Date: March 04, 2022

To,
Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai – 400051, Maharashtra, India.

Company Symbol: KHFM (Series: SM)

Subject: Submission of Postal Ballot for Migration of Listing/Trading of equity shares of the Company from SME Platform of National Stock Exchange of India Limited ("NSE EMERGE") to Main Board of Nation Stock Exchange of India Limited ("NSE")

Dear Sir/Madam,

Further to our letter dated February 24, 2022, Pursuant to the Regulation 30 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Postal Ballot Notice for seeking approval of Members of the Company for Migration of Listing/Trading of Equity shares of the Company from SME Platform of National Stock Exchange of India Limited ("NSE EMERGE") to Main Board of Nation Stock Exchange of India Limited ("NSE").

The Notice is being sent to all the Members, whose names appear in the Register of Members/List of Beneficial Owners, as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and whose email IDs are registered with the Company/Depositories As on Friday, February 25, 2022.

The voting period will commence from Saturday, March 05, 2022, IST at 09.00 am and will end on Sunday, April 05, 2022, IST at 05.00 pm. The Company has commenced and completed the dispatch of Notice via Email on March 04, 2022.

This is for your information and records.

For and Behalf of
KHFM HOSPITALITY AND FACILITY MANAGEMENT SERVICES LIMITED

Rahul Pathak
Company Secretary

Place: Mumbai

KHFM HOSPITALITY AND FACILITY MANAGEMENT SERVICES LIMITED
Corporate Identification Number: L74930MH2006PLC159290
Registered Office: 01, Nirma Plaza, Makhwana Road, Marol Naka, Andheri (East), Mumbai- 400 059, Maharashtra, India. Tele: +91 22 2851 1234; Fax: +91 22 2859 1483;
Website: www.khfm.in; E-mail: cs@khfm.in

POSTAL BALLOT NOTICE

[Notice pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

Notice is hereby given to the members of **KHFM Hospitality & Facility Management Services Limited (“the Company”)** pursuant to Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 **("Act”)** read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014 **(“Rules")** read with the General Circular nos. 14/2020 dated 8Th April, 2020, 17/2020 dated 13Th April, 2020, and 39/2020 dated 31St December, 2020 issued by the Ministry of Corporate affairs **(“MCA Circulars”)** and Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, **(“Listing Regulations)**, Secretarial Standard-2 issued by the Institute of Company Secretaries of India and other applicable provisions of the Act, Rules, Circulars and Notifications issued thereunder (including any statutory modification or re-enactment(s) thereof for the time being in force) and Regulation 277 and other applicable provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **("ICDR Regulations")**, and such other applicable laws and regulations, for seeking approval of Members of the Company through Postal Ballot including electronic voting **(“e-voting”)** for the resolution set out hereinafter.

In terms of the circulars issued by the Ministry of Corporate Affairs, Government of India (the “MCA”) vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020 and General Circular No. 10/2021 dated June 23, 2021 (the “MCA Circulars”) read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, issued by SEBI and in view of the continuing COVID-19 pandemic requiring social distancing, companies were advised to take all decisions requiring members’ approval, other than items of ordinary businesses or businesses where any person has a right to be heard, through the mechanism of postal ballot / e-voting in accordance with the provisions of the Companies Act, 2013 and rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue.

The Company will send Postal Ballot Notice by email to all its shareholders whose names appear in the Register of Members/Record of Depositories as on Cut- off-date/Specified date Friday, 25th February, 2022, who have registered their email addresses with the Company or depository / depository participants and the communication of assent / dissent of the members will take place through the remote e-voting system. This Postal Ballot is accordingly being initiated in compliance with the MCA Circulars. Further, In compliance with the requirements of the MCA Circulars, the hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the shareholders for this Postal Ballot.

The draft resolution proposed to be passed by way of Postal Ballot and the Explanatory Statement setting out the material facts concerning the said resolution and the reasons thereof, are annexed hereto for your consideration.

The Board of Directors of the Company has appointed Mr. Manishkumar Premnath Mishra, Proprietor of Mishra & Associates, Practicing Company Secretaries (Membership No. 41066, COP No. 18303) having its office at G/17, Washington Plaza, Topiwala Lane, Goregaon (West), Mumbai – 400062, Maharashtra to act as Scrutinizer for conducting the Postal Ballot (including e-voting) process in a fair and transparent manner and National Securities Depository Limited ("NSDL") to provide E-voting facility for the postal ballot.

