



BANDARAM PHARMA PACKTECH LIMITED

(Formerly known as Shiva Medicare Limited)

CIN: L93090KA1993PLC159827

To,

Date: 07.04.2023

BSE Limited,
P. J. Towers, Dalal Street,
Mumbai - 400001

Dear Sir/Madam,

Sub: Notice for the Extra- Ordinary General Meeting of the Company

Unit: Bandaram Pharma Packtech Limited

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit Notice for the 1st Extra-Ordinary General Meeting of the Company for the financial year 2023-24 scheduled to be held on Monday, 01.05.2023 at 11.00 A.M. through Video Conference / Other Audio-Visual Means (VC/OAVM) facility.

Further, 24.04.2023 is fixed as the cut-off date for e-voting in connection with the Extra-Ordinary General Meeting of the Company

This is for the information and records of the Exchange, please.

Thanking you.

**Yours sincerely,
For Bandaram Pharma Packtech Limited
(formerly known as Shiva Medicare Limited)**

BHANDARAM Digitally signed by
MUNIRATNA BHANDARAM
M REDDY MUNIRATNAM REDDY
Date: 2023.04.07
15:45:04 +05'30'

**B. Muniratnam Reddy
Chairman
DIN: 09487708**

Encl. as above



BANDARAM PHARMA PACKTECH LIMITED

(Formerly known as Shiva Medicare Limited)

CIN: L93090KA1993PLC159827

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 1ST EXTRA ORDINARY GENERAL MEETING FOR THE FINANCIAL YEAR 2023-24 OF THE SHAREHOLDERS OF BANDARAM PHARMA PACKTECH LIMITED WILL BE HELD ON MONDAY; THE 1ST DAY OF MAY, 2023 AT 11:00 A.M. THROUGH VIDEO CONFERENCING AND OTHER AUDIO-VISUAL MEANS TO TRANSACT THE FOLLOWING SPECIAL BUSINESS:

Special Business:

1. Issue of Equity Shares on Rights Basis – Amendment to the Objects of the Rights Issue to include Conversion of unsecured loans into equity shares of the Company:

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution:**

“RESOLVED THAT in continuation of the resolution passed in the Extraordinary General Meeting held on 07th March, 2023 and subject to the provisions of Section 62 and other applicable provisions, if any, of the Companies Act, 2013 and rules made there under, the provisions of the Memorandum and Articles of Association of the Company and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended from time to time “SEBI (ICDR) Regulations”, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, the Reserve Bank of India (RBI) and Government of India under the provisions of Foreign Exchange Management Act, 1999 and/ or any other competent authorities and subject to such conditions and modifications as may be prescribed by any of them while granting any such approval(s), permission(s), consent(s) and sanction(s) and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee of Directors duly constituted by the Board of Directors or any Committee which the Board of Directors may hereafter constitute to exercise one or more of its powers including the powers conferred by this resolution), consent of the Company be and is hereby accorded to amend the objects of the proposed Rights Issue wherein it is proposed to issue equity shares in the ratio of 3:1 shares i.e., three equity shares for every one equity share held in the Company of the face value of Rs. 10/- (Rupees Ten Only) each for cash at par on a Rights basis for an amount not exceeding Rs. 9,00,00,000 (Rupees Nine Crores Only) which includes conversion of unsecured loans brought in by the Directors/Promoters from time to time to the tune of Rs. 440.50 Lakhs (Rupees Four Crores Forty Lakhs and Fifty Thousand Only) and allot Equity shares on Rights Issue basis (“Rights Issue”) to Mr. B. Muniratnam Reddy, Mr. B. Premsai Reddy and Mrs. B. Satyavathi, the Promoters up to maximum of Rs.4,40,50,000 i.e., 44,05,000 equity shares of face value of 10/- (Rupees Ten Only) each, at par of Rs. 10/- (Rupees Ten Only) per share, aggregating to Rs. 4,40,50,000 (Rupees Four Crores Forty Lakhs and Fifty Thousand Only) outstanding as on date and also to exclude two objects of the Rights Issue i.e., to meet working capital

Regd. & Corporate Office: Oxford Towers, Unit No. 601, 5th floor, Opp. to Leela Palace Hotel,
Old Airport Road, Kodihalli, Bangalore-560008

Ph No.: 9900002025, E-mail: info.bandaram@gmail.com



BANDARAM PHARMA PACKTECH LIMITED

(Formerly known as Shiva Medicare Limited)

CIN: L93090KA1993PLC159827

requirements of the Company and to utilise the issue proceeds from the Rights Issue towards capital expenditure i.e., acquisition of new plant and machinery; the said objects were approved in the Extra-Ordinary General Meeting held on March 07, 2023.”

