

NOTICE OF EXTRA ORDINARY GENERAL MEETING

NOTICE is hereby given that the Extraordinary General Meeting of the Equity shareholders of Rithwik Facility Management Services Limited will be held on Thursday, July 27, 2023 at 11.00 a.m. at R R Towers III, Thiru Vi Ka Industrial Estate, Guindy, Chennai – 600 032, to transact the following business:

Special Business:

1. Re-Appointment of Mr. G Jayaraman (DIN: 08112010) as Independent Director for the second term commencing from May 7, 2023 to May 6, 2028

To Consider and if thought fit, to pass the following resolution with or without modifications as a Special Resolution.

“RESOLVED THAT pursuant to the provisions of Sections 149(10), 150, 152 and Schedule IV and any other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and on the basis of recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. G. Jayaraman, (DIN: 08112010), Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director on the Board of the Company, not liable to retire by rotation, for the second term of five consecutive years commencing from May 7, 2023 till May 6, 2028

RESOLVED FURTHER THAT any Directors of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

2. Appointment of Mrs. Anitha Radhakrishnan (DIN:02820945), as a Non-Executive Director

To consider and if thought fit, to pass the following resolution with or without modification as an Ordinary Resolution.

“RESOLVED THAT pursuant to the provisions of Section 149, 152, & 161 of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and the rules made thereunder, and Articles of Association of the Company, Mrs. Anitha Radhakrishnan, (DIN: 02820945) who was appointed as an Additional Director on June 28, 2023 be and is hereby appointed as Non-Executive Director on the Board of the Company, who is liable to retire by rotation.

RESOLVED FURTHER THAT any Directors of the Company to do all acts, matters, deeds, things and to execute all documents and to take all steps as may be required, necessary, expedient or desirable for giving effect to the above resolutions and make all such filings as required under the Act.”

Notes:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts relating to the business stated under item Nos. 1 to 2 is annexed hereto.

2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN 48 HOURS PRIOR TO THE COMMENCEMENT OF THE MEETING.

3. Pursuant to Section 101 of the Companies Act, 2013 ("the Act") read with rules framed thereunder (as amended from time to time) and in compliance with the said MCA Circulars, the Notice of the EGM is being sent only through electronic mode to Members whose e-mail address is registered with the Company/the Depository Participants.

Members may note that the Notice of EGM is made available under Investor Section on the Company's website at www.rithwik.co.in

4. The notice will also be available at the Company's Registered Office for inspection during normal business hours on working days. Members may write to us at cs@rithwik.co.in, if they have any queries or require communication in physical form in addition to electronic communication.

5. Brief profile and other required information about the appointment of Directors pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2, is enclosed to this Notice.

6. Pursuant to Section 91 of the Companies Act, 2013, Register of shareholders and Share Transfer Books of the Company will remain closed from July 21, 2023 to July 27, 2023 (both days inclusive), for the purpose of the Extra ordinary General Meeting.

7. The Company has appointed Mr. Arun Kumar Khandelwal, Practicing Company Secretary (FCS 9350), Chennai as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

8. The Results shall be declared at or after the Extraordinary General Meeting of the Company. The results declared shall be placed on the company's website www.rithwik.co.in and on the website of CDSL within two (2) days of passing of the resolution at the Extra Ordinary General Meeting of the Company and the same shall also be communicated to BSE Limited where the shares of the Company are listed.

9. Members are requested to contact the Company's Registrar & Share Transfer Agent (RTA), i.e. M/s. Bigshare Services Private Limited for reply to their queries/ redressal of complaints, if any, or contact Mr. S Jayapandi, Company Secretary of the Company (Phone: 91-44-43534441; Email: cs@rithwik.co.in)

Bigshare i-Vote E-Voting System

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- i. The voting period begins on Monday, July 24,2023 at 9.00 a.m IST and ends on Wednesday, July 26,2023 at 5.00 p.m IST. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 20th Day of July, 2023 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-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.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order 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 ease and convenience of participating in e-voting process.

- iv. 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 in order to access e-Voting facility.

1. Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for **Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.

<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com 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 ‘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 e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
<p>Individual Shareholders (holding securities in demat mode) login through their Depository</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Participants

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

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through 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 CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’(User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
 - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
 - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID**as user id.
 - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

Note If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**INVESTOR LOGIN**’ tab and then Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**Reset**’.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on “**VOTE NOW**” option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option “**INFAVOUR**”, “**NOT IN FAVOUR**” or “**ABSTAIN**” and click on “**SUBMIT VOTE**”. A confirmation box will be displayed. Click “**OK**” to confirm, else “**CANCEL**” to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**REGISTER**” under “**CUSTODIAN LOGIN**”, to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with “**User id and password will be sent via email on your registered email id**”.

NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**CUSTODIAN LOGIN**’ tab and further Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**RESET**’.
(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
 - Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
 - Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.

Note: The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)

 - Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
------------	------------------

Shareholder/sother than individual shareholders holding shares in Demat mode & Physical mode.

In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at <https://ivote.bigshareonline.com>, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.

