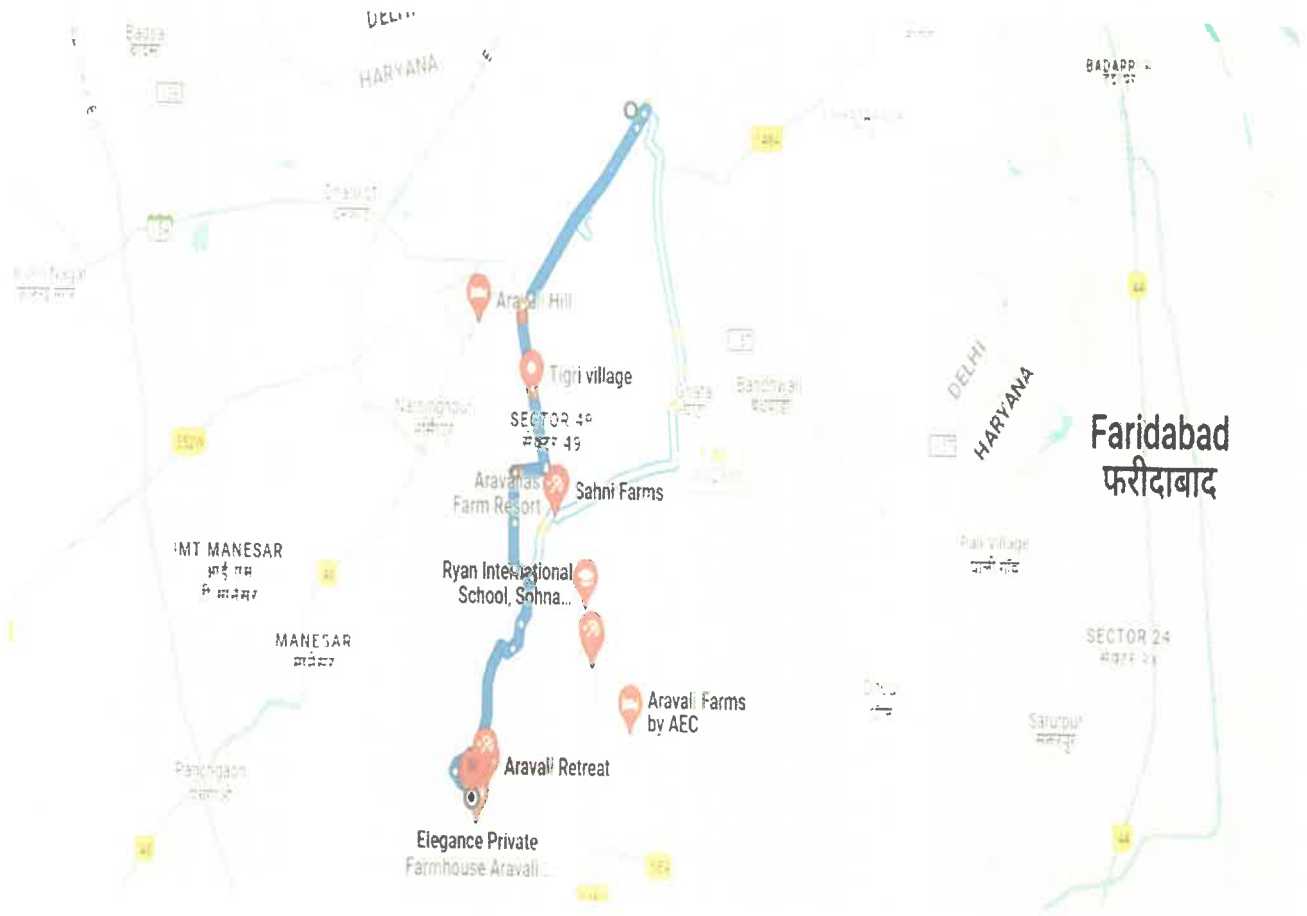
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ROUTE MAP TO REACH THE VENUE OF AGM:



If undelivered, please return to:

**AITMC Ventures Limited
Regd. Off.: Plot No. 251, Udyog Vihar, Second Floor, Phase IV,
Gurgaon, Haryana-122015**

(This space has been left intentionally)

(Formerly known as AITMC Ventures Private Limited)

CIN: U01611HR2016PLC066758

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

ORDINARY BUSINESS

ITEM NO. 2- TO RE-APPOINT MR. DEEP (DIN: 03223134), WHO RETIRES BY ROTATION AND BEING ELIGIBLE FOR RE-APPOINTMENT, OFFERS HIMSELF TO BE RE-APPOINTED

Mr. Deep has been a Director of the Company since its incorporation and has been serving as the Managing Director effective from August 1, 2023. In accordance with Section 152 of the Companies Act, 2013, he is retiring by rotation and, being eligible, has offered himself for re-appointment.

