

NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that the Extra-Ordinary General Meeting ("EGM") of the Members of EFORU Entertainment Limited (Formerly Known as Tavernier Resources Limited) will be held on **Friday, 05th June, 2026 at 03:00 p.m. through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)**, in compliance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder, to transact the following business:

1. TO ISSUE EQUITY SHARES ON PREFERENTIAL BASIS:

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

"RESOLVED THAT pursuant to the provisions of Section 23, 42 read with 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) (hereinafter referred to as "the Act") and in accordance with the relevant provisions of the Memorandum and Articles of Association of the Company, and in accordance with the provisions on preferential issue as contained in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, [hereinafter referred to as "SEBI (ICDR) Regulations"], SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, [hereinafter referred to as "SEBI (LODR) Regulations"] (including any statutory modification(s) or re-enactment(s) thereof from time to time), SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, [hereinafter referred to as "SEBI (SAST) Regulations"], Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 [hereinafter referred to as "SEBI (PIT) Regulations"] and in accordance with all other applicable rules, regulations, guidelines and clarifications issued thereon from time to time by Ministry of Corporate Affairs ("MCA"), the Securities and Exchange Board of India ("SEBI"), Government of India ("GOI"), Stock Exchanges where the shares of the Company are listed ("Stock Exchanges") or any other statutory/ regulatory authorities and subject to all such approvals, permissions, consents and sanctions of any authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by any of them while granting such approvals, permissions, consents or sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the 'Board'), which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its power including the powers conferred by this Resolution, the consent of the members of the Company be and are hereby accorded to the Board in its absolute discretion to create, offer, issue and allot, on preferential basis, in one or more tranches, upto **15,48,500 (Fifteen Lacs Fourty Thousand Five Hundred)** fully paid up equity shares of the Company having face value of Re.10/- (Rupee Ten Only) ("Equity Shares") each at an issue price of Rs.91/- (Rupees Ninety One only) per Equity Share (including premium of Rs.81/- per share) aggregating upto Rs. 14,09,13,500/- (Rupees Fourteen Crores Nine Lacs Thirteen Thousand Five Hundred only) per share as determined in accordance with Regulation 164 of Chapter V of the SEBI (ICDR) Regulations, 2018 ("Equity Share Issue Price"), to the Promoter and Non Promoter Group of the Company (hereinafter referred to as the "Proposed Allottees/Investors") as mentioned below and as more particularly mentioned in the explanatory statement setting out material facts on preferential basis (Preferential Allotment):

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Email: tavernier.resources@gmail.com ; **Website:** - www.tavernier.in

Sr. No	Name of the Proposed Allottee	Classes (PG/NP#)	Pre-Issue Shareholding		No. of Equity Shares to be issued	Post Issue Shareholding	
			No. of Shares	% of Shareholding		No. of Shares	% of Shareholding
1.	Amit Pankaj Vedawala	PG	34,84,007	58.27%	2,98,900	37,82,907	50.25%
2.	Global9 LLC (Limited Liability Company represented by its members- 1. Nayankumar Jethva 2. Santosh Bari 3. Rohan Shende 4. Vishal Chakke	NP	0	0%	11,95,800	11,95,800	15.89%
3.	Dilip Modi	NP	0	0%	53,800	53,800	0.71%
Total			34,84,007	58.27%	15,48,500	50,32,507	66.85%

RESOLVED FURTHER THAT in accordance with SEBI (ICDR) Regulations and other applicable law, the 'Relevant Date' for determination of the issue price of Equity Shares in accordance with Regulation 161 of the SEBI (ICDR) Regulations, shall be Wednesday 06th May, 2026 being the date 30 (Thirty) days prior to the meeting of members of the Company scheduled to be held to consider the Preferential Issue of Equity Shares;