4. Procedure for joining the AGM/EGM through VC/ OAVM:

For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- The Members may attend the AGM through VC/ OAVM at <https://ivote.bigshareonline.com> under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘EVENTS’ option on investorportal.
- Select event for which you are desire to attend the AGM/EGM under the dropdown option.
- For joining virtual meeting,you need to click on “VC/OAVM” link placed beside of“**VIDEO CONFERENCE LINK**”option.
- Members attending the AGM/EGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The instructions for Members for e-voting on the day of the AGM/EGM are as under:-

- The Members can join the AGM/EGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM/EGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM/EGM.
- Members who have voted through Remotee-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at theAGM/EGM.

Helpdesk for queries regarding virtual meeting:

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions ('FAQs') available at <https://ivote.bigshareonline.com>, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.

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

Item no.1

Mr. G. Jayaraman was appointed as a Non-Executive Independent Director on the Board of the Company pursuant to the provisions of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations 2015 [SEBI(LODR)] and the Companies Act, 2013 (“the Act”) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, by the Board as Additional Director at the board meeting held on May 7, 2018 and subsequently approved by the Members at the 8th Annual General Meeting (“AGM”) of the Company held on September 27, 2018 for a period 5 years commencing from May 7, 2018 to May 6, 2023 (“first term”). Based on business knowledge, acumen, integrity and experience of Mr. G. Jayaraman and outcome of performance evaluation, the Nomination and Remuneration Committee and the Board of Director approved and recommended the re-appointment of Mr. Jayaraman as an Non Executive Independent Director, subject to approval of Members, for the second term for a period of 5 years commencing from May 7, 2023 to May 6, 2028 (both days inclusive), not liable to retire by rotation.

Brief Profile:

Mr. G. Jayaraman (Age - 42 years) is presently the Associate Director at Ola Electric Technologies private limited an Indian electric two-wheeler manufacturer, based in Bengaluru. Fostered and maintained sustainable relationships with the Community, Government and other third-party stakeholders, he achieved record-breaking benchmark in availing all statutory requirements for the industry ensuring compliance and efficiency in the market. He spearheaded the organization to launch the commercial production in just 8 months of inception which showcase his strong leadership and management skills. He managed 2 Green field project from land identification to commercial production and working on his 3rd project on the same. He also handled 1 Brown field project ensuring seamless integration into the Company’s operations. Previously, he has served as AGM – External Affairs with (Cheyyar SEZ Developers Private Limited).

G. Jayaraman has been an Independent Director on the Board of R R Industries Limited, an unlisted public company which is into the development of IT parks in Chennai.

He holds degrees in Corporate Secretaryship from Pachaiyappas’ College, Chennai, Madras university, pursuing Professional Programme from the Institute of Company Secretaries.

The details with regard to Mr. G. Jayaraman as stipulated under the applicable Secretarial Standard are as under:

Director Identification Number	08112010
Age	42
Qualification	M.C.S, CS (Inter)

Brief Profile, Nature of expertise/ experience	He is presently the Associate Director at Ola Electric Technologies private limited an Indian electric two-wheeler manufacturer, based in Bengaluru. Fostered and maintained sustainable relationships with the Community, Government and other third-party stakeholders, he achieved record-breaking benchmark in availing all statutory requirements for the industry ensuring compliance and efficiency in the market. He spearheaded the organization to launch the commercial production in just 8 months of inception which showcase his strong leadership and management skills. He managed 2 Green field project from land identification to commercial production and working on his 3 rd project on the same. He also handled 1 Brown field project ensuring seamless integration into the Company's operations. Previously, he has served as AGM – External Affairs with (Cheyyar SEZ Developers Private Limited)
No of shares held in the Company (including as a beneficial owner)	NIL
Terms and conditions of appointment/reappointment	Re-appointment as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for second term on the Board of the Company commencing from May 6, 2023 to May 6, 2028.
Remuneration last drawn	NIL
Remuneration sought to be paid	NIL except for the Sitting fees.
Date of first appointment on the Board	Appointed on May 7, 2018.
Relationship with other Directors, of the Company	Mr. G. Jayaraman is not related to any of the other Directors of the Company
Directorships held in other companies	1. R R Industries Limited
Membership / Chairmanship of Committees in other companies	Audit Committee Chairman 1. R R industries Limited

Mr. G. Jayaraman is not disqualified from being appointed as Director in terms of section 164 of the Act. Copy of the draft letter of re-appointment of Mr. G. Jayaraman setting out terms and conditions of re-appointment are available for inspection by the Members in electronic form as per the instructions provided in the Note No. 1 of this Notice.

The Company has received confirmation from Mr. G. Jayaraman stating that he meets the criteria of independence as prescribed under sub-section (6) of section 149 of the Companies Act, 2013.

In the opinion of the Board, Mr. G. Jayaraman fulfils the conditions for re-appointment as Independent Director as specified in the Act. Mr. G. Jayaraman is independent of the management.

The Board is of the view that Mr. G. Jayaraman's knowledge and experience will continue to be of immense benefit and value to the Company and accordingly, recommends his re-appointment as an Independent Director to the Members.

The Company has received notice in writing from a Member under section 160 of the Act, proposing the candidature of Mr. G. Jayaraman, for the office of Director of the Company.