“**RESOLVED FURTHER THAT** allotment of Equity Shares to Promoters/Directors against conversion of unsecured loan shall be at the same terms and conditions as per the proposed Rights Issue approved by the Board of Directors.”

“**RESOLVED FURTHER THAT** the Equity Shares so issued shall rank pari-passu with the existing equity shares of the Company in all respects.”

“**RESOLVED FURTHER THAT** Pursuant to Section 117 of the Companies Act, 2013 Read with Rule 24 of the Companies (Management and Administration) Rules, 2014, Mr. B. Deepak Reddy, Managing Director or Mr. B. Muniratnam Reddy, Chairman of the Company be and is hereby authorised to file the form MGT-14 with the Registrar of Companies within prescribed time along with the fee as prescribed in the Companies (Registration Office and Fees) Rules, 2014 and to do all the deeds, things and acts as may be necessary to give effect to aforesaid resolution.”

For Bandaram Pharma Packtech Limited

Place: Bengaluru
Date: 05.04.2023

Sd/-
B. Muniratnam Reddy
Chairman
DIN: 09487708



BANDARAM PHARMA PACKTECH LIMITED

(Formerly known as Shiva Medicare Limited)

CIN: L93090KA1993PLC159827

Notes:

1. In view of the continuing Covid-19 pandemic and consequential restrictions imposed on the movements of people, the Ministry of Corporate Affairs (“MCA”) has vide its General Circular No. 02/2021 dated January 13, 2021 read with Circular No. 20/2020 dated May 05, 2020 in conjunction with Circular No. 14/2020 dated April 08, 2020 and Circular No. 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021 and 11/2022 dated December 28, 2022 (collectively referred to as “MCA Circulars”) and SEBI Circular No. SEBI/ HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/ 11 dated January 15, 2021, Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the MCA Circulars granted certain relaxations and thus permitted the holding of Extra Ordinary General Meeting (“EGM”) of the companies through VC/OAVM viz. without the physical presence of the Members at a common venue. Hence in compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and MCA/ SEBI Circulars, as applicable, the EGM of the Company is being held through VC / OAVM (e-EGM).

Pursuant to the provisions of the Act, a Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this EGM is being held pursuant to the MCA Circulars through VC/ OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

2. The Deemed Venue of the EGM of the Company shall be its Registered Office.
3. Since the EGM will be held through VC/ OAVM (e-EGM), the Route Map for venue of EGM is not annexed to the Notice.
4. Members attending the EGM through VC/ OAVM shall be counted for the purpose of reckoning the quorum of the EGM under Section 103 of the Act.
5. In compliance with the MCA Circulars and SEBI Circular dated January 15, 2021 as aforesaid, Notice of the EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories/ R&T Agent. Members may note that the Notice will also be available on the Company’s website www.bandaram.com, website of the Stock Exchange i.e., BSE Limited at www.bseindia.com. The EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the EGM i.e. www.evotingindia.com).

Regd. & Corporate Office: Oxford Towers, Unit No. 601, 5th floor, Opp. to Leela Palace Hotel,
Old Airport Road, Kodihalli, Bangalore-560008
Ph No.: 9900002025, E-mail: info.bandaram@gmail.com



BANDARAM PHARMA PACKTECH LIMITED

(Formerly known as Shiva Medicare Limited)

CIN: L93090KA1993PLC159827

6. In case of joint holders, 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 at the EGM.
7. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business to be transacted at the Extraordinary General Meeting as set out in the Notice is annexed hereto.
8. To avoid fraudulent transaction(s), the identity/ signature of the Members holding shares in electronic/ demat form is verified with the specimen signatures furnished by NSDL/ CDSL and members holding shares in physical form is verified as per the records of the R&T Agent of the Company. Members are requested to keep the same updated.
9. Members holding shares in the electronic form are requested to inform any changes in address/ bank mandate directly to their respective Depository Participants.
10. The Securities and Exchange Board of India issued a circular for submission of Aadhar number by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit Aadhar Card details to the Depository Participants with whom they have demat accounts.
11. Members are requested to send their queries at least 5 days before the date of meeting so that information can be made available at the meeting.
12. In terms of Section 72 of the Companies Act, 2013, a member of the company may nominate a person on whom the shares held by him/ her shall vest in the event of his/ her death. Members desirous of availing this facility may submit nomination in prescribed Form-SH-13, and to their respective depository participant, if held in electronic form.
13. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, which extended vide SEBI circular dated January 15, 2021, Notice of the EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories.
14. For any communication, the shareholders may also send requests to the Company's investor email id: infoshivamedicare@gmail.com and info.bandaram@gmail.com.
15. In compliance with the applicable provisions of the Companies Act, 2013 read with aforesaid MCA circulars the EGM is being conducted through Video Conferencing (VC) herein after called as "e-EGM".
16. Company has appointed CDSL to provide Video Conferencing facility for the Extraordinary General Meeting and the attendant enablers for conducting of the e-EGM.
17. Pursuant to the provisions of the circulars of MCA on the VC/OVAM(e-EGM):