The proposed Resolutions and explanatory statement stating material facts, as required under Section 102 of the Companies Act 2013, are annexed herewith for consideration of the members. Pursuant to Section 108 of the Companies Act, 2013 and other applicable provisions of the Act, read with Companies (Management and Administration) Rules, 2014 and in compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, the Company has engaged the services of National Securities Depository Limited (NDSL) to provide e-voting facility to the members of the Company.

Accordingly, the Company is providing e-voting facility for voting electronically on the resolutions proposed in this Postal Ballot Notice. Members are requested to read carefully the related notes to this Postal Ballot Notice and instructions given thereunder for e-voting.

The e-voting will commence on Saturday, 05th March, 2022 (9.00 a.m. IST) and ends on Sunday, 03rd April, 2022 (5.00 p.m. IST).

In accordance with the MCA Circulars, members can vote only through the remote e-voting process. Accordingly, the Company is pleased to provide remote e-voting facility to all its members to cast their votes electronically. Members are requested to read the instructions in the Notes in this Postal Ballot Notice so as to cast their vote electronically not later than Sunday, 03rd April, 2022 (the last day to cast vote electronically) to be eligible for being considered.

The Scrutinizer will submit its report to the Chairman or any other person authorized by him within 2 (two) working days after completion of the scrutiny of Postal Ballots (done through e- voting) on or before Monday, 05th April, 2022 and will be intimated to National Stock Exchange of India Limited ("NSE"), where the Company's Shares are listed. The results of the Postal Ballot will also be displayed on the Company's website i.e. www.khfm.in as well as on the website of NSDL at https://www.evoting.nsdl.com/.

Pursuant to Regulation 277 of ICDR Regulations, the Resolution shall be passed by requisite majority if the votes cast by public shareholders in favour of the proposal amount to at least two times the number of votes cast by public shareholders against the proposal and the last date of receipt of Postal Ballots i.e. Sunday, 03rd April, 2022 shall be deemed to be the date of passing of Resolution.

The resolution for the purpose stated herein below is proposed to be passed by Postal Ballot/e-voting:

SPECIAL BUSINESS:

MIGRATION OF LISTING / TRADING OF EQUITY SHARES OF THE COMPANY FROM EMERGE PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE EMERGE") TO MAIN BOARD OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE")

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

Note: *In accordance with Regulation 277 of ICDR Regulations, the below mentioned Resolution shall be acted upon if and only if the votes cast by shareholders other than promoters in favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.*

"RESOLVED THAT pursuant to provisions laid down in Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ('ICDR Regulations') and Regulation 277 of ICDR Regulations, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**'Listing Regulations'**) and other applicable provisions, if any, the Companies Act, 2013 (**'Act'**) and the rules framed there under, including any amendment, modification, variation or re-enactment thereof, and subject to the approval of National Stock Exchange of India Limited (**'NSE'**), the consent of the Members of the Company be and is hereby accorded for migration of **1,00,22,299** Equity Shares of the Company having face value of **Rs. 10/-** per Equity Share (which are currently listed on SME Platform of NSE i.e. NSE EMERGE) to the Main Board of NSE and upon Migration the said Equity Shares to get listed and traded on the capital segment (main board) of NSE, from the date of Migration/getting

listed and admitted to deal on NSE Main Board and to follow such procedures specified under ICDR Regulations, as amended from time to time, to give effect to this resolution;

RESOLVED FURTHER THAT Mr. Ravindra Malinga Hegde, Managing Director or Ms. Sujata Ravindra Hegde, Whole Time Director or Mr. Rahul Krishna Pathak, Company Secretary and Compliance Officer of the Company, be and are hereby authorised jointly and/or severally to deal with any government or semi-government authorities or any other concerned intermediaries including but not limited to NSE, Securities and Exchange Board of India, Registrar of Companies, etc. to apply, modify, rectify and submit any application(s) and/or related documents on behalf of the Company and to do all such acts, deeds and things as may be necessary and expedient to give effect to the this resolution.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and is hereby authorized jointly and/or severally to do all such acts, deeds, matters and things and to execute all such documents, instruments and writings as may be required and to file all such applications, papers, documents in relation to above and to fulfill all such legal formalities in the connection and to form any committee if it think and deem fit, delegate all or any of the power herein conferred to any of such Committee of the Directors or to any Director/ officer of the Company and to appoint any such attorney/ person to represent before the concerned authority and to delegate such power to such person/ representative, to give effect to this resolution."

