

# SPRINGFORM TECHNOLOGY LIMITED

**Regd. Office.:** 5-B, Dudhia Industrial Estate, 2<sup>nd</sup> Floor, Off S. V. Road, Opp. Dahisar Police Station, Dahisar (East), Mumbai – 400 068. **Tel.:** 022-28906901

**E-mail:** [sales@springindia.com](mailto:sales@springindia.com), **Website:** [www.springformtech.com](http://www.springformtech.com)

**CIN:** L51900MH1979PLC021914

## NOTICE OF THE 44<sup>th</sup> ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the Forty-Fourth (44<sup>th</sup>) Annual General Meeting (“AGM”) of the members of **Springform Technology Limited** (“the Company”) will be held on Saturday, September 28, 2024, at 04.00 p.m. through Video Conferencing (“VC”)/Other Audio-Visual means (“OAVM”) and the same shall be considered to be held at the Registered Office of the Company, to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider, and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mrs. Rupali Pankaj Shah (DIN: 06955564), who retires by rotation and being eligible, offers herself for re-appointment.
3. To ratify the appointment of Statutory Auditors of the Company and to fix their remuneration and to consider and if thought fit, with or without modification, pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the resolution passed by the members at the 40<sup>th</sup> Annual General Meeting (AGM) of the Company held on December 31, 2020, the appointment of M/s. Vandana V. Dodhia & Co., Chartered Accountant, Mumbai (Firm's Registration No: 117812W) as Statutory Auditor of the Company be and is hereby ratified from the conclusion of this 44<sup>th</sup> AGM till the conclusion of the 45<sup>th</sup> AGM of the Company on such term and condition as may be mutually agreed between them and the Board of Directors (or the Committee of the Board)."

### **SPECIAL BUSINESS:**

4. To appoint Mr. Paramjeet Singh Chhabra (DIN: 00153183) as Director of the Company and to consider and if thought fit, with or without modification, pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Sections 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 (the Act) read with the Companies (Appointment and Qualification of Directors) Rules, 2014, including any statutory modification(s) and re-enactment(s) thereof for the time being in force, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and all other applicable provisions of law, if any and pursuant to the provisions of the Articles of Association of the Company, Mr. Paramjeet Singh Chhabra (DIN: 00153183) who was appointed as an Additional Director of the Company with effect from September 02, 2024, by the Board of Directors of the Company based on recommendation of

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Nomination and Remuneration Committee, to hold office up to the conclusion of the 44<sup>th</sup> Annual General Meeting of the Company with proposal to re-appoint thereat and in respect of whom the Company has received a Notice in writing from a member under Section 160 (1) of the Act, proposing his candidature for the office of Director, being eligible, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** any of the Directors of the Company be and is hereby authorized to take such steps as may be necessary and to do all such acts, deeds, and things filing the relevant forms with the jurisdictional registrar of companies and to give effect to the above resolution.”

5. To appoint Mrs. Amarjeet Kaur Sachdeva (DIN: 10454961) as Director of the Company and to consider and if thought fit, with or without modification, pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 (the Act) read with the Companies (Appointment and Qualification of Directors) Rules, 2014, including any statutory modification(s) and re-enactment(s) thereof for the time being in force, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and all other applicable provisions of law, if any and pursuant to the provisions of the Articles of Association of the Company, Mrs. Amarjeet Kaur Sachdeva (DIN: 10454961) who was appointed as an Additional Director of the Company with effect from September 02, 2024, by the Board of Directors of the Company based on recommendation of Nomination and Remuneration Committee, to hold office up to the conclusion of the 44<sup>th</sup> Annual General Meeting of the Company with proposal to re-appoint thereat and in respect of whom the Company has received a Notice in writing from a member under Section 160 (1) of the Act, proposing his candidature for the office of Director, being eligible, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** any of the Directors of the Company be and is hereby authorized to take such steps as may be necessary and to do all such acts, deeds, and things filing the relevant forms with the jurisdictional registrar of companies and to give effect to the above resolution.”