Regd. & Corporate Office: Oxford Towers, Unit No. 601, 5th floor, Opp. to Leela Palace Hotel,
Old Airport Road, Kodihalli, Bangalore-560008
Ph No.: 9900002025, E-mail: info.bandaram@gmail.com



BANDARAM PHARMA PACKTECH LIMITED

(Formerly known as Shiva Medicare Limited)

CIN: L93090KA1993PLC159827

- a. Members can attend the meeting through log in credentials provided to them to connect to Video conference. Physical attendance of the Members at the Meeting venue is not required.
 - b. Appointment of proxy to attend and cast vote on behalf of the member is not available.
 - c. Body Corporates are entitled to appoint authorised representatives to attend the e-EGM through VC/OAVM and participate thereat and cast their votes through e-voting.
18. The Members can join the e-EGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
19. Up to 10000 members will be able to join on a FIFO basis to the e-EGM.
20. No restrictions on account of FIFO entry into e-EGM in respect of 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 and Stakeholders Relationship Committee, Auditors etc.
21. The company has appointed Mr. Vivek Surana, Practicing Company Secretary, as scrutinizer of the company to scrutinize the voting process.

THE INTRUCTIONS FOR THE SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING EGM AND JOINING MEETING THROUGH VC/ OAVM ARE AS UNDER:

22. The voting period begins on 28.04.2023 at 9:00 A.M. and ends on 30.04.2023 at 5:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., on 24.04.2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
23. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
24. 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.

Regd. & Corporate Office: Oxford Towers, Unit No. 601, 5th floor, Opp. to Leela Palace Hotel,
Old Airport Road, Kodihalli, Bangalore-560008
Ph No.: 9900002025, E-mail: info.bandaram@gmail.com



BANDARAM PHARMA PACKTECH LIMITED

(Formerly known as Shiva Medicare Limited)

CIN: L93090KA1993PLC159827

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.

In case of Individual shareholders holding shares in demat mode:

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.

Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<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 users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & New System Myeasi Tab.2) 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 company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider 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, 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 cdsl website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.

Regd. & Corporate Office: Oxford Towers, Unit No. 601, 5th floor, Opp. to Leela Palace Hotel,
Old Airport Road, Kodihalli, Bangalore-560008
Ph No.: 9900002025, E-mail: info.bandaram@gmail.com



BANDARAM PHARMA PACKTECH LIMITED

(Formerly known as Shiva Medicare Limited)

CIN: L93090KA1993PLC159827

Individual Shareholders holding securities in demat mode with NSDL Depository	<p>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 and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>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.</p> <p>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 and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
Individual Shareholders (holding securities in demat mode) login through their (DP)	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.

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 toll free no. 1800 22 55 33

Regd. & Corporate Office: Oxford Towers, Unit No. 601, 5th floor, Opp. to Leela Palace Hotel, Old Airport Road, Kodihalli, Bangalore-560008

Ph No.: 9900002025, E-mail: info.bandaram@gmail.com



BANDARAM PHARMA PACKTECH LIMITED

(Formerly known as Shiva Medicare Limited)

CIN: L93090KA1993PLC159827

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

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 Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

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

(ii) After entering these details appropriately, click on “SUBMIT” tab.

Regd. & Corporate Office: Oxford Towers, Unit No. 601, 5th floor, Opp. to Leela Palace Hotel, Old Airport Road, Kodihalli, Bangalore-560008
Ph No.: 9900002025, E-mail: info.bandaram@gmail.com



BANDARAM PHARMA PACKTECH LIMITED

(Formerly known as Shiva Medicare Limited)

CIN: L93090KA1993PLC159827

- (iii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (v) Click on the EVSN for the relevant <Bandaram Pharma Packtech Limited> on which you choose to vote.
- (vi) 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.
- (vii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (viii) 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.
- (ix) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xi) If a demat account holder has 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.
- (xii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xiii) 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 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.

