

NOTICE is hereby given that 4th Annual General Meeting (AGM) of the Members of BOOTES IMPEX TECH LIMITED, (formerly known as "BOOTES IMPEX TECH PRIVATE LIMITED") is scheduled to be held on Monday, 29th September, 2025 at 09:30 A.M. at the Registered Office of the Company situated at Unit No. 109B, 110, 111, 112, 1st Floor, Magnum City Center, Sector-63A, Golf Course Extension Road, Gurgaon, Haryana-122011, India to transact the following business.

ORDINARY BUSINESS

ITEM NO. 1

To receive, consider and adopt:

- a. the Audited Standalone Financial Statements of the Company for the Financial Year ended on March 31, 2025 together with the reports of the Board of Directors and Auditors thereon; and in this regard, to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2025 together with the reports of the Board of Directors and Auditors thereon as circulated to the Members, be and are hereby considered and adopted."

- b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended on March 31, 2025 together with the report of Auditors thereon and in this regard, to consider and, if thought fit, to pass, the following resolution as an Ordinary Resolution:

"RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2025 and the report of the Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

ITEM NO. 2

To appoint Mr. Manab Rakshit, who retires by rotation as a Director and, in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Manab Rakshit (DIN: 00325827), who retires by rotation at this meeting, be and is hereby re-appointed as a Director of the Company."

**//CERTIFIED TRUE COPY//
FOR BOOTES IMPEX TECH LIMITED**

Sd/-
DEEPAK KUMAR RAI
MANAGING DIRECTOR
DIN: 06947059

DATE: 07.09.2025
PLACE: GURGAON

NOTES:

1. In terms of section 105 of the Companies Act, 2013, a member of a Company entitled to attend and vote at Annual General Meeting is entitled to appoint another person as a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the Company. Proxies in order to be effective must submit the Proxy Form in Form MGT-11 (attached as Annexure-I to this notice) be deposited at the Registered Office of the Company not less than 48 hours before the time of the meeting.
2. 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 Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. Corporate Members intending to send their authorized representative(s) to attend the Annual General Meeting are requested to forward a certified copy of Board Resolution authorizing their representative to attend and vote at the 4th Annual General Meeting either to the Company in advance or submit the same at the venue of the General Meeting.
4. **APPOINTMENT / RE-APPOINTMENT OF DIRECTORS**
At the ensuing Annual General Meeting, Mr. Manab Rakshit is retiring by rotation and being eligible, offer themselves for re-appointment. (attached w.r.t SS-2 by ICSI as **Annexure-II** to this notice)
5. In compliance with the MCA Circulars, Notice of the AGM along with the Annual Report for the financial year ended on 31st March 2025 is being sent only through electronic mode to those Members whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Members may note that the Notice and Annual Report for the financial year ended on 31st March 2025 will also be available on the Company's website at <https://bootes.in/investor-relations/>.
6. AGM shall be called, held and convened at the Registered Office of the Company.
7. Non Resident Indian Members, if any, are requested to inform Registrar and Transfer Agents, immediately of:
 - a. Change in their residential status on return to India for permanent settlement.
 - b. Particulars of their bank account maintained in India with complete name, branch, account type, account number, IFSC Code, MICR No. and address of the bank, if not furnished earlier, to enable Corporation to remit dividend, if any, to the said Bank Account directly.
8. Members/Proxies should fill the Attendance Slip for attending the Meeting and bring their Attendance Slips, duly filled, for handing over at the venue of the meeting (attached as **Annexure-III** to this notice).
9. In case of joint holders, the Member whose name appears as the first holder in the order of the names as per the Register of Members of the Company will be entitled to vote at the meeting.
10. Members attending the AGM at the registered office of the Company shall be counted for the purpose of reckoning the quorum under section 103 of the act.

11. The Members whose names appear in the Register of Members/ Beneficial Owners as on the record date (cut-off date) i.e. Saturday, 6th September 2025, may cast their vote.

12. REGISTRAR AND TRANSFER AGENTS:

The address of Registrars and Transfer Agents of the Company is as follows:

M/s. SKYLINE FINANCIAL SERVICES PRIVATE. LIMITED.

D-153 A | Ist Floor | Okhla Industrial Area,

Phase - I New Delhi-110 020

Tel.: 011-26812682-83, 40450193 to 97

Mobile : 9999589742

E-mail : admin@skylinerta.com

13. All relevant documents referred to in the Notice and accompanying statement shall be available for inspection at the registered office of the Company between 12:00 P.M. to 2:00 P.M. on all working days and will also be available for inspection at the meeting.

