

DIENSTEN TECH LIMITED

(Formerly Known as JKT Consulting Limited)

Regd. Office: A-2, LSC, Masjid Moth, Greater Kailash-II, New Delhi-110048

Ph: 0120-4606200, Email: saiyad.amir@jktech.com

CIN No. U74140DL2007PLC160160, Website: www.dienstentech.com

NOTICE OF FIFTEENTH (15th) ANNUAL GENERAL MEETING (AGM)

Notice is hereby given that the 15th Annual General Meeting of Diensten Tech Limited (“the Company”) (*Formerly known as JKT Consulting Limited*) will be held on Monday, the 26th day of September, 2022 at 11.00 A.M. (IST) at the registered office of the Company at A-2, LSC, Masjid Moth, Greater Kailash-II, New Delhi-110048 IN to transact the following businesses:

ORDINARY BUSINESS:

1. To Receive, Consider and adopt Audited Financial Statement of the Company for the financial year ended March 31, 2022, including Balance Sheet, Statement of Profit & Loss and Cash Flow Statement and the Report of Board of Directors and Auditors thereon.
2. To appoint a director in place of Sh. Satish Chandra Gupta (DIN No. 01595040), Director who retires by rotation at this Annual General Meeting, and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

Appointment of M/s S.R. Dinodia & Co. LLP Chartered Accountant (FRN: 001478N) as Statutory Auditor of the Company to fill Casual Vacancy.

“**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, M/s. S.R. Dinodia & Co. LLP Chartered Accountant (FRN: 001478N) be and is hereby appointed as Statutory Auditor of the Company, to fill the casual vacancy arising out of resignation of M/s. SNMG & Co. Chartered Accountants (FRN. 004921N).

RESOLVED FURTHER THAT M/s. S.R. Dinodia & Co. LLP Chartered Accountants (, be and are hereby appointed as Statutory Auditors of the Company to hold the office until the conclusion of this 15th Annual General Meeting of the Company, at such remuneration plus applicable taxes, and out of pocket expenses, as may be mutually agreed with the Board of Directors.”

RESOLVED FURTHER THAT Mr. Satish Chandra Gupta (DIN: 01595040), Director of the Company be and is hereby authorized to do all such act and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Notice of 15th Annual General Meeting

Registered Office: A-2, LSC, Masjid Moth, Greater Kailash - II, New Delhi – 110048

Corporate Office: F-3, Sector-3, Noida-201301 UP

CIN-U74140DL2007PLC160160, Email- saiyad.amir@jktech.com, Website- www.dienstentech.com

4. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

Appointment of M/s S.R. Dinodia & Co. LLP, Chartered Accountant (FRN: 001478N) as Statutory Auditor of the Company.

“**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, M/s. S.R. Dinodia & Co. LLP Chartered Accountant (FRN: 001478N) be and are hereby appointed as Statutory Auditor of the Company to hold office for a period of 5(five) consecutive years from the conclusion of this 15th Annual General Meeting till the conclusion of 20th Annual General Meeting for the financial year 2026-27, on such terms of remuneration plus applicable taxes, out-of-pocket expenses and other expenses, in connection with the work of audit to be carried out by them, as may be mutually agreed between the Company and the said Statutory Auditor, and as may be further approved by the Board of Directors from time to time, with power to the Board of Directors, to alter and vary the terms and conditions of appointment, etc., in such manner and to such extent as may be mutually agreed with the Statutory Auditor.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things as may be necessary to give effect to aforesaid resolution.”

5. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

Regularization of Appointment of Mr. Sanjay Kumar Jain (DIN: 01014176) as Director of the Company.

“**RESOLVED THAT** pursuant to the provisions of Section 152, 160 and all other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (Including any statutory modification(s) or re-enactment thereof for the time being in force) and Article of Associations of the Company, Mr. Sanjay Kumar Jain (DIN: 01014176), who was appointed as an Additional Director of the Company by the Board of Directors on 14th February, 2022 and holds directorship under Section 161(1) of the Companies Act, 2013, upto the date of this Annual General Meeting, be and is hereby appointed as Director in the Company.”

Notice of 15th Annual General Meeting

Registered Office: A-2, LSC, Masjid Moth, Greater Kailash - II, New Delhi – 110048

Corporate Office: F-3, Sector-3, Noida-201301 UP

CIN-U74140DL2007PLC160160, Email- saiyad.amir@jktech.com, Website- www.dienstentech.com

6. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

Appointment of Mrs. Sunaina Primlani Gera (DIN: 07763740) as an Independent Director of the Company.

