

# UVS HOSPITALITY AND SERVICES LIMITED

(FORMERLY KNOWN AS THIRDWAVE FINANCIAL INTERMEDIARIES LTD)

**Date: 15<sup>th</sup> May, 2025**

To,  
The BSE Limited  
Corporate Service Department,  
Phiroze Jeejeebhoy Tower,  
Dalal Street, Mumbai – 400 001.

**Scrip Code: 531652**

**ISIN: INE528C01018**

**Subject: Intimation of Postal Ballot Notice**

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose the Postal Ballot Notice for seeking approval of the members in relation to the following resolution:

Item no.	Agenda	Resolution type
1.	<b>Appointment of Mrs. Uma Patil (DIN: 10963796) as a Non-Executive Independent Director of the Company</b>	<b>Special</b>

In accordance with the applicable laws and circulars issued by Ministry of Corporate Affairs, the said notice is being sent electronically to all the members whose names appear in the Register of Members / list of Beneficial Owners and whose email id is registered with depositories / depository participants as on cut-off date i.e. Friday, 9<sup>th</sup> May, 2025. The Company has engaged the services of Central Depository Services Limited ("CDSL") to provide e-voting facility. The remote e-voting period shall commence at 9.00 a.m. (IST) on Friday, 16<sup>th</sup> May, 2025 and shall end at 5.00 p.m. (IST) on Saturday, 14<sup>th</sup> June, 2025.

Regd. Office : Plot No. 62, Tower - II, 12th Floor, Salt Lake, Millennium City Information Technology Park, Sector- V, Block DN, Bidhannagar, Kolkata, West Bengal, 700064.

Corp. Office : Office No 1205 Plot No 14 REMI Commercio, Near Yash Raj Studio Off Versova Road Andheri West, Andheri, Mumbai, Mumbai, Maharashtra, India, 400053

Tel : +91 9867344706 / Website: [www.uvshospitality.com](http://www.uvshospitality.com) Email: [investor.thirdwave@gmail.com](mailto:investor.thirdwave@gmail.com) :  
CIN:L15100WB1989PLC046886

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We request you to disseminate the above information on your website as you may deem appropriate.

Thanking you,

Yours Faithfully,

For, **UVS Hospitality and Services Limited**  
(Formerly known as **Thirdwave Financial Intermediaries Limited**)

**Rashmi Vartak**  
**Managing Director**  
**DIN: 10259700**

Encl.: As above

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## NOTICE OF POSTAL BALLOT

*(Pursuant to Section 108 and 110 of the Companies Act, 2013 read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014)*

VOTING STARTS ON	VOTING ENDS ON
Friday, 16 <sup>th</sup> May, 2025 at 9:00 Hours (IST)	Saturday, 14 <sup>th</sup> June, 2025 at 17:00 Hours (IST)

Dear Member(s),

**NOTICE** is hereby given that pursuant to Sections 108 and 110 and all other applicable provisions, if any, of the Companies Act, 2013, as amended ('the **Act**'), read together with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ('the **Rules**'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**SEBI Listing Regulations**') (including any statutory modification(s) or re-enactment(s) of the Act or Rules or Listing Regulations, as the case may be, for the time being in force) and Secretarial Standards issued by the Institute of Company Secretaries of India on General Meeting ("**SS-2**") and the relaxations and clarifications issued by Ministry of Corporate Affairs vide General Circulars Nos. 14/2020 dated April 8, 2020, 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 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023 and the General Circular 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("**MCA**") (hereinafter collectively referred to as "**MCA Circulars**") and all other applicable laws, rules and regulations, if any, for the time UVS Hospitality and Services Limited (Formerly known as Thirdwave Financial Intermediaries Limited) ('the **Company**'), to the proposed resolution to be passed through Postal Ballot i.e. by voting through remote electronic means ("**remote e-voting**") only.

In compliance with the provisions of Sections 108 and 110 of the Act, read with the Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, the MCA Circulars and Regulation 44 of the Listing Regulations read with Circular dated December 9, 2020 issued by the Securities and Exchange Board of India on e-voting facility provided by Listed Entities as amended from time to time, Secretarial Standards on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India, the Company is pleased to extend e-voting facility to enable the Members to cast their votes electronically.