RESOLVED FURTHER THAT the offer, issue and allotment of the aforesaid Equity Shares to the Proposed Allottees, shall be subject to applicable guidelines, notifications, rules and regulations and on the terms and conditions given herein below:

a) An amount equivalent to 100% (Hundred Percent) of the consideration shall be paid by the proposed allottees on or before the date of allotment of Equity Shares. The Investor shall make payment of Issue Price of Equity Shares from their own bank account into the designated bank account of the Company.

b) The Equity Shares shall be allotted within a period 15 days from the date of passing the special resolution by the members OR after receiving in-principle approval letter from stock exchanges, whichever is later, provided that where the allotment of Shares is subject to receipts of any approval or permission from any regulatory or Government of India, the allotment shall be completed within a period of 15 days from the date of receipts of last date of such approvals or permission.

c) The "Relevant Date" pursuant to Regulation 161 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 in relation to the above-mentioned Preferential Issue, shall be Wednesday 06th May, 2026 which is a date 30 days prior

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to the meeting of members of the Company scheduled to be held to consider the Preferential Issue of equity shares.

d) The price of each equity share to be issued is Rs. 91/- per share as calculated in accordance with the provisions of Regulation 164 of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, whichever is higher.

e) The Equity shares issued and allotted shall be subject to lock-in for such period as prescribed under the SEBI (ICDR) Regulations.

f) The Equity shares will be listed and traded on the BSE Limited ("BSE") where the existing shares of the Company are currently listed, subject to the receipt of necessary permissions and approvals from the exchange.

RESOLVED FURTHER THAT the Equity Shares proposed to be so allotted shall rank pari-passu in all respects including as to dividend, with the existing fully paid up Equity Shares of face value of Re.10/- (Rupee Ten only) each at a price of Rs. 91/- per Equity Shares of the Company and shall subject to the relevant provisions contained in the Memorandum of Association and Articles of Association of the Company;

RESOLVED FURTHER THAT the monies received by the Company from the Investors for Equity Shares pursuant to this preferential issue shall be kept by the Company in a separate bank account opened by the Company for this purpose and shall be utilized by the Company in accordance with the provisions of the Act;

RESOLVED FURTHER THAT the Board be and is hereby authorized to decide and approve other terms and conditions of the issue of Equity Shares and shall also be entitled to vary, modify or alter any of the terms and conditions, as it may deem fit, however subject to the compliance with the applicable guidelines, notifications, rules and regulations;

RESOLVED FURTHER THAT the Board be and is hereby authorised to accept the terms, conditions, modifications and stipulations as the GOI, SEBI or Stock Exchanges or any other regulatory authority may stipulate while granting approval to the Company for issue of the Equity Shares as aforesaid;

RESOLVED FURTHER THAT the Board is hereby authorised to take necessary steps for listing of the equity shares proposed to be issued on Stock Exchanges, where the Company's shares are listed, as per the terms and conditions of the Listing Agreement, and in accordance with such other guidelines, rules and regulations as may be applicable with regard to such listing;

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to take such steps and to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary, expedient, usual, proper, incidental or desirable and to settle any question, difficulties or doubts that may arise in this regard and in regard to the implementation of this resolution for issue, allotment equity shares and utilization of the issue proceeds, to prescribe the forms of applications, enter and execute all such deeds, documents, agreements or other instruments, and to take such actions/directions as they may consider as being necessary or desirable and to obtain any approval, permissions, sanctions which may be necessary or desirable as they may deem fit, without being required to seek any further consent or approval of the members of the Company to the intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution;

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EFORU ENTERTAINMENT LIMITED

Formerly known as Tavernier Resources Limited

[CIN: L59111GJ1994PLC170267]

Registered Office: A 37, Capital Commercial
Centre, Near Sanyas Ashram, Opp. Townhall,
Ashram Road, Ahmedabad – 380009,
Gujarat, India.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company be and are hereby authorized severally to sign and file the necessary e-forms with the Registrar of Companies, Gujarat and to delegate all or any of the powers herein conferred by this resolution to any Committee of Directors or any one or more Directors/Officials of the Company to give effect to this resolution.”