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152, 160 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (Including any statutory modification(s) or re-enactment thereof for the time being in force) and Article of Associations of the Company, Mrs. Sunaina Primlani Gera (DIN: 07763740), who was appointed as an Additional Director (Non-Executive & Independent) of the Company by the Board of Directors w.e.f. 02nd September, 2022 under Section 161 of the Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company to hold office for a term upto five consecutive years commencing from 02nd September 2022 to 01st September 2027.”

7. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

Appointment of Mrs. Kanika Vaswani (DIN: 09321205) as an Independent Director of the Company.

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152, 160 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (Including any statutory modification(s) or re-enactment thereof for the time being in force) and Article of Associations of the Company, Mrs. Kanika Vaswani (DIN: 09321205), who was appointed as an Additional Director (Non-Executive & Independent) of the Company by the Board of Directors w.e.f. 02nd September, 2022 under Section 161 of the Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company to hold office for a term upto five consecutive years commencing from 02nd September 2022 to 01st September 2027.”

Notice of 15th Annual General Meeting

Registered Office: A-2, LSC, Masjid Moth, Greater Kailash - II, New Delhi – 110048

Corporate Office: F-3, Sector-3, Noida-201301 UP

CIN-U74140DL2007PLC160160, Email- saiyad.amir@jktech.com, Website- www.dienstentech.com

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

Regularization of Mr. Vipul Prakash (DIN: 01334649) as Chairman & Managing Director of the Company.

“RESOLVED THAT pursuant to the provisions of Section 150, 152, 160, 196, 197 & 203 read all other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (Including any statutory modification(s) or re-enactment thereof for the time being in force) approval of the members be and is hereby accorded to appoint Mr. Vipul Prakash (DIN: 01334649) as Chairman and Managing Director of the Company for a period of 5 years w.e.f. May 30, 2022 to May 29, 2027, the period of his office shall be liable to retire by rotation, upon the terms and conditions as approved by the board of directors of the Company and set out in the Explanatory Statement annexed with liberty to the Board of directors of the Company to alter and vary terms and conditions of the said appointment in such manner as may be agreed to between the board of directors and Mr. Vipul Prakash.

RESOLVED FURTHER THAT the board of directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining necessary approvals in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such other acts, deeds, matters and things as may be necessary proper, expedient or incidental for giving effect to this Resolution.”

**For DIENSTEN TECH LIMITED
(Formerly known as JKT Consulting Limited)**

**PLACE: New Delhi
DATE: 02-09-2022**

**SATISH CHANDRA GUPTA
DIRECTOR
DIN: 01595040**

NOTES: -

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIM/HER SELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding Fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
 - A. A blank Proxy Form (MGT-11) is enclosed with this notice and if intended to be used, the form duly completed should be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the Annual General Meeting. Proxies submitted on behalf of Companies, Societies etc. must be supported by appropriate resolution/ authority as applicable.
 - B. A member would be entitled to inspect the proxies lodged at any time during the business hours of the Company during the period beginning 24 (Twenty-Four) hours before the time fixed for the commencement of AGM and ending with the conclusion of the AGM, provided that not less than 3 (three) days of notice in writing is to be given to the Company.
2. The Members/ Proxies attending the meeting are requested to bring the enclosed Attendance Slip and deliver the same after filling in their folio number at the entrance of the meeting hall. Admission to the Annual General Meeting venue will be allowed only on verification of the signature(s) on the Attendance Slip.
3. Duplicate attendance slip shall not be issued at the Annual General Meeting venue. The same shall be issued at the Registered Office of the Company up to a day preceding the day of the Annual General Meeting.
4. Corporate Members are requested to send a duly certified copy of the Board resolution/ Power of Attorney authorizing their representative to attend and vote at the Annual General Meeting.
5. In case of joint holders attending the meeting, only such joint holders who are higher in the order of names will be entitled to vote.
6. The relevant details as require under clause 1.2.5. of Secretarial Standard II of the person seeking appointment/re-appointment as Director under item of the notice is annexed to this Notice.
7. As a measure of economy, copies of the Annual Report will not be distributed at the venue of the Annual General Meeting. The Members are, therefore requested to bring their copies of the Annual Report to the meeting. Those members who have not received copies of Annual Report can collect their copies from the Registered Office of the Company.