6. To appoint Mr. Amandeep Singh (DIN: 07046003) as Director of the Company and to consider and if thought fit, with or without modification, pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 (the Act) read with the Companies (Appointment and Qualification of Directors) Rules, 2014, including any statutory modification(s) and re-enactment(s) thereof for the time being in force, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

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("Listing Regulations") and all other applicable provisions of law, if any and pursuant to the provisions of the Articles of Association of the Company, Mr. Amandeep Singh (DIN: 07046003) who was appointed as an Additional Director of the Company with effect from September 02, 2024, by the Board of Directors of the Company based on recommendation of Nomination and Remuneration Committee, to hold office up to the conclusion of the 44<sup>th</sup> Annual General Meeting of the Company with proposal to re-appoint thereat and in respect of whom the Company has received a Notice in writing from a member under Section 160 (1) of the Act, proposing his candidature for the office of Director, being eligible, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** any of the Directors of the Company be and is hereby authorized to take such steps as may be necessary and to do all such acts, deeds, and things filing the relevant forms with the jurisdictional registrar of companies and to give effect to the above resolution."

By Order of the Board

For **Springform Technology Limited**



**Pankaj Shah**  
**Director**  
**DIN: 00945911**

**Place: Mumbai**

**Date: September 02, 2024**

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## NOTES:

1. The Ministry of Corporate Affairs (“MCA”) vide its Circulars dated September 25, 2023, read together with circulars dated April 8, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, and December 28, 2022 (“MCA Circulars”), and Securities and Exchange Board of India (SEBI) vide its Circulars dated May 12, 2020, January 15, 2021, February 26, 2021, May 13, 2022, January 05, 2023, and October 07, 2023 (“SEBI Circulars”) permitted convening the Annual General Meeting (“AGM/Meeting”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without the physical presence of the members at a common venue. In accordance with the MCA Circulars and provisions of the Companies Act, 2013 (“the Act”) read with the Rules made thereunder and the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the AGM of the Company is being held through VC / OAVM.
2. The proceedings of the 44<sup>th</sup> AGM shall be deemed to be held and conducted at the Registered Office of the Company situated at 5B, Dudhia Industrial Estate, 2<sup>nd</sup> Floor, Opp. S. V. Road, Dahisar East, Mumbai 400068, which shall be the deemed Venue of the AGM. Since the AGM will be held through VC, the Route Map is not annexed in this Notice.
3. In terms of the provisions of Section 152 of the Companies Act, 2013 (“the Act”), Mrs. Rupali Pankaj Shah (DIN: 06955564), retire by rotation at the AGM. The Nomination and Remuneration Committee and the Board recommend her reappointment. Details of the Director retiring by rotation/seeking re-appointment at this AGM are provided as “Annexure-I” to this Notice.  
  
Mrs. Rupali Pankaj Shah (DIN: 06955564), Director is interested in the Ordinary Resolution set out in Item No. 2 of this Notice. Mr. Pankaj Kishor Shah, Director being related to Mrs. Rupali Pankaj Shah, may be deemed to be interested in the resolution set out in Item No. 2 of this Notice. The relatives of Mrs. Rupali Pankaj Shah may be deemed to be interested in the resolution set out in Item No. 2 of this Notice, to the extent of their shareholding, if any, in the Company. Save and except the above, none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out in Item No. 2 of this Notice.
4. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”), setting out material facts concerning the special business under agenda Item No. 4 to 6 of the Notice, is annexed hereto. The Board of Directors has considered and decided to include the special business at the AGM, as the same was ‘unavoidable’ in nature.
5. Generally, 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 himself/herself and the proxy need not be a member of the Company. Since this AGM is being held through VC/OAVM according to the MCA

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Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the Proxy Form and Attendance Slip are not annexed hereto.

6. 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 Obligations and Disclosure Requirements) Regulation, 2015 (“SEBI Listing Regulations”) (as amended), and applicable Circulars, the Company is providing the facility of remote e-voting to its Members in respect of the businesses to be transacted at the AGM. For this purpose, the Company has entered into an agreement with the Central Depository Services (India) Limited (CDSL) to facilitate 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 AGM will be provided by CDSL.
7. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of the listed entity can only be transferred in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. Given 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 the Company’s RTA for assistance in this regard.
8. CDSL shall be providing the facility for voting and attending the AGM through VC. The VC facility for joining the meeting by the Members shall remain open 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC and for e-voting during the AGM will be made available to all the members on a first come first served basis. 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, Auditors, Scrutinizers, etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
9. The attendance of the Members attending the AGM through the VC/OAVM facility will be counted to ascertain the quorum under Section 103 of the Companies Act, 2013.
10. Subject to receipt of the requisite number of votes, the Resolutions proposed in this Notice shall be deemed to have been passed on the date of the AGM, that is, Saturday, September 28, 2024.
11. Institutional/ Corporate Shareholders (i.e., other than individuals/ HUF, NRI, etc.) are required to send a scanned copy (PDF/ JPG format) of its Board or governing body’s Resolution/ Authorization, etc., authorizing their representative to attend and vote at the AGM on its behalf and to vote through remote e-voting. The said Resolution/ Authorization should be sent to the Company at its registered e-mail address at [sales@springindia.com](mailto:sales@springindia.com) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com). The scanned image of the above-mentioned

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documents should be in the naming format "Corporate Name\_-EVENT No."

