

To,

Date: 08.09.2021

The Manager BSE Limited P.J. Towers, Dalal Street, Mumbai - 400001	The Manager, NSE Limited, Exchange Plaza, BandraKurla Complex, Bandra (E), Mumbai- 400051.
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Dear Sir/ Madam,

Sub: Submission of 24<sup>th</sup> AGM notice which is dispatched to shareholders of the Company-reg.

In terms of Regulations of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 as amended we are forwarding the notice of 24<sup>th</sup> Annual General Meeting of the Company, which is being dispatched to our Shareholders on 7<sup>th</sup> September, 2021. The 24<sup>th</sup> Annual General Meeting of the company is scheduled to be held on Thursday, the 30th day of September, 2021 at the registered office of the company situated at Flat No.104-106, Lumbini Enclave, Punjagutta Hyderabad 500082.

Please find the enclosed the Notice of the 24th AGM for fiscal year 2021. Same will be made available on the company's website, at [www.visuintl.com](http://www.visuintl.com)

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

Thanking you.

Yours faithfully,  
For Ed & Tech International Limited

  
B. Prabhakara Reddy  
Executive Director cum CEO  
(DIN: 00166326)



**ED & TECH INTERNATIONAL LIMITED**  
**(Formerly known as Visu International Limited)**

**24<sup>TH</sup> ANNUAL REPORT**

**2020-21**

## **CORPORATE INFORMATION**

### **BOARD OF DIRECTORS**

Mr. B. Prabhakara Reddy	-	Executive Director cum CEO (DIN: 00166326)
Mrs. C. Sophia Reddy	-	Non Executive Director (DIN: 01979550)
Mr. S. Muralidhara Reddy	-	Independent Director (DIN: 02014101)
Mr. K V.S Mallikarjuna	-	Independent Director (DIN: 02237814)
Mr. K Siva Kumar	-	Independent Director (DIN: 08625040)
Mr. S Praveen	-	Independent Director (DIN: 08611244)

### **CHIEF FINANCIAL OFFICER:**

Mr. Yedukondalu Kondaveeti

### **REGISTERED OFFICE**

Flat No.104-106, Lumbini Enclave  
Punjagutta Hyderabad 500 082  
Ph: 040-23373803,23399241

### **STATUTORY AUDITORS:**

M/s. M. M. Reddy & Co.  
Chartered Accountants,  
G-8, Amrutha Ville, Opp. Yashodha Hospital,  
Rajbhavan Road, Somajiguda,  
Hyderabad - 500 082

### **SECRETARIAL AUDITOR:**

Ms. Aakanksha  
Practicing Company Secretary  
Plot No. 8-2-603/23/3 & 8-2-603/23,15,  
2nd Floor, HSR Summit,  
Banjara Hills, Road No. 10,  
Beside No. 1 News Channel office,  
Hyderabad - 500034

**CORPORATE IDENTITY NUMBER:** L72200AP1997PLC027073

### **AUDIT COMMITTEE:**

1. Mr. K.V.S. Mallikarjuna	-	Chairman
2. Mr. B. Prabhakara Reddy	-	Member
3. Mr. S. Muralidhar Reddy	-	Member

### **NOMINATION & REMUNERATION COMMITTEE:**

1. Mr. K.V.S. Mallikarjuna	-	Chairman
2. Mr. S. Muralidhar Reddy	-	Member
3. Mrs. C.Sophia Reddy	-	Member

**STAKEHOLDERS RELATIONSHIP COMMITTEE:**

1. Mr. K.V.S. Mallikarjuna - Chairman
2. Mr. S. Muralidhar Reddy - Member
3. Mr. B. Prabhakara Reddy - Member

**RISK MANAGEMENT COMMITTEE:**

1. Mr. B. Prabhakara Reddy - Chairman
2. Mr. K V.S Mallikarjuna - Member
3. Mrs. C. Sophia Reddy - Member

**REGISTRAR & SHARE TRANSFER AGENTS :**

M/s. Aarathi Consultants Private Limited  
1-2-285, Near Gaganmahal Nursing Home,  
Street No 7, Domalguda, Hyderabad-500029.  
Ph: 040-27638111/27634445, Fax: 040-27632184  
Email: info@aarthiconsultants.com