Notice of 15th Annual General Meeting

Registered Office: A-2, LSC, Masjid Moth, Greater Kailash - II, New Delhi – 110048

Corporate Office: F-3, Sector-3, Noida-201301 UP

CIN-U74140DL2007PLC160160, Email- saiyad.amir@jktech.com, Website- www.dienstentech.com

8. The members are requested to inform changes, if any, in their Registered Address along with Pin Code Number to the Company at the Registered Office address.
9. Members desirous of seeking any information relating to the Accounts of the Company may write to the Company at the Registered Office address at least ten days in advance of the Meeting so that requisite information can be made available at the Meeting.
10. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
11. Electronic copy of the Annual Report and Notice of the 15th Annual General Meeting of the Company along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report and Notice of the 15th Annual General Meeting of the Company along with Attendance Slip, Proxy Form is being sent in the permitted mode. Members may further note that the said documents will also be available on the website of the Company www.dienstentech.com for download. Physical Copies of the aforesaid documents will also be available at the registered office of the Company for inspection during normal business hours on working days. For any communication, the shareholders may also send requests to the Company's Email Id- saiyad.amir@jktech.com.
12. Members holding shares in physical form are requested to dematerialize their holding in order to eliminate all risks associated with physical shares. Members can contact the Company or RTA for further assistance.
13. All the documents referred to in the accompanying notice and Register of Directors and Key Managerial Personnel and their shareholding are open for inspection at the registered office of the Company on all working days except Sundays, between 11:00 A.M. to 01:00 P.M. upto the date of AGM and also at the venue of AGM.
14. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any members as soon as possible. Members are also advised to not leave their demat account(s) dormant for long period. Periodic Statement of holding should be obtained from the concerned depository participant and holdings should be verified from time to time.
15. The route map along with prominent land mark for easy location of the 15th Annual General Meeting venue is printed on the last page of this Notice.
16. No gifts or Coupons shall be distributed at the Annual General Meeting or in connection with the Meeting.

Notice of 15th Annual General Meeting

Registered Office: A-2, LSC, Masjid Moth, Greater Kailash - II, New Delhi – 110048

Corporate Office: F-3, Sector-3, Noida-201301 UP

CIN-U74140DL2007PLC160160, Email- saiyad.amir@jktech.com, Website- www.dienstentech.com

17. Members are request to register their email- address(es) and changes in their particulars like change in address from time to time with Kfin Technologies Limited, Registrar and Share Transfer Agent for shares held in physical form and with their respective Depository Participants for the shares held in dematerialized form.
18. For security reasons, no article/baggage will be allowed at the Venue of the meeting. The members/attendees are strictly requested not to bring any article/baggage etc. at the Venue of the meeting.
19. In terms of provisions of Section 136 of the Companies Act, 2013 read with Rule 11 of the Companies (Accounts) Rules, 2014, service of notice/documents to the shareholders can be made through electronic mode, provided the Company has obtained the e-mail address(es) of the shareholder(s). Also, the shareholders who have not registered their e-mail address(es) for receiving Balance Sheet, Annual Report etc. will be sent the physical copies through any recognized mode of delivery as specified under Section 20 of the Companies Act, 2013.
20. The Statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to special businesses as set out in the Notice is annexed and forms part of this Notice.
21. Members holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013 or any statutory re-enactment thereof, are requested to submit the request in prescribed form SH-13 to the RTA.

**For DIENSTEN TECH LIMITED
(Formerly known as JKT Consulting Limited)**

**PLACE: New Delhi
DATE: 02-09-2022**

**SATISH CHANDRA GUPTA
DIRECTOR
DIN: 01595040**

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

Item No. 3& 4

M/s SNMG & Co, Chartered Accountants (FRN: 004921N) were appointed as Statutory Auditors of the Company at the AGM held on December 31, 2020 to hold office up to the conclusion of 18th Annual General Meeting for the financial year ending March 31, 2025. However, they tendered resignation on August 17, 2022 owing to internal restructuring planned by their firm.”

In accordance with aforesaid provisions of the Act, the casual vacancy caused by the resignation of the Statutory Auditors shall be filled by the Board within a period of thirty days and such appointment shall also be approved by the members of the Company within three months of the recommendation of the Board.