12. For receiving all communication (including the Annual Report) from the Company electronically, members holding shares are requested to register/update their e-mail address with the relevant Depository Participant or with the Company by sending an e-mail to [sales@springindia.com](mailto:sales@springindia.com).
13. **Despatch of Annual Report through Electronic Mode:**

In compliance with the MCA Circulars and SEBI Circular dated January 05, 2023, the Notice of the 44<sup>th</sup> AGM along with the Annual Report for the financial year ended March 31, 2024, is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/Company's Registrar & Share Transfer Agent/Depository Participants/Depositories. Hard copies shall be sent to those members who shall request the same. Members may note that the Notice of the 44<sup>th</sup> AGM along with the Annual Report for the financial year ended March 31, 2024, will also be available on the Company's website [www.springformtech.com](http://www.springformtech.com), on the website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and also on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
14. The Register of Members and Transfer Books of the Company shall remain closed from Monday, September 23, 2024, to Friday, September 27, 2024 (both days inclusive) for the 44<sup>th</sup> AGM.
15. The voting rights of the members shall be in proportion to their share in the paid-up equity share capital of the Company as of the Cut-off date i.e., Saturday, September 21, 2024.
16. The Board has appointed Mr. Vikas Varma (COP: 27546), Practicing Company Secretaries, Mumbai as the Scrutinizer for conducting the remote e-voting/ ballot process, fairly and transparently.
17. To enable the Company to serve the Members better, Members who hold the shares in identical names and in the same order of names in more than one folio, are requested to write to the Company to consolidate their holdings in one folio. In the case of a joint holder attending the AGM, only such joint holder whose name appears first in the order of names will be entitled to vote.
18. In case a person becomes a Member of the Company after despatch of the Notice of AGM, and is a Member as on the cut-off date for e-voting, i.e., Saturday, September 21, 2024, such person/ Member may obtain the user ID and password from sending an email request on [evoting@cdsl.co.in](mailto:evoting@cdsl.co.in), alternatively, he may send a signed copy of the request letter providing the email address, mobile number, and self-attested PAN copy along with client master copy (in case of electronic folio)/copy of share certificate (in case of physical folio) via email to [sales@springindia.com](mailto:sales@springindia.com) for obtaining the Annual Report and Notice of AGM.

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19. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their Demat account(s) dormant for long. Periodic statements of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
20. Members can avail the facility of nomination in respect of shares held by them in physical form. Members desiring to avail of this facility may send an email to [support@purvashare.com](mailto:support@purvashare.com) Members holding shares in the Demat form may contact their Depository Participant to avail of this facility.
- 21. Procedure for inspection of documents:**  
All documents referred to in the Notice will also be available electronically for inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an e-mail to [sales@springindia.com](mailto:sales@springindia.com).
22. The Register of Directors and Key Managerial Personnel and their Shareholdings, maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested under Section 189 of the Act and all other documents referred to in the Notice will be available electronically for inspection by the members during the AGM.
23. Instructions for remote e-voting and joining the AGM are as follows:  
**INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING AGM THROUGH VC/OAVM ARE AS UNDER:**
- Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in Demat mode.
- Step 2:** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in Demat mode.
- (i) The remote e-voting period begins on Wednesday, September 25, 2024, at 09:00 a.m. and ends on Friday, September 27, 2024, at 05:00 p.m. During this period, you as a Member of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) which is Saturday, September 21, 2024, may cast your vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) If you have already voted through e-voting prior to the AGM date, you would not be entitled to vote at the meeting.
- (iii) Under SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, under Regulation 44 of SEBI Listing Regulations, listed entities are required to provide remote e-

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voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/ retail shareholders is at a negligible level.