BY ORDER OF THE BOARD OF DIRECTORS
FOR KHFM HOSPITALITY AND FACILITY MANAGEMENT SERVICES LIMITED

Sd/-
RAVINDRA MALINGA HEGDE
MANAGING DIRECTOR
DIN: 01821002

DATE: FEBRUARY 24, 2022
PLACE: MUMBAI

NOTES:

1. The Explanatory Statement and reasons for the proposed resolution pursuant to Section 102 of the Act read with Rule 22 of the Companies (Management and Administration) Rules, 2014 **("Rules")** setting out material facts is annexed herewith and forms part of this Notice.

2. The Board of Directors has, at their meeting held on Thursday, February 24, 2022, appointed Mr. Manishkumar Premnath Mishra, Practicing Company Secretary, Proprietor of M/s. Mishra & Associates, Membership Number: 41066, to act as the Scrutinizer, for conducting the Postal Ballot (including e-voting) process in a fair and transparent manner.

3. The Postal Ballot Notice is being sent to all the members, whose names appear in the Register of Members/List of Beneficial Owners, as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as per the benpos available with the Company and Registrar and Transfer Agents (RTA) as on Friday, February 25, 2022.

4. The Postal Ballot Notice is being sent by email to Members who have registered their email address with the Depository Participants or with the Company's Registrar and Share Transfer Agent.

5. A copy of this Postal Ballot Notice will also be available on the website of the Company i.e. www.khfm.in and in the relevant section of the website of NSE on which the Equity Shares of the Company are listed. In case any Member wishes to receive a physical copy of the Postal Ballot Form, he/she may write to the Company Secretary at cs@khfm.in.

6. Members who have not registered their e-mail addresses are requested to register the same with the Company's Registrars and Transfer Agents / Depository Participant(s) for the purpose of receiving this Postal Ballot Notice by way of e-mail and communication of assent or dissent in respect of the resolutions set out in the said Postal Ballot Notice by way of remote e-voting.

7. A person who is not a member as on cut-off date should accordingly treat the Postal Ballot notice for information purpose only.

8. The postal ballot form for voting by shareholders is enclosed.

9. As required by Rule 20 and 22 of the Rules read with the Listing Regulations, the dispatch of the Postal Ballot and Explanatory Statement shall be announced through an advertisement in at least one English language and one vernacular language newspaper where the Registered Office of the Company is situated.

Members whose names appear on the Register of Members / List of Beneficial Owners on Friday, February 25, 2022, will be considered for the purpose of voting. Voting rights shall be reckoned on the paid - up value of shares registered in the names of the Members as on Friday, February 25, 2022.

10. Members who have received Postal Ballot notice by email and who wish to vote through physical Postal Ballot Form or in case a member is desirous of obtaining a duplicate Postal Ballot Form, he or she may send an e-mail at cs@khfm.in and Company shall forward the same to the Member.

11. A Member cannot exercise his/her vote by proxy on postal ballot.

12. The Scrutinizer will submit his report to the Chairman as soon as possible after the last date of receipt of all Postal Ballots but not later than 2 (two) working days thereof. The said report will be submitted to the Chairman or a person authorized by him in writing and the results of the voting shall be declared, on or before Tuesday, April 05, 2022. The result of postal ballot and e-voting along with the Scrutinizer's report will be placed on the Company website at www.khfm.in and will also be communicated to the National Stock Exchange of India Limited, where the equity shares of the Company are listed and Depository on the said date.

13. All the documents referred to in this notice and in the explanatory statement shall be available for inspection at the Registered Office of the Company during working hours on all working days from the date of dispatch of notice till 05:00 pm Sunday, April 03, 2022.

14. In compliance with Regulation 44 of the Listing Regulations and Sections 108, 110 and other applicable provisions of the Act, if any, read with the Rules made thereunder, the Company is providing facility for voting by electronic means **('remote e-voting')** to all the members of the Company to enable them to cast their votes electronically on the items mentioned in the Postal Ballot Notice. For this purpose, the Company has entered into an arrangement with NSDL to facilitate e-voting as an alternate to the dispatch of Postal Ballot Forms.

