

SAVOY ENTERPRISES LIMITED

(CIN No.: L15491WB1983PLC036271)

8A, Allenby Road, 3rd Floor, Kolkata-700020

Telephone: 033-35441969, E-mail: thardgroup@gmail.com

Website: www.savoyenterprises.in

NOTICE FOR THE 42ND AGM

NOTICE is hereby given that the 42nd Annual General Meeting (AGM) of the members of **SAVOY ENTERPRISES LIMITED** ('the Company') will be held on Thursday, the 25th day of September, 2025 at 10:00 AM at the registered office of the Company at 8A, Allenby Road, 3rd Floor, Kolkata-700020 to transact the following business:

ORDINARY BUSINESS:

Item No. 1 – Adoption of Financial Statement:

To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors ('the Board') 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 audited financial statements of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."

Item No. 2: Re-Appointment of Director

To re-appoint Smt. Bina Thard (DIN: 00364870), Director retiring by rotation, eligible for re-appointment and pass the following Resolution as an Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Smt. Bina Thard (DIN: 00364870), who retires by rotation at this Meeting under the provisions of the Company Act, 2013, being eligible offers herself for re-appointment, be and is hereby reappointed as Director of the Company."

SPECIAL BUSINESS:

Item No. 3: Appointment of Secretarial Auditor of the Company

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 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s. Prakash Shaw & Co. Practicing Company Secretaries, Kolkata (Firm Registration No. S2016WB387700 and Peer Review Certificate No. 3022/2023), be and are hereby appointed as Secretarial Auditor of the Company for a term of five (5) consecutive years, commencing from the Financial Year 2025-26 till the financial year 2029-30, on such remuneration plus applicable taxes and actual out of pocket expenses as approved by the Board of Directors of the Company, from time to time in consultation with the Secretarial Auditor."

"RESOLVED FURTHER THAT any of the Director, Chief Financial Officer and the Company Secretary of the Company, be and are hereby severally authorized to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution."

Registered Office:
8A, ALLENBY ROAD, 3RD FLOOR
Kolkata – 700 020
Date: 27th August, 2025

By Order of the Board of the Directors
For SAVOY ENTERPRISES LIMITED

Bina Thard

Sd/-
(Bina Thard)
Director
DIN: 00364870

NOTES:

1. In accordance with the circulars issued by the MCA and SEBI, the 42nd Annual General Meeting of the Company (hereinafter referred to as "AGM") is being conducted through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") without the physical presence of the members at a common venue.

National Depository Services (India) Limited ("NDSL") will be providing facility for remote e-voting, participation in the AGM through VC/ OAVM and e-voting during the AGM.

2. A proxy is allowed to be appointed under Section 105 of the Companies Act, 2013 to attend and vote at the general meeting on behalf of a member who is not able to attend personally. Since the AGM will be conducted through VC / OAVM, there is no requirement of appointment of proxies. Hence, Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.

SAVOY ENTERPRISES LTD

3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
4. In compliance with the aforesaid MCA and SEBI Circulars, Notice of the 42ND AGM along with the Annual Report 2024-25 is being sent through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Notice also sent through Speed Post to the Members. Members may note that the Notice and Annual Report 2024- 25 will also be available on the Company's website at www.savoyenterprises.in and on the websites of the Stock Exchange i.e. Calcutta Stock Exchange Limited at <https://www.cse-india.com>.
5. Register of Members and Transfer Books of the Equity Shares of the Company will remain closed from 22nd September 2025 to 25th September 2025 (both days inclusive).
6. (a) Members who are holding Shares in identical order of names in more than one Folio is requested to apply to the Company or its RTA along with the relevant Share Certificate for consolidation of such folios in one folio.

(b) Members are also requested to notify change in address, if any, immediately to the Company at its Registered Office or its RTA by quoting their Registered Folio Number(s) in respect of their physical shares and to their Depository Participants in respect of their electronic share account.

(c) As per Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, securities of listed companies can be transferred only in dematerialized form with effect from 1st April, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrar and Transfer Agents ("RTA"), Maheshwari Datamatics Pvt. Ltd. for assistance in this regard.
7. Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting;
8. The Company is registered with Central Depository Services (India) Ltd. ('CDSL'), for dematerialization of its Equity Shares which has been allotted the **ISIN INE1NQW01011**. Maheshwari Datamatics Pvt. Ltd. having its office at 23 R.N.Mukherjee Road 5th Floor, Kolkata - 700001 is the Registrar and Share Transfer Agent of the Company.
9. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date.
10. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote;
11. All documents related to matters set out in the Notice shall be open for inspection at the registered office of the Company during normal business hours (11:00 a.m. to 6:00 p.m.) on all working days up to the date of the Meeting;

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013.

Item no. 4

In accordance with Section 204 of the Companies Act 2013, read with the rules framed there under, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), every listed entity is required to undertake Secretarial Audit by a Peer Reviewed Secretarial Auditor who shall be appointed by the Members of the Company, on the recommendation of the Board of Directors, for a period of five consecutive years.

Based on the recommendation of the Audit Committee, the Board the Board of Directors of the Company has approved appointment of M/s. Prakash Shaw & Co. Company Secretaries, Kolkata (Firm Registration No. S2016WB387700) and Peer Review Certificate No. 3022/2023) as the Secretarial Auditors of the Company, for a term of five (5) consecutive years, to hold office of the Secretarial Auditor from the Financial Year 2025-26 till 2029-30. The appointment is subject to shareholders' approval at the Annual General Meeting.

M/s. Prakash Shaw & Co., Practicing Company Secretaries is a peer reviewed firm with vast experience of in Corporate Laws, Secretarial Laws, SEBI, Taxation and Other Laws. The Board believes that his experience of conducting Secretarial Audit and knowledge of the legal and regulatory framework will be invaluable to the Company in ensuring continued adherence to compliance requirements, as applicable.

M/s. Prakash Shaw & Co., Practicing Company Secretaries, has consented to the said appointment and confirmed that they are Peer Reviewed Company Secretaries. They have further confirmed that they are not disqualified to be appointed as Secretarial Auditors in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board, therefore, recommends the passing of the Ordinary Resolution at Item No. 3 of the Notice, for the approval of the Members. None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3

Registered Office:
8A, ALLENBY ROAD, 3RD FLOOR
Kolkata – 700 020
Date: 27th August, 2025

By Order of the Board of the Directors
For SAVOY ENTERPRISES LIMITED

Bina Thard

Sd/-
(Bina Thard)
Director
DIN: 00364870