- (iv) Currently, there are multiple e-voting service providers (ESPs) providing e-voting facilities to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.
- (v) To increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the Demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing the ease and convenience of participating in the e-voting process.

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (vi) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, on e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email ID in their demat accounts to access the e-voting facility.
- (vii) Pursuant to the aforementioned SEBI Circular, the Login method for e-voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:



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Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<p>Users who have opted for CDSL Easi / Easiest facility, can log in through their existing user ID and password. The option will be made available to reach the e-voting page without any further authentication. The URL for users to log in to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on the Login icon and select New System Myeasi.</p> <p>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 the Company. On clicking the e-voting option, the user will be able to see the e-voting page of the e-voting service provider for casting their vote during the remote e-voting period or joining virtual meetings &amp; voting during the meeting. Additionally, there are links provided to access the system of all e-voting Service Providers i.e. CDSL/ NSDL/ KARVY/ LINKINTIME, so that the user can visit the e-voting service providers' websites directly.</p> <p>If the user is not registered for Easi/Easiest, the option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a>. Alternatively, the user can directly access the e-Voting page by providing a Demat Account Number and PAN No. from an e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, the 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 Depository	<p>If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open the web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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 the '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 the e-Voting page. Click on the company name or e-voting service provider name and you will be</p>

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	<p>redirected to the e-voting service provider website to cast your vote during the remote e-voting period or join a virtual meeting &amp; vote during the meeting.</p> <p>If the user is not registered for IDeAS e-Services, the option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>.</p> <p>Select the "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>.</p> <p>Visit the e-voting website of NSDL. Open the web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of the e-voting system is launched, click on the icon "Login" which is available under the 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your 16-digit demat account number held with NSDL), Password/OTP, and a Verification Code as shown on the screen. After successful authentication, you will be redirected to the NSDL Depository site where you can see the e-Voting page. Click on the company name or e-voting service provider name and you will be redirected to the e-voting service provider website to cast your vote during the remote e-voting period or join a virtual meeting &amp; vote during the meeting.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b></p>	<p>You can also log in using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for the e-voting facility. After Successful login, you will be able to see the e-Voting option. Once you click on the e-voting option, you will be redirected to the NSDL/CDSL Depository site after successful authentication, wherein you can see the e-voting feature. Click on the company name or e-voting service provider name and you will be redirected to the e-voting service provider website to cast your vote during the remote e-voting period or join a virtual meeting &amp; vote during the meeting.</p>

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

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**Helpdesk for Individual Shareholders holding securities in Demat mode for any technical issues related to logging in through the Depository i.e., CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact the CDSL helpdesk by sending a request to <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact toll-free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact the NSDL helpdesk by sending a request to <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022 - 4886 7000 and 022 - 2499 7000

**Step 2:** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in Demat mode.

- i. Login method for e-voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**
- ii. You need to first log on to the e-voting website that is [www.evotingindia.com](http://www.evotingindia.com)
- iii. Then click on the “Shareholders” module.
- iv. Then 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. If you are holding shares in Physical Form, then please enter their Folio Number registered with the Company;
- v. Next enter the Image Verification as displayed and Click on Login.
- vi. If you are holding shares in Demat form and have logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password needs to be used.
- vii. If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat</b>
PAN	Enter your 10-digit alpha-numeric *PAN issued by the Income Tax Department (Applicable for both Demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>• 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.</li></ul>
Dividend Bank Details <b>OR</b> 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 the company records to log in. <ul style="list-style-type: none"><li>• 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.</li></ul>

- viii. After entering these details appropriately, click on the “SUBMIT” tab.
- ix. If you are holding shares in physical form, then you will directly reach the Company selection screen. However, if you are holding shares in Demat form, then you will now reach the ‘Password Creation’ menu wherein you are required to mandatorily enter your login and

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**E-mail:** [sales@springindia.com](mailto:sales@springindia.com), **Website:** [www.springformtech.com](http://www.springformtech.com)

**CIN: L51900MH1979PLC021914**

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password in the new password field. Kindly note that this password is to be also used by you for voting for resolutions of any other company on which you are eligible to vote, provided that the Company opts for e-voting through the CDSL platform. It is strongly recommended that you not share your password with any other person and take utmost care to keep your password confidential.

