



# KANDARP DIGI SMART BPO LIMITED

(Formerly Kandarp Management Services Pvt. Ltd.)

Head Office : Plot No. - 69 & 70, Block-C, Sector-2, Noida - 201301 (U.P.)

Ph. : +0120-4089107, www.kdsbpo.com



## **2<sup>ND</sup> (SECOND) CORRIGENDUM TO THE NOTICE OF ANNUAL GENERAL MEETING**

### **2<sup>ND</sup> CORRIGENDUM TO THE NOTICE OF THE ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF KANDARP DIGI SMART BPO LIMITED ("THE COMPANY") SCHEDULED TO BE HELD ON SATURDAY, 27<sup>TH</sup> SEPTEMBER 2025 AT 01.00 PM AT ITS REGISTERED OFFICE AT GF22 HANS BHAWAN, 1, BAHADUR SHAH ZAFAR MARG NEW DELHI CENTRAL DELHI 110002**

This is with reference to the Notice of the 24<sup>th</sup> Annual General Meeting of the Company scheduled to be held on Saturday, 27<sup>th</sup> September, 2025 at 01.00 PM at its Registered Office at GF-22 Hans Bhawan, 1, Bahadur Shah Zafar Marg New Delhi Central Delhi 110002 ("**AGM Notice**") dated August 30, 2025 and Corrigendum dated September 18, 2025 issued to the Members of Kandarp Digi Smart BPO Limited ("Company") and ongoing e-voting available from Wednesday, September 24, 2025, 9:00 a.m. (IST) to Friday, September 26, 2025, 5:00 p.m. (IST).

The said AGM Notice dated August 30, 2025 along with Explanatory Statement annexed thereto and Corrigendum dated September 18, 2025 were dispatched via email to the Shareholders of the Company on September 4, 2025 and September 18, 2025 respectively in due compliance with the provisions of the Companies Act, 2013 and rules made thereunder, read with circulars issued by the Ministry of Corporate Affairs and Securities Exchange Board of India, respectively. This Corrigendum-2 is being issued to give notice to amend the details as mentioned below and pursuant to the provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018:

The Company had filed application with the stock exchange namely, National Stock Exchange of India Limited ("NSE") for seeking in-principle approval in relation to the proposed preferential issue of Share Warrants of the Company for which the approval of the shareholders is being sought. Thereafter, the Company has further received necessary observations from NSE through letter no. Ref: NSE/LIST/50661 dated September 23, 2025, pursuant to which, the company is issuing this Corrigendum-2 notifying the amendments/ modifications/ deletion with respect to certain disclosures under the explanatory statement, as mentioned herein:

### **REVISED EXPLANATORY STATEMENT PARAGRAPHS RELATING TO ITEM NO. 5:**

In the Explanatory Statement of the AGM Notice & the earlier corrigendum the following modifications be done:

- 1) Point No. 1, table of the Object of the Issue and last para on Interim Use of Issue Proceeds will be updated as follows:

SN	Particulars	Amount (In Rs.)	Tentative timelines for utilization of Issue Proceeds
1	Capital Expenditure (Capex)	12,50,00,000	Within 02 years from receipt of funds
2	Working Capital Requirement	10,00,00,000	Within 02 years from receipt of funds



3	General Corporate Purposes (Apprx)	8,48,66,000	Within 02 years from receipt of funds
4	Repayment of existing loans	4,00,00,000	Within 03 months from receipt of funds
	<b>Total Utilization</b>	<b>34,98,66,000</b>	

*\* Considering 100% subscription under Issue and conversion of 100% Warrants into Equity Shares within the stipulated time*

**2) Point 16 will be updated as follows:**

SN	Name of the Proposed Allottees	Name Of Ultimate Beneficiary Owners
1	Rushabh Rajnikant Shah (HUF)	Rushabh Rajnikant Shah
2	MR COUNTRY SIDE Private Limited	Ravi Goyal (99.99%)
3	Jakson Assets Private Limited	Sameer Gupta (33.30%), Sundeep Gupta (33.40%) and Ravi Goyal (33.30%)
4	Onvo Aquarrius Private Limited	Bhavin Shailesh Kamani (50%) & Kaushilk Mahesh Waghela (50%)
5	Reliable Data Services Limited	It is a listed company and does not have any specific UBO.