Save and except Mr. G. Jayaraman, and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors and KMPs of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 1 of the Notice.

Mr. G. Jayaraman is not related to any other Director of the Company. The Board recommends the Special Resolution set out at Item No. 1 of the Notice for approval of the Members.

In respect of Item No.2

The Board of Directors at their Meeting held on June 28, 2023 had appointed Mrs. Anitha Radhakrishnan (DIN: 02820945) as an Additional Director to hold office till the date of next General Meeting. Mrs. Anitha Radhakrishnan, having the expertise knowledge in the field of Finance, Taxation and Accounting which will be an added advantage for the Company. The brief profile of Mrs. AnithaRadhakrishnan is given below:

Brief Profile:

Based on the expertise she carries with her, the Nomination and Remuneration Committee and the Board of Director at their respective meeting held on June 28, 2023 had approved the appoint of Mrs. Anitha on the Board of the Company.

The Board considering the recommendations and the expertise knowledge of Mrs. Anitha Radhakrishnan approved the appointment of Mrs. Anitha Radhakrishnan as an Additional Director of the Company by passing the following resolutions, subject to the Shareholders approval.

Director Identification Number	02820945
Age	39 Years
Qualification	Post Graduate in commerce
Brief Profile, Nature of expertise/ experience	<p>Mrs. Anitha Radhakrishnan is a post graduate in commerce, having expertise knowledge in the field of Taxation and Secretarial Compliances.</p> <p>She has vast experience in field of accounting, Direct and indirect Taxes who has closely worked with Auditors during Audit and reviews. Her core competencies are Finance and Accounting, Financial Planning, budgeting and Forecasting, MIS reporting, cross Functional Co-ordination and team management.</p>
No of shares held in the Company (including as a beneficial owner)	NIL
Terms and conditions of appointment/reappointment	Regularization of Additional Director appointed on June 28, 2023
Remuneration last drawn	NIL

Remuneration sought to be paid	NIL Except for Sitting Fees and Out of Pocket Expenses
Date of first appointment on the Board	June 28, 2023
Number of Board meetings attended	NIL
Relationship with other Directors, of the Company	Un-related to any of the Directors
Directorships held in other companies	1. ECONOMIST COMMUNICATIONS LIMITED 2. ESHWAR CORPORATE SOLUTIONS PRIVATE LIMITED
Membership / Chairmanship of Committees in other companies	NIL

Save and except Mrs. Anitha Radhakrishnan, and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors and KMPs of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 2 of the Notice.

Mrs. Anitha Radhakrishnan is not related to any other Director of the Company. The Board recommends the Ordinary Resolution set out at Item No. 2 of the Notice for approval of the Members.

Date: June 28, 2023

Place: Chennai

By order of the Board

For Rithwik Facility Management Services Limited



S. Jayapandi

Company Secretary

A21909



ATTENDANCE SLIP

(To be presented at the entrance)

Extraordinary General Meeting of the Company held on Thursday, July 27, 2023 at 11.00 a.m. at R R Towers III, Thiru Vi Ka Industrial Estate, Guindy, Chennai – 600 032.

Folio No. DP ID No. Client ID No.

Name of the Member Signature.

Name of the Proxyholder Signature.

- 1. Only Member/Proxyholder can attend the Meeting.
- 2. Member/Proxyholder should bring his/her copy of the Notice of EGM to reference at the Meeting.



PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 1993) of the Companies (Management and Administration) Rules, 2014)

Name of the Member(s)

Registered address

E-mail Id

Folio No. / Client ID No. : DP ID No.

I/We, being the member(s) ofShares of Rithwik Facility Management Services Limited, hereby appoint

- 1. Name :..... E-mail ID :.....
Address
Signature :..... or failing him
2. Name :..... E-mail ID :.....
Address:.....
Signature :..... or failing him
3. Name :..... E-mail ID :.....
Address:.....
Signature :.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-ordinary General Meeting of the Company to be held on Thursday, July 27, 2023, at 11.00 a.m. at R R Tower III, Thiru Vi Ka Industrial Estae, Guindy, Chennai – 600 032 and at any adjournment thereof in respect of such resolutions as are indicated below :

- 1. Re-appointment of Mr. G. Jayaraman as Independent Director for the Second Consecutive term commencing from May 7, 2023 to May 6, 2028.
2. Appointment of Mrs. Anitha Radhakrishnan as Non-Executive Non-Independent Director of the Company.

Signed this..... day of.....2023

Signature of shareholder..... Signature of proxyholder.....



NOTES :

1. This Form in order to be effective should be duly completed and deposited at the Registered Office of the Company at R R Tower III, Thiru vi Ka Industrial Estate, Guindy, Chennai – 600 032 not less than 48 hours before the commencement of the Meeting.
2. Those Members who have multiple folios with different joint holders may use copies of this Attendance slip/Proxy.

Date: June 28, 2023

Place: Chennai

By order of the Board

For Rithwik Facility Management Services Limited

A handwritten signature in black ink, appearing to read "S. Jayapandi", is written over a faint, rectangular stamp.

S. Jayapandi

Company Secretary

A21909