Accordingly, the Board of Directors subject to approval of members, appointed M/s. S.R. Dinodia & Co. LLP, Chartered Accountants (FRN: 001478N) as Statutory Auditor of the Company to fill the casual vacancy arising out of resignation of M/s SNMG & Co, Chartered Accountants, (FRN. 004921N) and to hold office till the conclusion of this 15th AGM.

Further, The Board of Directors, recommended the appointment of M/s S.R. Dinodia & Co., Chartered Accountant (FRN: 001478N) as Statutory Auditor of the Company for a period of 5 years commencing from the Conclusion of this 15th Annual General Meeting till the conclusion of 20th Annual General Meeting of the Company for the financial year 2026-27.

The Board of Directors considered various parameters like capability to serve a diverse and complex business landscape as that of the Company, audit experience in the Company's operating segments, market standing of the firm, clientele served, technical knowledge etc., and found M/s. S.R. Dinodia & Co. LLP, Chartered Accountants to be best suited to handle the scale, diversity and complexity associated with the audit of the financial statements of the Company.

M/s. S.R. Dinodia & Co. LLP, Chartered Accountants (FRN: 001478N), was founded in year 1952. Registered address of the firm is in Delhi. The firm has earned recognition, reputation and respect of their clients, who trust and rely on them for their expertise and professionalism. The firm has a well-qualified team of finance and accounting professionals who has diversified experience across industries.

M/s S.R. Dinodia & Co. LLP, Chartered Accountant (FRN: 001478N) has given consent dated 30.08.2022 to act as Statutory Auditor of the Company, and have confirmed that their appointment, if made, will be in accordance with the conditions prescribed under Sections 139 and 141 of the Companies Act, 2013.

Notice of 15th Annual General Meeting

Registered Office: A-2, LSC, Masjid Moth, Greater Kailash - II, New Delhi – 110048

Corporate Office: F-3, Sector-3, Noida-201301 UP

CIN-U74140DL2007PLC160160, Email- saiyad.amir@jktech.com, Website- www.dienstentech.com

None of the Directors, Key Managerial Personnel and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 & 4 of the Notice.

The Board recommends the Ordinary Resolutions set out at Item No. 3&4 of the Notice for approval by the Members.

Item No. 5

The Board of Directors at their meeting held on 14th February 2022 has appointed Mr. Sanjay Kumar Jain (DIN: 01014176) as an Additional Director of the Company to hold office till the next Annual General Meeting.

In terms of the provisions of the Section 160 & 152 and other applicable provisions of the Companies Act, 2013, the board of directors recommended his appointment as a Director in the interest of the Company. It is to be noted that Mr. Sanjay Kumar Jain (DIN: 01014176) has given his consent letter in form DIR-2 to be director on the board of the Company and also has furnished declaration in form DIR-8 stating that he is not disqualified from being appointed as Director.

None of the Directors, Key Managerial Personnel and/or their relatives except Mr. Sanjay Kumar Jain are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

The Board recommends the Ordinary Resolutions set out at Item No. 5 of the Notice for approval by the Members.

Item No. 6

The Board of Directors at their meeting held on 02nd September 2022 has appointed Mrs. Sanaina Primlani Gera (DIN: 07763740) as an Additional Director (Non-Executive & Independent) of the Company w.e.f. 02nd September, 2022 to hold office till the next Annual General Meeting.

In accordance with the provisions of the Section 161 of the Companies Act, 2013, Mrs. Sunaina Primlani Gera shall hold office up to date of the forthcoming Annual General Meeting.

Further in terms of Section 149 read with Schedule IV of the Companies Act, 2013 is eligible to be appointed as an Independent Director for a consecutive term of five years.

The Company has received notice under Section 160 of the Companies Act, 2013 from Mrs. Sunaina Primlani Gera signifying her candidature as an Independent Director of the Company.

The Company has received a declaration of independence from Mrs. Sunaina Primlani Gera under Section 149 of the Companies Act, 2013. In the opinion of the Board, Mrs. Sunaina Primlani Gera fulfills the conditions specified in the Companies Act, 2013 for appointment for independent director.

Notice of 15th Annual General Meeting

Registered Office: A-2, LSC, Masjid Moth, Greater Kailash - II, New Delhi – 110048

Corporate Office: F-3, Sector-3, Noida-201301 UP

CIN-U74140DL2007PLC160160, Email- saiyad.amir@jktech.com, Website- www.dienstentech.com

None of the Directors, Key Managerial Personnel and/or their relatives except Mrs. Sunaina Primlani Gera are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice.