15. The Scrutinizer's decision on the validity of the postal ballot shall be final and binding.

16. The last date of receipt of postal ballot i.e. Sunday, April 03, 2022 shall be the date on which the resolution would be deemed to have been passed, if approved by requisite majority.

17. For the purpose of exercising vote through remote e-voting, members are requested to read the information and other instructions relating to remote e-voting as mentioned below.

PROCEDURE FOR REMOTE E-VOTING

The remote e-voting period begins on Saturday, March 05, 2022 at 09.00 am and ends on Sunday, April 03, 2022 at 05.00 pm. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, February 25, 2022, may cast their vote electronically. The

voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, February 25, 2022.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

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 NSDL.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Existing users who have opted for Easi / Easiest, they can login through their 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 are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL.** Click on **NSDL** to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by

	providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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. NSDL and CDSL.

Login type	**Helpdesk details**
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12********** then your user ID is 12**********
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
   a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to mishragamiassociates@gmail.com with a copy marked to evoting@nsdl.co.in.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Sagar S Gudhate at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 cs@khfm.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested

scanned copy of Aadhar Card) to cs@khfm.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode**.

3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE ACT

As the Members of the Company are aware, equity shares of the Company are listed on SME Platform of NSE EMERGE with effect from April 19, 2019. The Company made an Initial Public Offering in March 2019 on SME Platform of NSE EMERGE and raised Net proceeds from the Issue – Rs.1062.00 lakhs (Rupees Ten Crores Sixty Two Lakhs only) by issue of 29,50,000 Equity Shares of Rupees 10.00 each at a premium of Rupees 26.00 per Equity Share which has been deployed for the objects of the issue as stated in the Prospectus.

The Company has been performing consistently and is poised to progress to next level of growth with expansion of manufacturing capacities. The listing of equity shares of the Company has helped the Company raise funds for the expansion and the Company has been benefited. Over the period the Company has gained a good experience of compliances, Board procedures, corporate governance practices on account of SME listing and the Company is geared up for moving on to the main board of NSE.

In terms of the present rules / regulations, the Equity Shares listed on SME Platform can be migrated to Main Board of Exchange after an initial period of 2 (two) years from the date of listing. The Company is well poised to migrate on the Main Board of NSE as the Company has been listed and traded on the SME Platform of NSE EMERGE (Listed on April 19, 2019) for more than 2 (two) years and the Company having paid up capital of more than Rs. 10 Crore but upto Rs. 25 Crore and hence eligible to migrate on to the Main Board of NSE as per the guidelines specified by SEBI under Chapter IX of ICDR Regulations and as per the procedures laid down by NSE.

Also, listing on the Main Board of NSE will take the Company into a different league altogether with enhanced recognition and increased participation by retail investors. The benefits of listing on Main Board in the form of Market Capitalisation, enhanced liquidity, larger participation, visibility etc. will accrue to the Shareholders of the Company and is eligible to migrate to the Main Board of NSE as per the guidelines laid down under Chapter IX of ICDR Regulations and criteria prescribed by NSE.

The Members are, therefore, requested to accord their approval, for migration of the Company's present listing i.e. **1,00,22,299** Equity Shares of the Company from SME Platform of NSE i.e NSE EMERGE to Main Board of NSE as set out in the resolution.

Pursuant to Proviso to Regulation 277 of Chapter IX of ICDR Regulations, the proposed resolution shall be acted upon if the votes cast by public Shareholders in favour of the proposal, amount to at least 2(two) times the number of votes cast by the public Shareholders against the proposal.

It is in the interest of all the Shareholders including public Shareholders to approve the proposal for Migration of the present listed Equity Shares of the Company on the Main Board of NSE and hence management recommends the passing of said resolution and seeks your approval.

Pursuant to Section 102 of the Act, The Board of Directors of the Company do hereby confirm that none of its Director or Key Managerial Personnel and their immediate relatives is concerned or interested, financially or otherwise, except to the extent of their equity shareholdings held by them in the Company.

BY ORDER OF THE BOARD OF DIRECTORS
FOR KHFM HOSPITALITY AND FACILITY MANAGEMENT SERVICES LIMITED

Sd/-
RAVINDRA MALINGA HEGDE
MANAGING DIRECTOR
DIN: 01821002

DATE: FEBRUARY 24, 2022
PLACE: MUMBAI