In accordance with the provisions of the MCA Circulars, the Company has made arrangements for the shareholders to register their e-mail addresses. Therefore, those shareholders who have not yet registered their e-mail addresses are requested to register the same by following the procedure set out in the notes to this Postal Ballot Notice and the manner of voting remotely by members holding shares in dematerialized mode and physical mode is set out in the notes to this Postal Ballot Notice.

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An Explanatory Statement pursuant to Section 102 and other applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 pertaining to the resolutions setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice.

In terms of the requirements specified in the MCA circulars, the Company is sending this Notice in electronic form only to those Members whose e-mail addresses are registered with the Company / Depositories. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would only take place through the remote e-voting system.

In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the provisions of Section 108 and 110 of the Act read with the Rules, the MCA Circulars and SS-2, the Company is providing remote e-voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The Company has engaged the services of Central Depository Services (India) Limited ('CDSL') for the purpose of providing remote e-voting facility to its Members. The instructions for remote e-voting are appended to this Notice. The Notice is also available on the website of the Company at [www.uvshospitality.com](http://www.uvshospitality.com).

Members desiring to exercise their vote through the remote e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice for casting of votes by remote e-voting not later than 17.00 Hours (IST) on **Saturday, 14<sup>th</sup> June, 2025**. The remote e-voting facility will be disabled by CDSL immediately thereafter.

The Board of Directors of the Company has appointed **Hemang Satra, Proprietor, Hemang Satra & Associates, Company Secretaries (ACS No. 54476 & CP No. 24235)**, as the **Scrutinizer** for conducting the Postal Ballot/e-voting process in a fair and transparent manner.

Upon completion of remote e-voting, the Scrutinizer will submit his report to the Chairman of the Company or any other person authorized by him in writing, who shall countersign the same. The results of postal ballot will be announced on or before **Tuesday, 17<sup>th</sup> June, 2025**, at the Registered Office of the Company. The results along with the Scrutinizer's report would be displayed at the Registered Office of the Company and shall be submitted with the BSE Limited where the shares of the Company are presently listed. Additionally, the results will also be uploaded on the Company's website at [www.uvshospitality.com](http://www.uvshospitality.com) and on the website of Central Depository Services (India) Limited at <https://evoting.cdsl.com>.

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## **SPECIAL BUSINESS:**

### **1. Appointment of Mrs. Uma Patil (DIN: 10963796) as a Non-Executive Independent Director 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** pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules framed thereunder, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“the LODR Regulations”) (including any statutory modification or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, approvals and recommendation of the Nomination and Remuneration Committee and that of the Board of Directors, **Mrs. Uma Patil (DIN:10963796)**, who was appointed as an Additional Director in the capacity of an Independent Director with effect from 19<sup>th</sup> March, 2025 and who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the LODR Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, be and is hereby appointed as an Independent Director of the Company for a period of 5 (five) years till 18<sup>th</sup> March, 2030, and that she shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board be and is hereby to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**Note: Annexure- 1 for item no 1 have been placed at end of this Notice.**

By order of the Board of Directors  
For **UVS Hospitality and Services Limited**  
(Formerly known as Thirdwave Financial Intermediaries  
Limited)

Sd/-

**Rashmi Vartak**  
Managing Director  
DIN: 10259700

Place: Mumbai  
Date: 12<sup>th</sup> May, 2025

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## NOTES:

1. The relevant Explanatory Statement pursuant to Sections 102 and 110 of the Act read with Rule 22 of the Rules setting out the material facts and reasons for the proposed Resolution mentioned in the Postal Ballot Notice is appended herein below for your consideration.
2. In compliance with the MCA Circulars, the Postal Ballot Notice along with the instructions regarding Remote e-Voting is being sent by email to all the Members, whose names appear on the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') as on Friday, 9<sup>th</sup> May, 2025 (the 'cut-off date') and who have registered their email addresses in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, Niche Technologies Private Limited ("RTA").
3. The remote e-voting period will commence on Friday, 16<sup>th</sup> May, 2025 (9:00 hours IST) and will end on Saturday, 14<sup>th</sup> June, 2025 (17:00 hours IST). During this period, Members of the Company holding shares either in physical form or in demat form, as on the cut-off date i.e., Friday, 9<sup>th</sup> May, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter and the voting shall not be allowed beyond the said date and time.
4. The voting shall be reckoned in proportion to a Member's share of voting rights on the paid-up share capital of the Company as on the cut-off date.
5. Pursuant to the applicable provisions of the Act and Rules framed thereunder and the Listing Regulations, the Company can serve notices and other communication through electronic mode to those Members who have registered their e-mail addresses either with the Depository Participant(s) or the Company. Members who have not registered their e-mail addresses with the Company can now register the same by sending an e-mail to the RTA on [nichetechpl@nicetechpl.com](mailto:nichetechpl@nicetechpl.com). Members holding shares in demat form are requested to register their e-mail addresses with their Depository Participant(s) only.
6. The Resolutions, if approved by the requisite majority through Postal Ballot, shall be deemed to have been duly passed on **Saturday, 14<sup>th</sup> June, 2025** i.e. the last date specified by the Company for receipt of votes through the Remote e-Voting process.
7. A member cannot exercise his vote by proxy on Postal Ballot.
8. As required by Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the Listing Regulations, the details pertaining to this Postal Ballot will be published in one English national daily newspaper circulating throughout India (in English language) and one regional daily newspaper circulating in West Bengal (in vernacular language, i.e. Bengali).
9. In case of any query/grievance in connection with the Postal Ballot including e-voting, Members may



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contact CDSL at [www.evotingindia.com](http://www.evotingindia.com) or the Company at [compliance.thirdwave@gmail.com](mailto:compliance.thirdwave@gmail.com).

10. The Postal Ballot Notice is also placed on the website of the Company, websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and website of CDSL at [www.evotingindia.com](http://www.evotingindia.com).
11. All documents referred to in the Postal Ballot Notice will be available on the Company's website at [www.uvshospitality.com](http://www.uvshospitality.com) for perusal by the Members.
12. Members desirous of inspecting the documents referred to in the Notice may send their requests to [compliance.thirdwave@gmail.com](mailto:compliance.thirdwave@gmail.com) from their registered e-mail addresses mentioning their names, folio numbers/DP ID and Client ID.
13. Subject to the provisions of the Articles of Association of the Company, voting rights of a Member/Beneficial Owner (in case of electronic shareholding) shall be in proportion to his/her/its shareholding in the paid-up equity share capital of the Company as on the cut-off date. In case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote.
14. The results of the postal ballot will be placed on the Company's website at [www.uvshospitality.com](http://www.uvshospitality.com) and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com) and will also be intimated to the Stock Exchange where the shares of the Company is listed i.e. BSE Limited in accordance with the provisions of Listing Regulations.

## NOTICE TO SHAREHOLDERS HOLDING SHARES IN PHYSICAL MODE

SEBI has vide circular no. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated 03<sup>rd</sup> November, 2021, mandated furnishing of PAN, KYC and Nomination by Members holding shares in physical form. In view of the same, concerned shareholders are requested to furnish the requisite documents/information at the earliest. Non availability of the same on or after March 8, 2024 will result in freezing of the folios of such shareholders pursuant to the aforesaid SEBI circular. The Company has sent communications to the concerned shareholders explaining the aforesaid requirements. The necessary forms for updation of the aforementioned information are available on the website of the Company at [www.uvshospitality.com](http://www.uvshospitality.com). Members may contact the Company's RTA for assistance in this regard.

## THE INSTRUCTIONS TO SHAREHOLDERS FOR REMOTE E-VOTING:

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

**Step 2:** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on Friday, 16<sup>th</sup> May, 2025 (9:00 hours IST) and will end on Saturday, 14<sup>th</sup> June, 2025 (17:00 hours IST). During this period, Members of the Company

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holding shares either in demat form, as on the cut-off date i.e., Friday, 9<sup>th</sup> May, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL 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.