Date: 06/05/2026

Place: Ahmedabad

**By the order of the Board
For, EFORU ENTERTAINMENT LIMITED
(Formerly Known as Tavernier Resources Limited)**

Sd/-

REGISTERED OFFICE:

**PATEL MOKSHABEN RAVJIBHAI
Chairperson & Whole Time Director
DIN: 10712712**

**A 37, Capital Commercial Centre
Near Sanyas Ashram, Opp Townhall,
Ashram Road, Ashram Road P.O,
Ahmedabad, City Ahmedabad,
Gujarat, India, 380009**

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NOTES:

1. The Ministry of Corporate Affairs has vide its General Circular No. 14/2020 dated 8th April 2020, General Circular No. 17/2020 dated 13th April 2020, General Circular No. 20/2020 dated 5th May 2020, General Circular No. 09/2023 dated 25th September, 2023, the General Circular No. 09/2024 dated 19th September, 2024 and General Circular No. 03/2025 dated 22nd September, 2025 (hereinafter collectively to be referred as the "MCA circulars") and SEBI Circular dated October, 2024 issued by the Securities Exchange Board of India ("SEBI Circular") allowed conducting Extra Ordinary General Meeting through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) and dispensed the personal presence of the members at the meeting prescribing the procedures and manner of conducting the Extra Ordinary Meeting through VC/OAVM. In terms of the said circulars Extra Ordinary General Meeting (EGM) of the members will be held through VC/OAVM. Hence, members can attend and participate in the EGM through VC/OAVM only. The detailed procedure for participating in the meeting through VC/OAVM is explained in the subsequent notes of this Notice.
2. In line with the aforesaid MCA Circulars and SEBI Circular, the Notice of EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Member may note that Notice has been uploaded on the website of the Company at www.tavernier.in. The Notice can also be accessed from the websites of BSE Limited at www.bseindia.com and the EGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com.
3. Pursuant to the aforesaid MCA circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate thereat and cast their votes through e-voting. Corporate / Institutional members are required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter, etc. together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at email ID: info@csnayan.com, with a copy marked to helpdesk.evoting@cdslindia.com and tavernier.resources@gmail.com. The scanned image of the above-mentioned documents should be in the naming format "EFORU ENTERTAINMENT LIMITED, `Extra Ordinary General Meeting`".
4. A statement pursuant to Section 102 of the Act in respect of the special business of the Notice is annexed hereto.
5. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Shareholders seeking any information with regard to accounts are requested to write to the Company at least 7 days before the meeting so as to enable the management to keep the information ready.
7. Members holding the shares in physical mode are requested to notify immediately the change of their address and bank particulars to the R & T Agent of the Company. In case shares held in dematerialized form, the information regarding change of address and bank particulars should be given to their respective Depository Participant.
8. In terms of Section 72 of the Companies Act, 2013, nomination facility is available to individual shareholders holding shares in the physical mode. The shareholders who are desirous of availing this facility, may kindly write to Company's R & T Agent for nomination form by quoting their folio number.

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9. 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 the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode.

10. The Members can join the EGM through the VC/ OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1,000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.

11. PROCESS AND MANNER FOR MEMBERS OPTING FOR VOTING THROUGH ELECTRONIC MEANS:

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 Tuesday, 02nd June, 2026 at 09:00 a.m. and ends on Thursday, 04th June, 2026 at 05:00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 29th May, 2026 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.

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(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.

Pursuant to abovesaid 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"> 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 cdsi website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the eVoting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> If you are already registered for NSDL IDeAS facility, please visit the eServices website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp

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	<p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>4. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 or joining virtual meeting & voting during the meeting.</p>
<p>Individual Share holders (holding securities in demat mode login through their Depository Participants (DP</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

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

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

Login type	Helpdesk details
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911</p>
<p>Individual Shareholders holding securities in Demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000</p>

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

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(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.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID

**For CDSL: 16 digits beneficiary ID,
For NSDL: 8 Character DP ID followed by 8 Digits Client ID,**

Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none">• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(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 evoting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant on which you choose to vote.