**3) Point 17 will be updated as follows:**

SN	Name of the Proposed Allottee	Current Status / Category	Name Of Ultimate Beneficiary Owners	Pre-Issue No of Shares	Pre-Issue % Holding	Number of Equity Shares proposed to be allotted or to be allotted post conversion of Warrants into Equity	Post - Issue No of Shares	Post Issue % Holding
1.	Reliable Data Services Limited	Promoter	NA	46,43,000	51.74	10,00,000	56,43,000	45.80
2.	Meenakshi Pathak	Promoter	NA	5,00,400	5.58	4,000	5,04,400	4.09



3.	Sunil Kumar Rai	Promoter	NA	1,26,000	1.40	4,000	1,30,000	1.06
4.	Sanjay K Pathak	Promoter Group	NA	900	0.01	4,000	4,900	0.04
5.	Anil K Jha	Promoter Group	NA	900	0.01	8,000	8,900	0.07
6.	Sandeep Jha	Promoter Group	NA	900	0.01	4,000	4,900	0.04
7.	Rakesh Jha	Promoter Group	NA	900	0.01	4,000	4,900	0.04
8.	Srishti Jha	Non-Promoter - Public	NA	-	-	4,000	4,000	0.03
9.	Anshu Jha	Non-Promoter - Public	NA	-	-	4,000	4,000	0.03
10.	Meenu Rai	Non-Promoter - Public	NA	-	-	4,000	4,000	0.03
11.	Onvo Aquarrius Private Limited	Non-Promoter - Public	Bhavin Shailesh Kamani (50%) & Kaushilk Mahesh Waghela (50%)	-	-	6,82,000	6,82,000	5.54
12.	Manish Nitin Thakur	Non-Promoter - Public	NA	-	-	1,08,000	1,08,000	0.88
13.	Rushabh Rajnikant Shah (HUF)	Non-Promoter - Public	Rushabh Rajnikant Shah	-	-	48,000	48,000	0.39
14.	Vishal Rajeshkumar Shah	Non-Promoter - Public	NA	-	-	48,000	48,000	0.39
15.	Samkit Ramesh Jain	Non-Promoter - Public	NA	-	-	24,000	24,000	0.19



16.	MR COUNTRY SIDE Private Limited	Non-Promoter - Public	Ravi Goyal (99.99%)	-	-	7,74,000	7,74,000	6.28
17.	Jakson Assets Private Limited	Non-Promoter - Public	Sameer Gupta (33.30%), Sundeep Gupta (33.40%) and Ravi Goyal (33.30%)	-	-	2,96,000	2,96,000	2.40
18.	Mahesh Mulchand Waghela	Non-Promoter - Public	NA	-	-	2,80,000	2,80,000	2.27
19.	Shreya Keyur Soni	Non-Promoter - Public	NA	-	-	24,000	24,000	0.19
20.	Shyamsunder Rathi	Non-Promoter - Public	NA	-	-	24,000	24,000	0.19

**4) Point No. 23, exact link of PCS certificate is updated as follows:**

PCS Certificate Link - <https://www.kdsbpo.com/wp-content/uploads/2025/09/1.-PCS-Certificate.pdf>

This corrigendum-2 shall form an integral part of the AGM Notice, which has already been circulated to the Shareholders of the Company and on and from the date hereof, the AGM Notice shall always be read in conjunction with the Corrigendum dated September 18, 2025 and this Corrigendum-2.

The Shareholders / Members who have already voted and have any objections can email to Ms. Neha Mehra as Practicing Company Secretaries (ACS-26134, CP No. 12856) at [nehamehraassociates@gmail.com](mailto:nehamehraassociates@gmail.com) who is the scrutinizer ("Scrutinizer") for conducting the evoting process in a fair and transparent manner, within 48 hours from the date of receipt of this Corrigendum-2.



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All other contents of the AGM and Corrigendum dated September 18, 2025 save and except as modified or supplemented by this Corrigendum-2, shall remain unchanged. Capitalized terms used but not defined herein shall have the same meaning ascribed to them in the AGM Notice and the explanatory statement thereof.

This corrigendum will be available on the Website of the Company [www.kdsbpo.com](http://www.kdsbpo.com).

For and on behalf of  
Kandarp Digi Smart BPO Limited

Meenakshi Pathak  
Whole Time Director  
DIN: 02009605

Place: Delhi  
Date: 24/09/2025