OptiValue Tek Consulting Limited

CIN: -L72200DL2011PLC221539

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting (EGM) of the Members of Optivalue Tek Consulting Limited will be held on Monday, 8th day of December, 2025 at 11:30 AM through video conferencing, to transact the following special business:

SPECIAL BUSINESS

Item No. 1 – Appointment of Secretarial Auditor

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 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and in accordance with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consent of the Members be and is hereby accorded for the appointment of M/s. SNK and Associates, Practising Company Secretary (M. No. F11256 and CP No. 11097), as the Secretarial Auditor of the Company for the financial year 2025–26 to the financial year 2029-30, to conduct the Secretarial Audit of the Company, at such remuneration and on such terms and conditions as may be determined by the Board of Directors in consultation with the said Auditor."

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board of Directors
For Optivalue Tek Consulting Limited

For OPTIVALUE TEK CONSULTING LIMITED

Ashish Kumar

Ashish Kumar
Managing Director Managing Director
DIN: 03511258

Date: 13.11.2025
Place: New Delhi

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and such proxy need not be a member of the Company.

2. The instrument appointing proxy, in order to be valid, must be deposited at the Registered Office of the Company not less than **48 hours before** the commencement of the meeting.

3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out material facts relating to the Special Business to be transacted at the meeting, is annexed hereto.

4. In accordance with Regulation 46 and other applicable provisions of the SEBI (LODR) Regulations, 2015, this Notice will also be available on the Company's website at **www.optivaluetek.com** and on the website of NSE at **www.nseindia.com**.

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

The Board of Directors at its meeting held on 13th November, 2025, has approved the appointment of M/s. SNK and Associates, Practising Company Secretary, as the Secretarial Auditor of the Company for the financial year 2025–26 to the financial year 2029-30 in terms of the provisions of Section 204 of the Companies Act, 2013 and Regulation 24A of the SEBI (LODR) Regulations, 2015 as applicable to SME listed companies.

The Secretarial Auditor will conduct the Secretarial Audit and issue a report in Form MR-3.

The remuneration payable to the Secretarial Auditor shall be decided by the Board of Directors in consultation with the Auditor.

None of the Directors, Key Managerial Personnel, or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the resolution as set out in Item No. 1 for approval of the Members as an Ordinary Resolution.

By Order of the Board of Directors
For Optivalue Tek Consulting Limited

For OPTIVALUE TEK CONSULTING LIMITED

Ashish Kumar

Managing Director

Ashish Kumar
Managing Director
DIN: 03511258

Date: 13.11.2025
Place: New Delhi

Annexure-1

The brief details as required under SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 are as follows:

Particulars	**Details**
Name of the Auditor	M/s. SNK and Associates
Reason for Change	Based on recommendation of audit committee, the Board of Director has approved the appointment of M/s SNK and Associates as Secretarial Auditor for FY 2025–26 to FY 2029-30 subject to shareholders' approval in the ensuing EGM.
Date of Appointment	Board Approved on 13.11.2025 (subject to shareholders' approval in the ensuing EGM)
Brief Profile	M/s. SNK and Associates is a well-established firm of Practicing Company Secretaries. The firm specializes in Company Secretarial services. Having undergone peer review, delivers comprehensive consulting and advisory services in corporate law. Their expertise encompasses a wide spectrum, including Corporate Secretarial Services, Secretarial Audit, SEBI compliances, NBFC Compliances, Initial Public Offerings, Foreign Direct Investment, Business Setup, and Fund Raise compliance. Their expertise encompasses a wide spectrum, including Corporate Secretarial Services, Secretarial Audit, SEBI compliances, Initial Public Offerings, Foreign Direct Investment and Overseas Direct Investment under FEMA, Business Setup, and Fund Raise compliance.
Disclosure of relationships between directors	M/s SNK and Associates, are not related to any Director of the Company.