The Board recommends the Ordinary Resolutions set out at Item No. 6 of the Notice for approval by the Members.

Item No. 7

The Board of Directors at their meeting held on 02nd September 2022 has appointed Mrs. Kanika Vaswani (DIN: 09321205) as an Additional Director (Non-executive & Independent) of the Company w.e.f. 02nd September, 2022 to hold office till the next Annual General Meeting.

In accordance with the provisions of the Section 161 of the Companies Act, 2013, Mrs. Kanika Vaswani shall hold office up to date of the forthcoming Annual General Meeting

Further in terms of Section 149 read with Schedule IV of the Companies Act, 2013 is eligible to appointed as an Independent Director for a consecutive term of five years.

The Company has received notice under Section 160 of the Companies Act, 2013 from Mrs. Kanika Vaswani signifying her candidature as an Independent Director of the Company.

The Company has received a declaration of independence from Mrs. Kanika Vaswani under Section 149 of the Companies Act, 2013. In the opinion of the Board, Mrs. Kanika Vaswani fulfills the conditions specified in the Companies Act, 2013 for appointment for independent director.

None of the Directors, Key Managerial Personnel and/or their relatives are except Mrs. Kanika Vaswani, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice.

The Board recommends the Ordinary Resolutions set out at Item No. 6 of the Notice for approval by the Members.

Item No. 8

The Board of Directors at their meeting held on 14th February 2022 has appointed Mr. Vipul Prakash (DIN: 01334649) as an Additional Director of the Company to hold office till the next Annual General Meeting.

Subsequently the Board of directors of the Company changed the designation of Mr. Vipul Prakash (DIN: 01334649) as Chairman and Managing Director of the Company for a period of five years w.e.f. May 30, 2022 to May 29, 2027 subject to approval of shareholders at the

Notice of 15th Annual General Meeting

Registered Office: A-2, LSC, Masjid Moth, Greater Kailash - II, New Delhi – 110048

Corporate Office: F-3, Sector-3, Noida-201301 UP

CIN-U74140DL2007PLC160160, Email- saiyad.amir@jktech.com, Website- www.dienstentech.com

forthcoming Annual General Meeting of the Company.

The terms and conditions of the appointment of Mr. Vipul Prakash (DIN: 01334649) as per the agreement executed between the board of directors and Mr. Vipul Prakash are as follows:-

1. The appointment of Mr. Vipul Prakash as Chairman and Managing Director shall be for a period of 5 years w.e.f. May 30, 2022 to May 29, 2027.
2. He shall exercise and perform such powers and duties as the Board of Directors of the Company shall from time to time determine, and subject to any directions, and restrictions, time to time given and imposed by the Board, he shall have the general control, management and superintendence of the business of the Company and to enter into contracts on behalf of the Company in the ordinary course of the business he may consider necessary or proper on in the interest of the Company.
3. He shall throughout the said term devote the whole of his time, attention and abilities to the business of the Company, and shall obey the orders from time to time, of the board and in all respects, confirm to and comply with the directions and regulations made by the Board.
4. The Company shall pay to him as agreed mutually subject to the provisions of the Act.
5. He shall be entitled to participate in provident fund, Gratuity or such other schemes for the employees, which the Company may establish from time to time.
6. He shall not during the continuance of his employment with the Company, divulge or disclose to any person, firm, Company or body corporate whomsoever or make any use whatever for his own or for whatever purpose, of any confidential information or knowledge obtained by during his employment as to business or affairs of the Company or as to any trade secrets processes of the Company and he shall, during his continuance of his employment hereunder, also use his best endeavors to prevent any other person, firm, company or body corporate from doing so.
7. The Company or he, either shall terminate the agreement by giving to the other advance notice of 2 (two) months, provided that the Company may waive the notice as per the decision of the Board of Directors.
8. The Agreement and theses above written terms and conditions hereof shall be subject to the approval of the shareholders of the Company in General Meeting and also of the concerned authority/ies under the relevant provisions of the Companies Act, 2013, if necessary.

In terms of the provisions of the Section 160 & 152 and other applicable provisions of the Companies Act, 2013, the board of directors recommended the appointment of Mr. Vipul Prakash as Chairman and Managing Director in the interest of the Company. It is to be noted that Mr. Vipul Prakash has given his consent letter in form DIR-2 to be director on the board of the Company and also has furnished declaration in form DIR-8 stating that he is not disqualified from being appointed as Managing Director.