**BANKERS:**

Indian Overseas Bank,  
Bank Street, Koti  
Hyderabad 500 095

**LISTED AT**

BSE Limited.  
The National Stock Exchange of India Limited

**DEMAT ISIN NUMBER IN NSDL & CDSL:**

INE965A01016

**WEBSITE:** [www.visuintl.com](http://www.visuintl.com)

**INVESTOR E-MAIL ID:** [csvisuintl@gmail.com](mailto:csvisuintl@gmail.com)

## NOTICE

Notice is hereby given that the Twenty Fourth Annual General Meeting of the Shareholders of M/s. Ed & Tech International Limited (formerly known as Visu International Limited) will be held on Thursday, the 30th day of September 2021 at 9.00 A.M. at the registered office of the company situated at Flat No.104-106, Lumbini Enclave, Punjagutta Hyderabad 500082 to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2021, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon.
2. To re-appoint a director in place of Mrs. Sophia Reddy Chavva who retires by rotation and being eligible offers herself for reappointment.

For and on behalf of the Board of  
Ed & Tech International Limited

Sd/-

B. Prabhakara Reddy  
Executive Director cum CEO  
(DIN: 00166326)

Place: Hyderabad  
Date: 07.09.2021

### NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument of Proxy in order to be effective shall be deposited at the Registered Office of the Company by not less than 48 hours before the commencement of the Meeting.

Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty (50) members and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other person or shareholder. The appointment of proxy shall be in the Form No. MGT.11 annexed herewith.

2. The Register of Members and Share Transfer Books of the Company will remain closed from 24.09.2021 to 30.09.2021 (Both days inclusive).

3. Members holding shares in the electronic form are requested to inform any changes in address/bank mandate directly to their respective Depository Participants.
4. Members are requested to hand over the enclosed Attendance Slip, duly signed in accordance with their specimen signature(s) registered with the Company for admission to the meeting hall. Members who hold shares in dematerialised form are requested to bring their Client ID and DP ID Numbers for identification.
5. Corporate Members are requested to send duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting.
6. 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.
7. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to the Company/Registrar and Share Transfer Agents (M/s. Aarthi Consultants Private Limited.)
8. As a measure of austerity, copies of the annual report will not be distributed at the Annual General Meeting. Members are therefore, requested to bring their copies of the Annual Report to the Meeting.
9. With a view to using natural resources responsibly, we request shareholders to update their email address with their Depository Participants to enable the Company to send communications electronically.
10. Members holding shares in the same name under different ledger folios are requested to apply for consolidation of such folios and send the relevant share certificates to M/s. Aarthi Consultants Private Limited., Share Transfer Agents of the Company for their doing the needful.
11. Members are requested to send their queries at least 10 days before the date of meeting so that information can be made available at the meeting.
12. In respect of shares held in physical mode, all shareholders are requested to intimate changes, if any, in their registered address immediately to the registrar and share transfer agent of the company and correspond with them directly regarding share transfer/transmission /transposition, Demat /Remat, change of address, issue of duplicate shares certificates, ECS and nomination facility.

13. 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 to the company/RTA in case shares are held in physical form, and to their respective depository participant, if held in electronic form.
14. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which Directors are interested under Section 189 of Companies Act, 2013 will be available for inspection at the Annual General Meeting.
15. Electronic copy of the Annual Report for 2020-2021 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 for 2020-2021 is being sent in the permitted mode.
16. Members may also note that the Notice of the 24<sup>th</sup> Annual General Meeting and the Annual Report for 2020-2021 [www.visuintl.com](http://www.visuintl.com) for their download. The physical copies of the aforesaid documents will also be available at the

Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost.

investor email id: [cvisuintl@gmail.com](mailto:cvisuintl@gmail.com).

17. In terms of Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, securities of listed companies can be transferred only in dematerialized form with effect from 1st April, 2019 except in case of requests received for transmission or transposition of securities.
18. Pursuant to Clause 2 (h) of the Companies (Significant Beneficial Owners) Amendment Rules, 2019, individuals who hold a right or entitlement directly in the Company are requested to intimate the Company through a declaration in form BEN-1.

#### **19. Voting through electronic means**

In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide members facility to exercise their right to vote on

resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue

Limited.

The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

The remote e-voting period commences on September 27, 2021 (09.00 am) to September 29, 2021 (5.00 pm). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 23, 2021, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is casted by the shareholder, the shareholder shall not be allowed to change it subsequently.

A person who has acquired shares & become a member of the company after the dispatch of notice of AGM & holding shares as of cut-off date, may obtain the login ID & password by sending a request at [csvisuintl@gmail.com](mailto:csvisuintl@gmail.com). However, if the person is already registered with the CDSL for remote e-voting then the existing user ID & password can be used for casting vote.