At 36 years of age, Mr. Deep is a dedicated entrepreneur with over a decade of extensive experience in the agribusiness industry. As the promoter and founder of the Company, his contributions have been integral to the Company's growth and development. His leadership and strategic vision have consistently provided valuable insights and expertise to the Board, significantly contributing to the Company's ongoing success. The Board is of the opinion that Mr. Deep's continued association will be highly beneficial to the Company.

Accordingly, the Board of Directors recommends the re-appointment of Mr. Deep as a Director, liable to retire by rotation.

The Board also recommends that the resolution be passed as an Ordinary Resolution.

Except for the Directors, Key Managerial Personnel, and their relatives who may be members of the Company and thus deemed interested in the proposed business to the extent of their respective shareholdings, no other Director or Key Managerial Personnel of the Company is concerned or interested in the said resolution.

SPECIAL BUSINESS

ITEM NO. 3- TO APPROVE THE APPOINTMENT OF MS. PREET SANDHUU AS MANAGING DIRECTOR OF THE COMPANY

The Board of Directors of your Company, in its meeting held on 05.09.2024, has approved the appointment and terms of remuneration for Ms. Preet Sandhuu as the Managing Director of the Company for a period of five years with effect from 30.09.2024.

Ms. Preet Sandhuu, aged 37 years, is an exemplary woman entrepreneur with over 10 years of extensive experience in the industry. As the visionary Co-founder and Executive Director of Company, she has been a pioneering force in transforming India's technological landscape. Her unwavering dedication to empowering rural youth and fostering village-level entrepreneurship has revolutionized the lives of thousands. Through her efforts, rural youth have been enabled to adopt cutting-edge technology, such as drone services, significantly enhancing their livelihoods.

Ms. Sandhuu's impact extends beyond her role at Company. Through her brainchild, Startup Stairs, she is igniting the spark of innovation in young entrepreneurs, providing them with the platform, mentorship, and resources needed to scale and succeed. By bridging the gap between innovation and impact, Ms. Sandhuu is not only shaping the future of village-level entrepreneurship but also inspiring a new generation of leaders to dream big, think bold, and change the world.

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As a promoter and co-founder of the Company, Ms. Sandhu has been instrumental in its growth and development since its inception. The Board of Directors strongly believes that her appointment as Managing Director will significantly contribute to the Company's strategic direction and expansion in the coming years.

In accordance with Section 196(4) of the Companies Act, 2013, the appointment and terms of remuneration of Ms. Preet Sandhu as Managing Director require approval by a resolution at the general meeting of the members of the Company.

The principal terms and conditions of Ms. Sandhu's appointment as Managing Director (hereinafter referred to as the 'MD') are as follows:

1. Period of Appointment

Five years commencing from 30th September, 2024, the date of appointment.

2. Remuneration

Gross Emoluments - INR 5,00,000/- Per Month (w.e.f. 01st April, 2024)

The increment as and when approved by the Board shall be merit based and will take into account the performance as MD as well as that of the Company.

3. Perquisites:

In addition to the basic salary and commission as may be payable as mentioned above, Ms. Preet Sandhu shall be entitled to the following perquisites.

a) Accommodation:

A housing accommodation maintained by the Company or House rent allowance in lieu thereof subject to a maximum amount of 50% of the basic salary.

b) Medical Expenses:

Reimbursement of medical expenses incurred for self and family as per the rules of the company subject to a maximum amount of 50% of the basic salary.

For the above purpose,

"Family" includes spouse, dependent children and parents; and

Medical Expenses include insurance premiums for medical and hospitalization policy, if any.

c) Leave Travel Concession:

Leave Travel concession for self and family, once a year, incurred in accordance with the rules of the company, subject to maximum amount of 15% of the basic salary.

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d) Personal Accident Insurance:

Personal Accident Insurance cover of an amount, subject to a maximum amount 10% of the basic salary.

e) Provident Fund and Superannuation Fund:

Company's contribution to the provident fund and Superannuation Fund as per rules of the company.

f) Leave and Encashment of Leave:

Company's payment to Leave and Encashment of Leave as per rules of the company.

g) Gratuity:

Company's contribution to Gratuity or Gratuity fund as per rules of the company.

h) Use of Car and Telephone:

Use of Chauffeur driven company car for official purpose, telephone at residence and cellular phone as per the rules of the company.

i) Reimbursement of Expenses:

Reimbursement of entertainment, club fees, travelling and all other expenses incurred during the official business of the Company in accordance with the rules of the company.