14. In terms of the requirements of the Secretarial Standard on General Meetings (SS-2) a route map of the venue of the AGM is enclosed (attached as **Annexure-IV** to this notice).

ANNEXURE-I
PROXY FORM

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: U51909HR2021PLC093355

Name of the Company: Bootes Impex Tech Limited

Registered office: Unit No 109B, 110, 111, 112, 1st Floor, Magnum City Center, Sector-63A, Golf Course Extension Road, Gurgaon, Haryana, India, 122011

Name of the member (s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP Id:

I/We, _____ being the member (s) of Bootes Impex Tech Limited, 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 for me/us and on my/our behalf at the 4th Annual General Meeting of the Company scheduled to be held on Monday, 29th September, 2025 at 09:30 A.M. at the registered office of the Company situated at Unit No. 109B, 110, 111, 112, 1st Floor, Magnum City Center, Sector-63A, Golf Course Extension Road, Gurgaon, Haryana, India, 122011 and at any adjournment thereof, in respect of such resolutions, as are indicated below:

Resolution No.	Resolution	Vote	
		For	Against
Ordinary Business			
1.	To consider and adopt: (a) the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2025 together with the reports of the Board of Directors and Auditors thereon; and in this regard, to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution : (b) the Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2025 and the report of Auditors thereon and, in this regard, to consider and if thought fit, to pass the following resolution as Ordinary Resolution :		
2.	To appoint Mr. Manab Rakshit, who retires by rotation as a Director and, in this regard, to consider and if thought fit, to pass the following resolution as Ordinary Resolution.		

Signed on day of2025

Affix
Revenue
Stamp

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.

ANNEXURE-II

As per the requirement of the **Secretarial Standard-2** as issued by Institute of Company Secretaries of India, a statement containing the requisite details of the concerned Directors seeking appointment/reappointment at the 4th Annual General Meeting as mentioned below:

Name	Manab Rakshit
Category / Designation	Professional/Executive Director
Director Identification No (DIN)	00325827
Date of Birth and Age	05/03/1976 ; Age 49 Years
Nationality	Indian
Date of first appointment on the Board	22 nd August, 2022
Brief Profile / Expertise in Specific field/ Qualification	Mr. Manab Rakshit, Director of the Company holds a B E in Electrical and Electronics degree and an MBA in Marketing and Systems with over 20 Years of experience, he has worked extensively in banking, financial institutions, family offices, and construction in his career, he has held prominent roles at Kotak Life Insurance, ICICI Bank, United Waters International AG and Director of Sinch India to name a few.
Board Meetings held & attended during the financial year ended on 31st March 2025	15
Directorship held in other public companies (Excluding Foreign Companies and Section 8 Companies)	Nil
Memberships/Chairmanships of Committees of other Public Companies (Includes only Audit Committee and Stakeholder's Relationship Committee)	Nil
Number of shares held in the company	32,550
Remuneration paid during financial year 2024-25	Rs. 36,00,000/- (Rupees Thirty Six Lakhs Only)
Remuneration sought to be paid	NIL
Relationship with other directors / Manager/KMP	Mr. Manab Rakshit is not related to any Director(s) of the company as defined under the provision of section 2 (77) of the Companies Act, 2013, and is not debarred from holding the office of Director by any statutory authority.
Terms and Conditions of Appointment/ reappointment	NIL

ANNEXURE-III
ATTENDANCE SLIP

I/We _____ R/o _____
hereby record my/our presence at the 4th Annual General Meeting of the Company on _____ day, _____ day of September 2025 at 09:30 A.M. at the registered office of the Company situated at Unit No. 109B, 110, 111, 112, 1st Floor, Magnum City Center, Sector-63A, Golf Course Extension Road, Gurgaon Haryana, India, 122011.

DPID * :	Folio No. :
Client Id * :	No. of Shares :

* Applicable for investors holding shares in electronic form.

SIGNATURE OF SHAREHOLDER(S)/PROXY

NOTE:

1. Please fill this attendance slip and hand it over at the entrance of the hall.
2. Please complete the Folio / DP ID-Client ID No. and name, sign this Attendance Slip and hand it over at the Attendance Verification Counter at the ENTRANCE OF THE MEETING HALL.

ANNEXURE-IV

ROUTE MAP