Regd. & Corporate Office: Oxford Towers, Unit No. 601, 5th floor, Opp. to Leela Palace Hotel,
Old Airport Road, Kodihalli, Bangalore-560008
Ph No.: 9900002025, E-mail: info.bandaram@gmail.com



BANDARAM PHARMA PACKTECH LIMITED

(Formerly known as Shiva Medicare Limited)

CIN: L93090KA1993PLC159827

- 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 on.
- The list of accounts linked in the login will be mapped automatically & can be delink 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 favour 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 mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; infoshivamedicare@gmail.com and info.bandaram@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
2. 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 Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

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

For Bandaram Pharma Packtech Limited

Place: Bengaluru
Date: 05.04.2023

Sd/-
B. Muniratnam Reddy
Chairman
DIN: 09487708

Regd. & Corporate Office: Oxford Towers, Unit No. 601, 5th floor, Opp. to Leela Palace Hotel,
Old Airport Road, Kodihalli, Bangalore-560008
Ph No.: 9900002025, E-mail: info.bandaram@gmail.com



BANDARAM PHARMA PACKTECH LIMITED

(Formerly known as Shiva Medicare Limited)

CIN: L93090KA1993PLC159827

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

Item No. 1: Issue of Equity Shares on Rights Basis – Amendment to the Objects of the Rights Issue to include Conversion of unsecured loans into equity shares of the Company:

The shareholders in the Extra-Ordinary General Meeting held on 07th March, 2023 had approved the issue of equity shares on Rights basis in the ratio of 3:1 i.e., Three (3) equity shares for every One (1) equity share held in the Company, the objects of the Rights Issue being to meet the Company's working capital requirement, towards capital expenditure i.e., for acquisition of new plant and machinery, further infusion in subsidiary VSR Paper & Packaging Limited, acquisition of new Companies to achieve inorganic growth and general corporate purposes.

You are aware that the Company (Formerly known as Shiva Medicare Limited) was taken over by the present promoters through Hon'ble National Company Law Tribunal, Hyderabad bench vide its order dated February 7, 2022. Subsequently, the present management took all necessary steps for revival of the Company including infusion of funds, obtaining necessary registrations such as GST, opening of the Bank Accounts, identification of the customer base, revocation of suspension of trading on BSE etc. The Directors who are also the Promoter shareholders of the Company namely Mr. B. Muniratnam Reddy, Mr. B. Preamsai Reddy and Mrs. B. Sathyavathi from time to time for running the business operations have provided unsecured loans to the Company to the tune of Rs. 1,70,50,000 and Rs. 1,35,00,000 and Rs. 1,35,00,000 respectively. At the request of the Company, Promoters/ Directors have agreed for adjustment of their unsecured loans against the entitlement (including additional subscription, if any) given to the Company in the proposed Rights Issue. Accordingly, it is proposed to convert the total unsecured loans of above mentioned Promoters for an outstanding amount of Rs. 440.50 Lakhs into equity shares of Rs. 10/- each at par as a part of the Rights Issue towards their Rights entitlement including additional subscriptions.

Accordingly, the amended objects for the proposed Rights Issue includes as follows:

1. Conversion of unsecured loans into equity shares against the rights entitlement (including additional subscription) given by the Promoters/ Directors.
2. Further infusion into subsidiary VSR Paper & Packaging Limited.
3. Acquisition of new Companies to achieve inorganic growth and
4. General Corporate Purposes (GCP).

The Special Resolution at serial No. 1 of the notice seeks approval of the members to amend the objects of the proposed Rights Issue to include the conversion of unsecured loans brought in by the Promoters/ Directors of Rs. 440.50 Lakhs into 44,05,000 equity shares of Rs. 10/- each at par as part of the Rights Issue towards their Rights entitlement including additional subscriptions and authorize the Board to make the further issue of shares on rights basis accordingly.

Regd. & Corporate Office: Oxford Towers, Unit No. 601, 5th floor, Opp. to Leela Palace Hotel,
Old Airport Road, Kodihalli, Bangalore-560008
Ph No.: 9900002025, E-mail: info.bandaram@gmail.com



BANDARAM PHARMA PACKTECH LIMITED

(Formerly known as Shiva Medicare Limited)

CIN: L93090KA1993PLC159827

It is therefore, proposed to authorize the Board of Directors of the Company to issue and allot equity shares to the Promoters and Promoter group on the same terms and conditions as applicable to all other shareholders of the company pursuant to the proposed rights issue.

Pursuant to the provisions of Section 62 of the Companies Act, 2013 the above proposal requires the approval of the members of the Company by way of Special Resolution.

The Board commends your approval by way Special resolution for allotment of shares on rights basis as required by section 62 of the Companies Act, 2013.

Except Mr. B. Muniratnam Reddy, Mr. B. Deepak Reddy, Mrs. B. Sathyavathi and Mr. B. Premsai Reddy none of the Directors and Key Managerial Personnel of the Company and their relatives are in any way concerned or interested, financially or otherwise, in the above resolution.

For Bandaram Pharma Packtech Limited

Place: Bengaluru

Date: 05.04.2023

Sd/-
B. Muniratnam Reddy
Chairman
DIN: 09487708