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(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.

(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 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.

- 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; Tavernier.resources@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.

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

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911

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

ITEM 1:

The Board of Directors in their meeting held on Wednesday, May 06, 2026 subject to necessary approval(s), has approved the proposal for raising of funds by issue and allot upto 15,48,500 (Fifteen Lakhs Forty-Eight Thousand Five Hundred) fully paid-up equity shares of the Company of Rs. 10/- each at a price of Rs. 91/- per Equity Shares to Promoter and Non-Promoter Group on preferential basis for funding ongoing projects and other general corporate purposes of the Company. This proposal is subject to the approval of the shareholders through a special resolution and in accordance with the requirements contained in the SEBI (ICDR) Regulations 2018, the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 (as amended), and other applicable provisions, if any and Sections 42 and 62(1)(c) of the Companies Act, 2013, Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and other applicable legislations.

The information as required under SEBI (ICDR) Regulations and the provisions of the Companies Act, 2013 read with Rule 13(2) of the Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 are given below:

1. Objects of the Preferential Issue:

The Company intends to utilize the proceeds raised through the proposed Preferential Issue of 15,48,500 Equity Shares ("Issue Proceeds") towards following objects:

Sr. No	Particulars (Object of the Issue)	Total estimated amount to be utilised for each of the Objects
1	For acquisition, purchase, installation, furnishing, renovation, fabrication, customization, repair, upkeep, and maintenance of office infrastructure, sound studio infrastructure, office theater setup, furniture, studio furniture, fixtures, fittings, equipment, workstations, acoustic systems, display systems, event-related infrastructure, production and recording equipment, interiors, lighting, networking, electrical systems, and all related operational and functional assets required for office, studio, creative, and entertainment purposes.	Rs. 5.20 Crore
2	To finance and support movie, film, digital media, entertainment, and audio-visual content related activities of the Company. The funds may be utilized for production, promotion, editing, post-production, and distribution of media and entertainment projects.	Rs. 4.21 Crore
3	To utilize the proceeds towards branding, advertising, digital marketing, social media promotions, influencer campaigns, and publicity activities. The funds shall support business development, client promotions, and expansion of the Company's marketing operations.	Rs. 4 Crore
4	For General Corporate Purpose	Rs. 0.68 Crore
Total		Rs. 14.09 Crore

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2. Maximum number of specified securities to be issued including date of Board Resolution:

The board in its meeting held on Wednesday, May 06, 2026 has given their consent and passed a resolution, subject the approval of shareholders, to offer, issue and allot upto 15,48,500 (Fifteen Lacs Forty-Eight Thousand Five Hundred) fully paid-up Equity Shares of face value of Rs.10/- (Rupees Ten Only) ("Equity Share") at a price of Rs. 91/- (Rupees Ninety-One only) including premium of Rs. 81/-per equity share as determined in accordance with the Regulation 164 of Chapter V of the SEBI (ICDR) Regulation, 2018 ("Equity Share Issue Price") on preferential basis in accordance with SEBI (ICDR) Regulations, 2018 and other applicable laws.

3. Pricing of preferential issue:

The Equity Shares of the Company are listed at the BSE Limited ("BSE"). The issue of equity shares to the Proposed Allottees will be at Rs. 91/- per Share which is higher than the calculated price in accordance with Regulation 164 of the SEBI (ICDR) Regulations. (Being frequently traded shares).

Hence, based on the above, the Board of Directors of the Company has decided the issue price of Equity Shares on preferential basis shall be at Rs. 91/- each.

We also confirm that the Articles of Association do not contain any restrictive provision for Preferential Allotment and doesn't contain any article which provides for particular method for determination of price in case of preferential issue.