Pursuant to Section 152, 160, 196, 197 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Companies Act, 2013, the appointment of Mr. Vipul Prakash (DIN: 01334649)

Notice of 15th Annual General Meeting

Registered Office: A-2, LSC, Masjid Moth, Greater Kailash - II, New Delhi – 110048

Corporate Office: F-3, Sector-3, Noida-201301 UP

CIN-U74140DL2007PLC160160, Email- saiyad.amir@jktech.com, Website- www.dienstentech.com

required approval of the Members by way of Special resolution.

Copy of Agreement executed between the board of directors of the Company and Mr. Vipul Prakash w.r.t. the appointment of Mr. Vipul Prakash as Chairman and Managing Director of the Company are available for inspection by the members of the Company at its registered office, during the office hours between 11:00 AM to 01:00 PM, on all working days except Sunday(s) upto the date of Annual General Meeting and shall also be available at the venue of the meeting.

None of the Directors, Key Managerial Personnel and/or their relatives except Mr. Vipul Prakash are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 of the Notice.

The Board recommends the Special Resolution set out at Item No. 8 of the Notice for approval by the Members.

Notice of 15th Annual General Meeting

Registered Office: A-2, LSC, Masjid Moth, Greater Kailash - II, New Delhi – 110048

Corporate Office: F-3, Sector-3, Noida-201301 UP

CIN-U74140DL2007PLC160160, Email- saiyad.amir@jktech.com, Website- www.dienstentech.com

Details of Director Seeking Appointment/Re-appointment for the item contained in this notice at the forthcoming Annual General Meeting of the Company as required under Secretarial Standard-2 issued by the Institute of Company Secretarial of India are as follows:

Name of Director	Mr. Satish Chandra Gupta	Mr. Sanjay Kumar Jain	Mr. Vipul Prakash	Mrs. Sunaina Gera	Mrs. Kanika Vaswani
Date of Birth (Age)	15/11/1944 (77 Years)	27/10/1955 (66 Years)	19/02/1974 (48 Years)	16/08/1970 (52 Years)	24/07/1977 (45 Years)
Qualifications	BSC & PGDM	B.com & Chartered Accountant	Bachelor of Business Studies	Bachelor Degree in Literature and Interior Design.	Bachelor of Commerce
Experience & Expertise	More than 40 Year of professional experience in business management.	32 Years of vast experience in Long term strategy preparations, Corporate finance, Treasury and Investor Relations.	25 Years of Extensive experience in Recruitment, HR, Staffing and Software Development	15 Years of Experience in Design and Recruitment.	21 Years of extensive experience into business development.
Terms and condition of Re-appointment	As per the Appointment Letter	As per the Appointment Letters	As per the Agreement executed between the Board of Directors and Mr. Vipul Prakash.	As per the Appointment Letter	As per the Appointment Letter
Details of Remuneration to be paid	Nil	Nil	Nil	Nil	Nil
Remuneration last drawn	Nil	Nil	Nil	Nil	Nil
Date of first Appointment on the Board	06-03-2007	14-02-2022	14-02-2022	02-09-2022	02-09-2022
Number of Board Meetings Attended during the year	5	1	1	Nil	Nil
Nationality	Indian	Indian	Indian	Indian	Indian
Shareholding in the Company	1 Equity Shares	75658 Equity Shares	832239 Equity Shares	Nil	Nil
Directorships held in other listed companies / Chairmanships or Memberships of Committees in other listed Companies	Nil	1. Shri Gang Industries and Allied Products Limited. 2. Suraj Industries Limited 3. Tinna Rubber and Infrastructure Limited	Nil	Nil	Nil
Relationship inter-se between Directors & Key Managerial Persons	No Relation	No Relation	No Relation	No Relation	No Relation

**For DIENSTEN TECH LIMITED
(Formerly known as JKT Consulting Limited)**

**PLACE: New Delhi
DATE: 02-09-2022**

**SATISH CHANDRA GUPTA
DIRECTOR
DIN: 01595040**

Notice of 15th Annual General Meeting
Registered Office: A-2, LSC, Masjid Moth, Greater Kailash - II, New Delhi – 110048
Corporate Office: F-3, Sector-3, Noida-201301 UP
CIN-U74140DL2007PLC160160, Email- saiyad.amir@jktech.com, Website- www.dienstentech.com

DIENSTEN TECH LIMITED

(Formerly Known as JKT Consulting Limited)

Regd. Office: A-2, LSC, Masjid Moth, Greater Kailash-II, New Delhi-110048

Ph: 0120-4606200, Email: saiyad.amir@jktech.com

CIN No. U74140DL2007PLC160160, Website: www.dienstentech.com

ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint Shareholders may obtain additional Slip at the Venue of the meeting.