4. Remuneration in the event of loss or inadequacy of profits

Where in any financial year, the company has no profits or its profits are inadequate, the foregoing amount of remuneration and benefits shall be paid, subject to the Incentive/Commission being restricted to 50% of annual salary and applicable provisions of Schedule V to the Companies Act, 2013.

NOTES:

- A. Net Profits for this purpose shall be as per computation of net profits under section 198 of the Companies Act, 2013.
- B. The yearly remuneration shall be within the overall limit prescribed Schedule V to the Companies Act, 2013.

In compliance with the provisions of Sections 196, 197, 203 and other applicable provisions of the Act, read with Schedule V to the Act, the terms of remuneration specified above are now being placed before the Members for their approval.

The Board recommends that the resolution be passed as a Special Resolution.

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Except Directors, Key Managerial Personnel and their relatives a) who are members of the Company, may be deemed to be concerned or interested in the proposed special business of the accompanying notice to the extent of their respective shareholding, if any, in the Company to the same extent as that of every other member of the Company b) who are/may be Directors/Shareholders in one or more bodies corporate/persons/entity described hereinabove, no other Director or Key Managerial Personnel of the Company is concerned or interested in the said resolution.

By Order of the Board of Directors
AITMC Ventures Limited



Name: Deep
Designation: Managing Director
DIN: 03223134
Address: Flat Number 1202, Tower-07,
Takshila Heights, Sector 37C,
Gurgaon, Haryana-122001

Place: Gurgaon
Date: 05.09.2024

(Formerly known as AITMC Ventures Private Limited)

CIN: U01611HR2016PLC066758

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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: U01611HR2016PLC066758

Name of the company: AITMC Ventures Limited

Registered office: Plot No. 251, Udyog Vihar, Second Floor, Phase IV,
Gurgaon, Haryana-122015

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

1. Name: _____ Address: _____

E-mail ID: _____ Signature: _____, or failing him

2. Name _____ Address: _____

E-mail Id _____ Signature: _____, or failing him

3. Name: _____ Address: _____

E-mail Id: _____ Signature: _____

as my/our proxy to attend and vote (through ballot) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on **Monday, 30th September 2024 at 12:30 P.M (IST) at E-5A Farm Raisina Aravali Tikli Village Badshahpur/Sohna Near Pathways School Gurgaon, Haryana -122102** and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Particulars
Ordinary Business	
1.	To consider and adopt the standalone & consolidated audited financial statements as at 31 st March 2024, and report of the board of directors' and auditors' thereon
2.	To re-appoint Mr. Deep (DIN: 03223134), who retires by rotation and being eligible for re-appointment, offers himself to be re-appointed
Special Business	
3.	To approve the appointment of Ms. Preet Sandhu as Managing Director of the company

Affix Re 1/-

Revenue
Stamp

Signed this ____ day of _____, 2024

Signature of Shareholder

Signature of Proxy holder(s)

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

ATTENDANCE SLIP

Name:	
Address:	
DP ID*	
Client ID*	
Folio No.	
No. of Shares held	

*Applicable for investors holding shares in Electronic form.

1. I hereby record my presence at the **08th Annual General Meeting** of the Company being held on the **on Monday, 30th September 2024 at 12:30 P.M (IST) at E-5A Farm Raisina Aravali Tikli Village Badshahpur/Sohna Near Pathways School Gurgaon, Haryana -122102**

2. Signature of the Shareholder/
Proxy Present

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3. Shareholder / Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover the same at the entrance duly signed.

4. Shareholder / Proxy holder desiring to attend the meeting may bring his / her copy of the Notice for reference at the meeting.

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AVPL International is poised to revolutionize the agricultural landscape in India through its innovative drone technology and skill development initiatives. By empowering rural youth and fostering entrepreneurship, we aim to create a sustainable and inclusive future for all.



We welcome **collaborations** and **partnerships** with like-minded organizations and individuals who share our **vision of transforming** the **agricultural sector** through **technology** and **Innovation**.



Contact Us

For General Queries

0124-4089528

Email

info@avplinternational.com

Website

www.avplinternational.com

Address

Plot No 251, Second Floor, Udyog Vihar, Phase IV, Gurgaon- 122015

Production Unit

Building No. 464, Kadipur Enclave, Gali Number 7 opposite Sector 10, Gurugram, Haryana 122002