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (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.**



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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"><li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li><li>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 &amp; 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.</li><li>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li></ol>
	<ol style="list-style-type: none"><li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li></ol>
	<ol style="list-style-type: none"><li>1) If you are already registered for NSDL IDeAS facility, please visit</li></ol>

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Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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.  2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> . Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>  3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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.
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	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.

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## **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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33
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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at.: 022 - 4886 7000 and 022 - 2499 7000

**Step 2** : Access through NSDL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

**(v) 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](http://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](http://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:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
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PAN	<p>Enter your 10 digits alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"><li>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.</li></ul>
Dividend Bank Details  OR Date of Birth (DOB)	<p>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.</p> <ul style="list-style-type: none"><li>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.</li></ul>

- vi. After entering these details appropriately, click on “SUBMIT” tab.
- vii. 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.
- viii. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix. Click on the EVSN 250513002 of **UVS Hospitality and Services Limited** on which you choose to vote.
- x. 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.
- xi. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xii. 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.

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- xiii. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xiv. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xv. 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.
- xvi. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- xvii. **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](http://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](mailto:helpdesk.evoting@cdslindia.com).
- 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; [compliance.thirdwave@gmail.com](mailto:compliance.thirdwave@gmail.com), 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 Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective

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Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto: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, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 22 55 33.

By order of the Board of Directors  
For UVS Hospitality and Services Limited  
(Formerly known as Thirdwave Financial Intermediaries Limited)

Sd/-

**Rashmi Vartak**  
Managing Director  
DIN: 10259700

Place: Mumbai  
Date: 12<sup>th</sup> May, 2025



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## EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 FORMING PART OF THE NOTICE

As required under Section 102(1) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 this Explanatory Statement contains relevant and material information, as detailed herein, to enable the Members to consider for approval of the Resolution No. 1.

### Item No. 1: Appointment of Mrs. Uma Patil (DIN: 10963796) as a Non-Executive Independent Director of the Company:

Pursuant to Section 161 of the Companies Act, 2013, and other applicable provisions the Board has, at its meeting held on 19<sup>th</sup> March, 2025, appointed Mrs. Uma Patil (DIN: 10963796) as an Additional Director in the capacity of Independent Director of the Company for a term of five years with effect from 19<sup>th</sup> March, 2025, to 18<sup>th</sup> March, 2030 subject to the approval of the shareholders through a special resolution.

The Company has received all statutory disclosures / declarations, including:

- (i) Consent in writing to act as director in Form DIR-2, pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 (“the Appointment Rules”).
- (ii) Intimation in Form DIR 8 in terms of the Appointment Rules to the effect that she is not disqualified under sub-section (2) of Section 164 of the Act,
- (iii) Declaration to the effect that she meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act and under LODR Regulations,
- (iv) Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, that she has not been debarred from holding office of a Director by virtue of any order passed by the SEBI or any other such authority,
- (v) Confirmation that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge duties as an Independent Director of the Company;
- (vi) A notice in writing by a member proposing his candidature under Section 160(1) of the Act.

The Nomination and Remuneration Committee (“NRC”) had previously finalized the desired attributes for the selection of the Independent Director(s) such as experience, expertise and independence etc. Basis those attributes, the NRC recommended the candidature of Mrs. Uma Patil.

In the opinion of the Board, Mrs. Uma Patil fulfils the conditions for independence specified in the Act,

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the Rules made thereunder and the LODR Regulations and such other laws / regulations for the time being in force, to the extent applicable to the Company and he is independent of the Management.

The Board noted that Mrs. Uma Patil background and experience are aligned to the role and capabilities identified by the NRC and that she is eligible for appointment as an Independent Director.

The resolution seeks the approval of members for the appointment of Mrs. Uma Patil as an Independent Director of the Company pursuant to Sections 149, 152 and other applicable provisions of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof) and she shall not be liable to retire by rotation.

In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulation 17 of the LODR Regulations, the approval of the members is sought for the appointment of Mrs. Uma Patil as an Independent Director of the Company, as a special resolution as set out above.

No director, key managerial personnel (KMP) or their relatives is interested in or concerned, financially or otherwise, in passing the proposed resolution as set out in Item no. 1.

The Board recommends the special resolution as set out in Item no. 1 of this notice for the approval of members.