DP Id*		Folio No.	
		No. of Shares	
Client Id*			

NAME AND ADDRESS OF THE SHAREHOLDER

Please register/ update my/ our under mentioned E-mail ID for sending all future Company's correspondence:

E-mail

ID.....

....

Shareholder(s) Signature.....

I hereby record my presence at the 15th ANNUAL GENERAL MEETING of the Company held on Monday, **26th September 2022 at 11:00 AM** at the registered office of the Company at A-2, LSC, Masjid Moth, Greater Kailash-II, New Delhi-110048.

*Applicable for investor holding shares in electronic form.
of Shareholder / Proxy

Signature

ADMISSION AT THE ANNUAL GENERAL MEETING VENUE WILL BE ALLOWED ONLY ON VERIFICATION OF THE MEMBERSHIP DETAILS AND SIGNATURES ON THE ATTENDANCE SLIP.

Notice of 15th Annual General Meeting

Registered Office: A-2, LSC, Masjid Moth, Greater Kailash - II, New Delhi – 110048

Corporate Office: F-3, Sector-3, Noida-201301 UP

CIN-U74140DL2007PLC160160, Email- saiyad.amir@jktech.com, Website- www.dienstentech.com

**PROXY FORM
FORM MGT-11**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

DIENSTEN TECH LIMITED

(FORMERLY KNOWN AS JKT CONSULTING LIMITED)

Regd. Office: A-2, LSC, Masjid Moth, Greater Kailash-II, New Delhi-110048

Ph: 0120-4606200, Email- saivad.amir@jktech.com

CIN No. U74140DL2007PLC160160, Website: www.dienstentech.com

Name of the member(s):		e-mail Id:	
Registered address:		Folio No/*Client Id:	
		*DP Id:	

I/We, being the member(s) of----- shares of Diensten Tech Limited (Formerly known as JKT Consulting Limited) , hereby appoint:

- 1).....of.....having e-mail id..... or failing him
- 2).....of.....having e-mail id..... or failing him
- 3).....of.....having e-mail id.....

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **15th ANNUAL GENERAL MEETING** of the Company to be held on **Monday, 26th September, 2022 at 11:00 AM at the registered office of the Company at A-2, LSC, Masjid Moth, Greater Kailash-II, New Delhi-110048** and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Resolutions:-
Ordinary Business	
1.	To Receive, Consider and adopt Audited Financial Statement of the Company for the financial year ended March 31, 2022 including Balance Sheet, Statement of Profit & Loss and Cash Flow Statement and the Report of Board of Directors and Auditors thereon.
2.	To appoint a Director in place of Sh. Satish Chandra Gupta (DIN: 01595040), who retires by rotation at this Annual General Meeting, and being eligible, offers himself for re-appointment.
Special Business	
3.	Appointment of M/s S.R. Dinodia & Co. LLP as Statutory Auditor to fill the Casual Vacancy.
4.	Appointment of M/s S.R. Dinodia & Co. LLP as Statutory Auditor for a period of 5 years.
5.	Regularization of Mr. Sanjay Kumar Jain as Director of the Company.
6.	Regularization of Mrs. Sunaina Gera as Director (Non-Executive & Independent) of the Company.
7.	Regularization of Mrs. Kanika Vaswani as Director (Non-Executive & Independent) of the Company.
8.	Appointment of Mr. Vipul Prakash as Chairman and Managing Director of the Company.