4. Undertaking as to re-computation of price and lock-in of specified securities: The Company shall re-compute the price of the Equity Shares, in terms of the provision of Regulation 166 of the ICDR Regulations or any other applicable laws, where it is required to do so. The Company further undertakes that if the amount payable on account of the re-computation of price is not paid within the time stipulated in the ICDR Regulations, the Equity Shares shall continue to be locked- in till the time such amount is paid by the Equity Share Holder.

5. Amount which the company intends to raise by way of such securities: Upto Rs. 14,09,13,500/- [Rupees Fourteen Crore Nine lakhs Thirteen Thousand Five Hundred Only] by issuing Upto 15,48,500 (Fifteen Lakhs Forty-Eight Thousand Five Hundred) equity shares of Rs. 10/- each at a price of Rs. 91/- per Equity Shares including premium of Rs.81/- per equity share.

6. The intention of the Promoters, Directors or Key Managerial Personnel to subscribe to the Offer: Amit Pankaj Vedawala Promoter of the Company have shown their interest to subscribe to the Equity Shares proposed to be issued by the Company as more particularly set out in the explanatory statement setting out the material facts.

None of the other Promoter & Promoter Group, Directors or Key Managerial Personnel of the Company except as mentioned herein above, intend to subscribe to any of the Equity shares proposed to be issued under this Preferential Issue.

7. Relevant date with reference to which the price has been arrived at: The 'Relevant Date' determined in accordance with the provisions of Regulation 161 of ICDR Regulations is Wednesday, 06 May, 2026 being 30 days prior to the date of the EGM convened to obtain the approval of the Members.

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- 8. The class or classes of persons to whom the allotment is proposed to be made:** The allotment is proposed to be made to Promoter and non-promoter group. The details have been provided in as follows:

Sr. No	Name of the Proposed Allottee	Class (PG/ NP)*	Pre-Issue Shareholding		No. of Equity Shares to be issued	Post Issue Shareholding	
			No. of Shares	% of Share holding		No. of Shares	% of Share holding
1.	Amit Pankaj Vedawala	PG	34,84,007	58.27 %	2,98,900	37,82,907	50.25 %
2.	Global9 LLC (Limited Liability Company represented by its members- 1. Nayankumar Jethva 2. Santosh Bari 3. Rohan Shende 4. Vishal Chakke	NP	0	0%	11,95,800	11,95,800	15.89 %
3.	Dilip Modi	NP	0	0%	53,800	53,800	0.71%

***NP: Non-Promoter Group; PG: Promoter Group**

9. Shareholding Pattern before and after the proposed Preferential Issue:

Category	Pre-Preferential Issue		Post-Preferential Issue	
	No. of Shares	% of Shareholding	No. of Shares	% of Shareholding
Indian	-	-	-	-
Individual/HUF				
HUF	-	-	-	-
Central Government/State Government	-	-	-	-
Bodies Corporate	-	-	-	-
Relatives	-	-	-	-
Sub Total	-	-	-	-
Foreign Promoters	34,84,007	58.27%	37,82,907	50.25%
Sub Total (A)	34,84,007	58.27%	37,82,907	50.25%
Non-Promoter Holding				
Institutional Investors	-	-	-	-
Non-Institutions	-	-	-	-
Private Corporate Bodies/ Limited Liability Partnerships	24,999	0.42%	12,20,799	16.22%
Directors and Relatives	-	-	-	-

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Indian Public	20,35,179	34.04%	20,88,979	27.75%
NRI	11,324	0.19%	11,324	0.15%
Foreign National	2,36,980	3.96%	2,36,980	3.15%
Foreign Companies	-	-	-	-
Body Corporate	1,43,533	2.40%	1,43,533	1.90%
Others (Firm, HUF Including NRIs)	42,978	0.72%	42,978	0.57%
Sub Total (B)	24,94,993	41.73%	37,44,593	58.33%
GRAND TOTAL	59,79,000	100%	75,27,500	108.57%