- x. If you are holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi. Click on the EVSN for **Springform Technology Limited** on which you choose to vote.
- xii. 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.
- xiii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiv. 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.
- xv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvi. You can also take a print of the votes cast by clicking on the "Click here to print" option on the Voting page.
- xvii. If you are a Demat account holder and you have 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.
- xviii. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to the scrutinizer for verification.
- xix. 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](http://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](mailto: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.
  - The list of accounts linked in the login will be mapped automatically & can be delinked 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 favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with the attested specimen signature of the duly authorized signatory who is authorized to vote, to the Scrutinizer and the Company at the email address viz; [sales@springindia.com](mailto:sales@springindia.com) (designated email address by the company), if

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they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

## **INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM AND E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meetings & e-voting on the day of the AGM is the same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend the meeting will be available where the EVSN of the Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / iPads for a better experience.
5. Further shareholders will be required to allow the Camera and use the Internet at a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through laptops connecting via Mobile hotspots may experience Audio/Video loss due to Fluctuations in their respective network. It is therefore recommended to use a Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as speaker by sending their request to [sales@springindia.com](mailto:sales@springindia.com) in advance at least 10 days before the meeting mentioning their name, Demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send them to [sales@springindia.com](mailto:sales@springindia.com) in advance at least 10 days before the meeting mentioning their name, Demat account number/folio number, email ID, mobile number at (company email ID). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through the VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through the VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

## **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/ MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders: Please update your email ID & mobile no. with your respective

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## Depository Participant (DP).

3. 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 the Depository.

If you have any queries or issues regarding attending the AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact toll-free no. 1800 21 09911.

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, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 22 55 33.

To address issues/grievances of shareholders relating to the ensuing AGM the following officials have been designated:

<b>Name</b>	Mr. Pankaj Shah
<b>Designation</b>	Director
<b>Address</b>	5B, Dudhia Industrial Estate, 2 <sup>nd</sup> Floor, Opp. S. V. Road, Dahisar East, Mumbai 400068
<b>Contact</b>	(022) 28914495

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## GENERAL INSTRUCTIONS:

1. The Scrutinizer shall immediately after the conclusion of the voting at the AGM, first count the votes cast at the meeting, thereafter unblock the votes through e-voting in the presence of at least two witnesses, not in the employment of the Company and make a Scrutinizer Report of the total votes cast in favor or against, if any, and submit the same to the Chairman of the Company or person authorized by him in writing, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws.
2. The results declared along with the Scrutinizer's Report shall be placed on the Company's website at [www.springformtech.com](http://www.springformtech.com) and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com) and shall also be communicated to the BSE Limited and those resolutions shall be deemed to be passed at the AGM of the Company.

By Order of the Board

For Springform Technology Limited



**Pankaj Shah**

**Director**

**DIN: 00945911**

**Place: Mumbai**

**Date: September 02, 2024**

# SPRINGFORM TECHNOLOGY LIMITED

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**EXPLANATORY STATEMENT TO BE ANNEXED TO NOTICE PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013 IN RESPECT OF THE SPECIAL BUSINESSES MENTIONED IN THE NOTICE OF THE 44<sup>TH</sup> ANNUAL GENERAL MEETING OF SPRINGFORM TECHNOLOGY LIMITED TO BE HELD ON SATURDAY, SEPTEMBER 28, 2023, AT 04.00 P.M. (IST) THROUGH VIDEO CONFERENCE FACILITY DEEMED AT THE REGISTERED OFFICE OF THE COMPANY TO TRANSACT THE FOLLOWING BUSINESS**

## **Item No 4 to 6**

Due to recent acquisition/takeover of the Company, there was a change in the promoter shareholding vide an Open Offer dated April 10, 2024, wherein 30,550 equity shares (Equivalent to 61.1%) held by Mr. Pankaj Shah (Promoter of the Company) were transferred to Mr. Paramjeet Singh Chhabra, Mrs. Amarjeet Kaur Sachdeva, and Mr. Amandeep Singh on July 18, 2024 and 4,500 equity shares (Equivalent to 9%) held by Mrs. Rupali Pankaj Shah (Promoter of the Company) was transferred to Mr. Amandeep Singh on August 12, 2024.

Due to the aforesaid, there is a need to change the management of the Company. Therefore, your Board based on the recommendation of the Nomination and Remuneration Committee appointed Mr. Paramjeet Singh Chhabra (DIN: 00153183), Mrs. Amarjeet Kaur Sachdeva (DIN: 10454961), and Mr. Amandeep Singh (DIN: 07046003) as Additional Directors, with effect from September 02, 2024, to hold office until the ensuing 44<sup>th</sup> Annual General Meeting of the Company and was proposed to be re-appointed thereat.