## 20. Login method for e-Voting and voting during the meeting for Individual Shareholders holding securities in demat mode.

In terms of the SEBI circular dated December 9, 2020 on the e-Voting facility provided by listed companies and as part of increasing the efficiency of the voting process, e-Voting process has been enabled to all individual Shareholders holding securities in demat mode to vote through their demat account maintained with depositories / websites of depositories / depository participants. Shareholders are advised to update their mobile number and email ID in their demat accounts in order to access e-Voting facility. Login method for Individual Shareholders holding securities in demat mode is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	a. Users who have opted for Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest is <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or



	<p>www.cdslindia.com and click on Login icon and select New System Myeasi.</p> <p>b. 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 -</p> <p>Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there are also links provided to access the system of all ESP i.e. CDSL/NSDL, so that the user can visit the ESP website directly.</p> <p>c. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a>. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a>. 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 provided links for the respective ESP i.e. CDSL where the e-Voting is in progress.</p>
<p>Individual Shareholders holding securities in Demat mode with NSDL</p>	<p>a. 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: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>.</p> <p>b. Once the home page of e-Services is launched, click on the</p> <p>have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services.</p> <p>c. - -Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider- CDSL and you will be re-directed to the CDSL e-Voting website for casting your</p>

	<p>vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>d. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a>.</p> <p>e. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a>. Once the home page of e-Voting system is launched, click</p> <p>f. A new screen will open. You will have to enter your User ID (i.e. your 16 digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.</p> <p>g. 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-CDSL and you will be redirected to e-Voting website of CDSL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
<p>Individual Shareholders (holding securities in Demat mode) login through their Depository Participants</p>	<p>d. You can also login using the login credentials of your Demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.</p> <p>e. 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.</p> <p>f. Click on Company name or e-Voting service provider name -CDSL and you will be redirected to e-Voting website of CDSL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

<b>Login type</b>	<b>Helpdesk details</b>
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 022-23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

a. Login method for e-Voting and voting during the meeting for Shareholders holding securities in physical mode and Shareholders other than Individual Shareholders holding securities in demat mode.

- a) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- b) Click on Shareholders tab/ module.
- c) Now Enter your User ID
  - For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- d) Next enter the Image Verification as displayed and Click on Login.
- e) 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 voting of any company, then your existing password is to be used.
- f) If you are a first-time user follow the steps given below:

<b>Login type</b>	<b>For Shareholders holding securities in physical mode and Shareholders other than Individual Shareholders holding securities in demat mode.</b>
PAN	Enter your 10-digit alpha-Department. Shareholders who have not updated their PAN with the

	Company/Depository Participant are requested to use the sequence number sent by RTA or contact 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.  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 as mentioned in instruction (iii).

g)

h) Shareholders holding shares in physical mode will then directly reach the Company selection screen. However, Shareholders holding shares in Demat mode will now

login password in the new password field. Kindly note that this password is to be also used by the Demat account 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.

i) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

j) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

k)

same the option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

l)

details.

m)

else

n)

your vote.

o) option on the Voting page.

p) the Voting page.

q) 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 and enter the details as prompted by the system.

**r) Additional Facility for Non Individual Shareholders and Custodians For Remote e-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
- 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 should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney 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 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 at the email address viz; [cvisuintl@gmail.com](mailto:cvisuintl@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.

21. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date (record date) of 23.09.2021.

22. Mr. S. Sarveswar Reddy, Practicing Company Secretary, bearing C.P. Number 7478 has been appointed as the Scrutinizer to scrutinize the e-voting process.

23. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) votes cast in favour or against, if any, forthwith to the Chairman of the Company.
24. The Results shall be declared on or after the AGM of the Company. The Results declared [www.visuintl.com](http://www.visuintl.com) and on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the BSE Limited and National Stock Exchange of India Limited.
25. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively), has and allowed companies to share documents with its shareholders through an electronic mode. Members are requested to support this green initiative by registering/uploading their email addresses, in respect of shares held in dematerialized form with their respective Registrar and Share Transfer Agents.

For and on behalf of the Board of  
Ed & Tech International Limited

Place: Hyderabad  
Date: 07.09.2021

Sd/-  
B. Prabhakara Reddy  
Executive Director cum CEO  
(DIN: 00166326)