***It is assumed that the proposed allottee will subscribe to the entire quantity of the new shares proposed to be offered under preferential allotment. (The above pre-issue shareholding pattern is based on the shareholding as on 31st March, 2026)**

10. Time frame within which the preferential issue shall be completed: The Company shall complete the allotment of the Equity Shares within a period of 15 (fifteen) days from the later of: (a) date of passing of the special resolution as specified in Item No. 1 of this Notice; or (b) receipt of last of the approvals/ permissions required for such allotment from any regulatory authority or the Central Government (including but not limited to the in-principle approval of the Stock Exchanges for issuance of the Equity Shares to Proposed Allottees)

11. Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/ or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them:

Sr. No	Name of the Proposed Allottee	Category	Ultimate Beneficial Owner	Pre-Issue Shareholding		No. of Equity Shares to be issued	Post Issue Shareholding	
				No. of Shares	% of Shareholding		No. of Shares	% of Shareholding
1.	Amit Pankaj Vedawala	Promoter	NA	34,84,007	58.27%	2,98,900	37,82,907	50.25%
2.	Global9 LLC (Limited Liability Company)	Non-Promoter	1. Nayankumar Jethva 2. Santosh Bari 3. Rohan Shende 4. Vishal Chakke	0	0%	11,95,800	11,95,800	15.89%
3.	Dilip Modi	Non-Promoter	NA	0	0%	53,800	53,800	0.71%

11A. The Current and Proposed status of the allottees post the preferential issue namely, promoter or non-promoter:

Sr. No	Name of the Proposed Allottees	Category
1.	Amit Pankaj Vedawala	Promoter
2.	Global9 LLC (Limited Liability Company)	Non-Promoter
3.	Dilip Modi	Non-Promoter

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12. Change in control consequent to the preferential issue:

The existing Promoters of the Company will continue to be in control of the Company and there will not be any change in the management or control of the Company as a result of the proposed preferential allotment.

13. Number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price: No allotment(s) has been made on a preferential basis from the beginning of the year to the date of issue of this notice.

14. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer: Not applicable as this issue is not for consideration other than cash.

15. Undertaking:

The Company hereby undertakes that:

i. It would re-compute the price of the securities specified above in terms of the provisions of SEBI (ICDR) Regulations, where it is so required.

ii. If the amount payable, if any, on account of the re-computation of price is not paid within the time stipulated in SEBI (ICDR) Regulations the above shares shall continue to be locked-in till the time such amount is paid by the allottees.

iii. The entire pre-preferential shares in the Company held by the proposed allottees are locked in on or before relevant date;

iv. None of the propose allottees belonging to the Promoter/Non Promoter Group has/have sold/transferred any equity shares of the Company during the 90 trading days preceding the relevant date;

v. No person belonging to the promoters / promoter group has previously subscribed to any equity shares/warrants of the Company but failed to exercise them; and

vi. Save and except the Preferential Issue as proposed in the resolution as set in the accompanying Notice, the Company has made no other issue or allotment of securities on preferential basis during the year.

16. Certificate from Practising Company Secretary: Mr. Nayan Pitroda, Proprietor of M/s. Pitroda Nayan & Co., Ahmedabad, the Practising Company Secretary has certified that the preferential issue is being made in accordance with the requirements contained in SEBI (ICDR) Regulations, 2018. A copy of the certificate is kept for inspection at the Registered Office of the Company during the business hours and also available on the website of the Company at <https://www.tavernier.in/wp-content/uploads/2026/05/Compliance-Certificate-by-practicing-company-secretary-1.pdf>

17. Lock-in Period: The securities allotted to Proposed Allottees shall be locked in as per Regulation 167 and other applicable provisions of SEBI (ICDR) Regulations, 2018.

The entire pre-preferential allotment shareholding, if any, of the Proposed Allottees shall be locked-in from the Relevant Date up to a period of 90 (ninety) trading days from the date of trading approval, as per the SEBI ICDR Regulations.