## **Brief Profile of Mrs. Uma Patil:**

Mrs. Uma Rani Patil is a retired as General Manager from Securities and Exchange Board of India (SEBI), have been working at the securities market regulator for almost three decades, with core managerial strength being data management, project management, and business process reorientation.

By order of the Board of Directors  
For UVS Hospitality and Services Limited  
(Formerly known as Thirdwave Financial Intermediaries Limited)

Sd/-

**Rashmi Vartak**  
Managing Director  
DIN: 10259700

Place: Mumbai  
Date: 12<sup>th</sup> May, 2025

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Annexure- 1

## Details of Directors seeking Appointment/Re-appointment

*[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India]*

<b>Name of the Director</b>	<b>Mrs. Uma Rani Patil</b>
DIN	10963796
Nature of appointment (appointment/ re-appointment)	Appointment
Terms and Conditions of appointment / re-appointment	Appointment as Non-Executive Independent Director of the Company
Age	61 years
Date of first appointment on the Board	19 <sup>th</sup> March, 2025
Qualifications	As per Brief Profile given in the Explanatory Statement forming part of Notice.
Brief Profile	Brief Profile is given in the Explanatory Statement forming part of Notice.
Expertise in specific functional areas	As per Brief Profile given in the Explanatory Statement forming part of Notice.
Skills and capabilities required for the role and the manner in which the Director meets such requirements	As per Brief Profile given in the Explanatory Statement forming part of Notice.
Names of listed entities in which the person also holds the directorship and the membership of Committees of the Board (Other than the Company)	Nil
Names of listed entities from which the person has resigned in the past three years	Nil
Shareholding of Non-Executive directors	Nil

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Details of remuneration sought to be paid	Nil
Remuneration last drawn	NA
Number of meetings of Board attended during the year	2 Board meetings since appointment.
Inter se relationship with any Director	Not related to Directors, Manager and other Key Managerial Personnel of the Company.

By order of the Board of Directors  
For **UVS Hospitality and Services Limited**  
(Formerly known as Thirdwave Financial Intermediaries Limited)

Sd/-

**Rashmi Vartak**  
Managing Director  
DIN: 10259700

Place: Mumbai  
Date: 12<sup>th</sup> May, 2025

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Information at a glance:

S. No.	Particulars	Details
1	Period of 30 days of Postal Ballot	16 <sup>th</sup> May, 2025 to 14 <sup>th</sup> June, 2025
2	Mode	E- Voting means only
3	Submission of Questions/Queries	Questions/queries shall be submitted 48 hours from the commencement of postal ballot by any of the following mode: • Email to <a href="mailto:compliance.thirdwave@gmail.com">compliance.thirdwave@gmail.com</a> mentioning name, demat account no./folio number, email ID, mobile number, etc.
4	Cut-off date of e-voting	Friday, 9 <sup>th</sup> May, 2025
5	E-voting date and start time	Friday, 16 <sup>th</sup> May, 2025 at 9:00 Hours (IST)
6	E-voting date and end time	Saturday, 14 <sup>th</sup> June, 2025 at 17:00 Hours (IST)
7	E- Voting website of CDSL	<a href="http://www.cdslindia.com">www.cdslindia.com</a>
8	Name, address and contact details of e- voting service Provider and Registrar and Transfer Agent	<b><u>E- voting service Provider:</u></b> Central Depository Services (India) Limited Address: A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or call toll free no. 1800 22 55 33.  <b><u>Registrar and Transfer Agent:</u></b> Niche Technologies Private Limited Address: 3A Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata, West Bengal – 700 017  Email: <a href="mailto:nichetechpl@nichtechpl.com">nichetechpl@nichtechpl.com</a>
9	Email Registration & Contact updation Process	Demat Members: Contact respective Depository Participant.  Physical Members: Contact Company's Registrar and Transfer Agents, Niche Technologies Private Limited by sending an email request at <a href="mailto:nichetechpl@nichtechpl.com">nichetechpl@nichtechpl.com</a> along with signed scanned copy of the request letter providing the email address, mobile number, self-attested copy of the PAN card and copy of the Share Certificate.