Signed this..... day of2022

Signature of shareholder

.....
Signature of first proxy holder
Signature of third proxy holder

.....
Signature of second proxy holder

Affix Rs.1.00 Revenue Stamp

Note:

This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

Notice of 15th Annual General Meeting

Registered Office: A-2, LSC, Masjid Moth, Greater Kailash - II, New Delhi – 110048

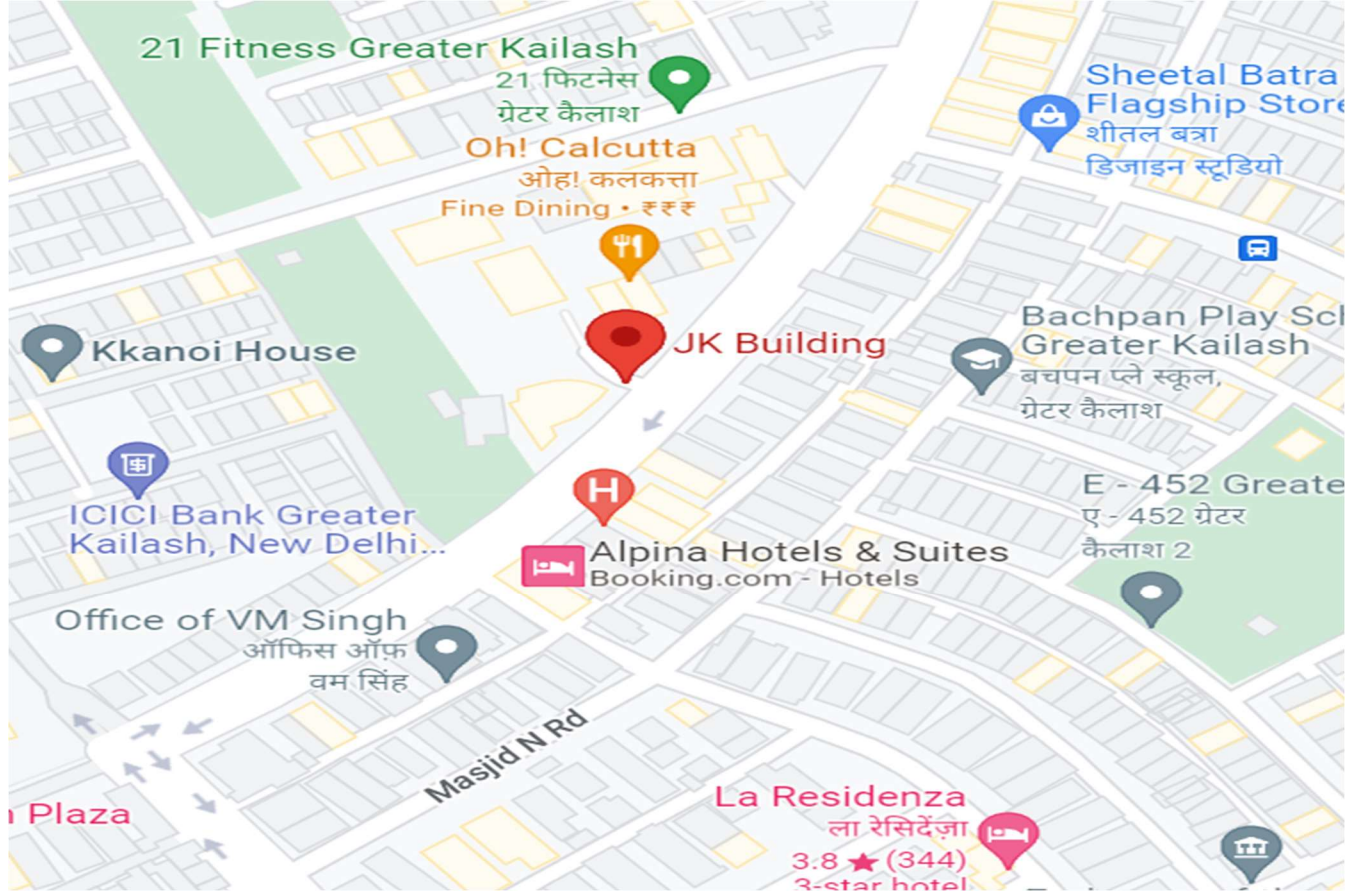
Corporate Office: F-3, Sector-3, Noida-201301 UP

CIN-U74140DL2007PLC160160, Email- saivyad.amir@jktech.com, Website- www.dienstentech.com

ROUTE-MAP

for the Venue of 15th Annual General Meeting,

A-2, LSC, Masjid Moth, Greater Kailash-II, New Delhi-110048



Notice of 15th Annual General Meeting

Registered Office: A-2, LSC, Masjid Moth, Greater Kailash - II, New Delhi – 110048

Corporate Office: F-3, Sector-3, Noida-201301 UP

CIN-U74140DL2007PLC160160, Email- saiyad.amir@jktech.com, Website- www.dienstentech.com