18. Terms of payment: The entire consideration against the allotment of the Equity shares shall be received by the Company from the allottees before the said allotment. In case allottee pays

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consideration in less than the amount as agreed, the company shall issues shares on proportionate basis.

19. Disclosures specified in Schedule VI of SEBI (ICDR) Regulations, 2018, if the issuer or any of the promoters or directors is a wilful defaulter or a fraudulent borrower: The Company and none of its Directors or Promoters have been declared as a wilful defaulter or a fraudulent borrower as defined under SEBI (ICDR) Regulations, 2018. None of its Directors or Promoters is a fugitive economic offender as defined under the SEBI (ICDR) Regulations, 2018.

20. Other Disclosures:

a) The Company is eligible to make the preferential issue under Chapter V of the SEBI ICDR Regulations.

b) Save and except the Preferential Issue as proposed in the resolution as set in the accompanying Notice, the Company has made no other issue or allotment of securities on preferential basis during the year.

c) The proposed allottees have not sold or transferred any Equity Shares during the 90 trading days preceding the relevant date.

d) An amount equivalent to 100% (Hundred Percent) of the consideration shall be paid by the proposed allottees on or before the date of allotment of equity shares.

e) Upon receipt of the payment as above, the Board (or a Committee thereof) shall allot 1 (One) equity share by appropriating Rs.10/- towards equity share capital and the balance amount paid against each Share towards the securities premium.

f) The Allottee shall also be entitled to any future issue of bonus / rights, if any, in the same proportion and manner as any other shareholders of the Company for the time being and the Company shall reserve proportion of such entitlement for the Allottee.

g) The equity shares to be issued and allotted by the Company shall be in dematerialised form and subject to the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respects including dividend, with the existing equity shares of the Company and be listed on stock exchanges where the equity shares of the Company are listed. The Board of Directors believes that the proposed preferential issue is in the best interest of the Company and its members.

21. The Proposed Allottees have confirmed that:

i. they have not sold any equity shares of the Company during the 90 Trading Days preceding the relevant date.

ii. they have not been debarred from accessing the capital market or have been restrained by any regulatory authority from, directly or indirectly, acquiring the said securities.

iii. they shall undertake to comply with the provision of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011, as amended (if applicable).

22. Principal terms of assets charged as securities: Not Applicable

23. Valuation Report from an Independent Registered Valuer

The Proposed Preferential Issue results in allotment of more than 5% (five per cent) of the post issue fully diluted share capital of the Company, so the Company has obtained a valuation report pursuant to Regulation 166A of SEBI (ICDR) Regulations, 2018 from M/s. Procurve Valux Private Limited, Registered Valuer- (Reg No: IBBI/RV-E/02/2025/218) and considered the same for determining the price.

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EFORU ENTERTAINMENT LIMITED

Formerly known as Tavernier Resources Limited

[CIN: L59111GJ1994PLC170267]

Registered Office: A 37, Capital Commercial
Centre, Near Sanyas Ashram, Opp. Townhall,
Ashram Road, Ahmedabad – 380009,
Gujarat, India.

Further the Proposed Preferential Issue is not expected to result in change of control.

This report is also placed on the website of the Company <https://www.tavernier.in/wp-content/uploads/2026/05/Valuation-Report-pursuant-to-Preferential-Issue-1.pdf>

The Board recommends the resolution as set out in Item No.1 of this notice for the approval of members as a Special Resolution.

None of the Directors/Key Managerial Personnel of the Company/ their relatives except to the extent of their shareholding in the Company are in, anyway, concerned or interested, in the above resolution.

Date: 06/05/2026

Place: Ahmedabad

**By the order of the Board
For, EFORU ENTERTAINMENT LIMITED
(Formerly Known as Tavernier Resources Limited)**

Sd/-

REGISTERED OFFICE:

**PATEL MOKSHABEN RAVJIBHAI
Chairperson & Whole Time Director
DIN: 10712712**

**A 37, Capital Commercial Centre
Near Sanyas Ashram, Opp Townhall,
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