Mr. Paramjeet Singh Chhabra (DIN: 00153183), Mrs. Amarjeet Kaur Sachdeva (DIN: 10454961), and Mr. Amandeep Singh (DIN: 07046003) have furnished their consent and declarations for their appointment as required under the Companies Act, 2013 and Rules made thereunder.

All other relevant details of Mr. Paramjeet Singh Chhabra (DIN: 00153183), Mrs. Amarjeet Kaur Sachdeva (DIN: 10454961), and Mr. Amandeep Singh (DIN: 07046003) and information as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and under Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, are mentioned as below:

<b>Sr. No.</b>	<b>Particulars</b>	<b>Mr. Paramjeet Singh Chhabra</b>	<b>Mrs. Amarjeet Kaur Sachdeva</b>	<b>Mr. Amandeep Singh</b>
1	DIN	00153183	10454961	07046003
2	Age	71 years	63 years	50 years
3	Qualification	Bachelor of Science and Master of Business Administration	Bachelor of Commerce	12 <sup>th</sup> pass



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4	Experience and expertise in specific functional areas	He has experience of around 48 years in manufacturing and marketing of Spring Mattresses	NIL	He has experience of the mattress industry and around 30 years in business operation
5	Terms & Conditions of Appointment	No special perquisites or benefits as a Director. All terms and conditions of appointment are as per the employment agreement, if any, and the applicable policies of the Company. As a Director he is liable to retire by rotation	No special perquisites or benefits as a Director. All terms and conditions of appointment are as per the employment agreement, if any, and the applicable policies of the Company. As a Director she is liable to retire by rotation	No special perquisites or benefits as a Director. All terms and conditions of appointment are as per the employment agreement, if any, and the applicable policies of the Company. As a Director he is liable to retire by rotation
6	Details of Remuneration sought to be paid, if any	NIL	NIL	NIL
7	Remuneration last drawn by such a person	NIL	NIL	NIL
8	Date of the First appointment on the Board	September 02, 2024	September 02, 2024	September 02, 2024
9	Shareholding in the Company	14020 equity shares	14020 equity shares	7010 equity shares
10	Relationship with the other directors, Managers, and Key Managerial Personnel of the Company	NIL	NIL	NIL
11	Number of Meetings of the Board	NIL	NIL	NIL

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	attended during the year			
12	Other directorship/ membership/ Chairmanship of the Committee of other Board	NIL	NIL	NIL
13	Directorship held in other Companies	a. Inertia Aluminium Private Limited b. Springwel Mattresses Private Limited	NIL	a. Inertia Aluminium Private Limited b. Springwel Mattresses Private Limited

The relevant documents are available for inspection by the Members of the Company through electronic mode, for which members are requested to send their specific request for inspection of the document before or at the AGM via email ID of the Company [sales@springindia.com](mailto:sales@springindia.com).

Your Board recommends the Ordinary Resolution as set out in Item No.4 to 6 of the Notice for your approval.

None of the Directors of the Company or Key Managerial Personnel or their relatives are concerned or interested, financial or otherwise in the proposed resolution no.4 to 6 set out in the Notice.

**For Springform Technology Limited**



**Pankaj Shah**  
**Director**  
**DIN: 00945911**

**Place: Mumbai**  
**Date: September 02, 2024**

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## Annexure-I to the Notice dated September 02, 2024

### Detail of Directors retiring by rotation at the AGM:

Particulars	Details
Name	Mrs. Rupali Pankaj Shah
DIN	06955564
Date of Birth and Age	23/11/1980, 44 years
Qualifications	B. Tech (Computer Science)
Expertise in specific functional areas/ Brief Resume	21 years of experience in accounts, software, and general administration
Directorship held in other Companies	2
Membership/ Chairmanship of committees of other companies	Nil
Shareholding in the Company including shareholding as a beneficial owner as of March 31, 2024 (as of the date of this Report)	4500 equity shares as on March 31, 2024 NIL equity shares as on the date of the report
Relationship with other Directors, inter-se	Mrs. Rupali Pankaj Shah is the wife of Mr. Pankaj Kishor Shah

By Order of the Board

For Springform Technology Limited



Pankaj Shah

Director

DIN: 00945911

Place: Mumbai

Date: September 02, 2024