# KKV AGRO POWERS LIMITED

*Regd. Office : Vivaagaa Building, # 637, Oppanakara Street, Coimbatore - 641 001.*
*Phone : 0422 - 2303880, Fax : 0422 - 2303881, Mobile : +91 77087 12888*
*E-mail : cs@kkvagropowers.com Website : www.kkvagropowers.com*
*CIN : L40108TZ2012PLC018332, PAN AAECN0204G, GST NO : 33AAECN0204G1Z6*


**Ref: KKVAPL/NSE/2024-25**

**Date: 27.08.2024**
**Place: Coimbatore**

The Manager,
Listing Department (NSE Emerge)
National Stock Exchange of India Limited,
Exchange Plaza, Plot No. C/1, G Block,
Bandra - Kurla Complex, (Bandra East), Mumbai – 400051

Symbol: **KKVAPOW**

**Dear Sir/Madam,**

**SUB: Intimation of 12th Annual General Meeting and Annual Report of the Company for the Financial Year 2023-24**

This is to intimate you that the 12th Annual General Meeting of Members of the Company is scheduled to be held on Wednesday, the 18th day of September, 2024 at 10:30 A.M. through Video-Conferencing/ Other Audio-Visual Means as facilitated by Link Intime to transact the business as set out in the notice convening the AGM which has been sent to the Members of the Company at their respective E-Mail address as registered with the Depositories.

Further, pursuant to Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a copy of the Annual Report for the Financial Year 2023-24 sent to the Shareholders along with the Notice of the Annual General Meeting is enclosed herewith this intimation. Copies of the Notice of 12th AGM and Annual Report for FY 2023-24 are also available in the website of the Company.

Kindly acknowledge the receipt and take the same in your records.

**For KKV Agro Powers Limited**

**CS Kavya Das R**
**Company Secretary**
**KKV Agro Powers Limited**

# NOTICE OF THE 12TH ANNUAL GENERAL MEETING

# KKV AGRO POWERS LIMITED

**Meeting No. 12/AGM/2024-25**

**To,**

**The Members,**
**KKV Agro Powers Limited**
**CIN: L40108TZ2012PLC018332**
**Vivagaa Building, No. 637, Oppanakara Street,**
**Coimbatore, Tamil Nadu – 641001**

## NOTICE OF ANNUAL GENERAL MEETING

**Notice** is hereby given that the 12th Annual General Meeting of the Members of **M/s. KKV Agro Powers Limited** (CIN: L40108TZ2012PLC018332) will be held on Wednesday, the 18th day of September, 2024 at 10:30 A.M., through Video Conferencing / Other Audio Visual Means in conformity with the regulatory provisions and the Circulars issued by the Ministry of Corporate Affairs, Government of India, for transacting the following businesses:

### ORDINARY BUSINESS: -

To consider and pass the following as **Ordinary Resolutions:**

1. To receive, consider and adopt the Audited Financial Statements as at 31st March 2024 together with the Directors' Report and Auditors' Report thereon.
2. To declare a Dividend of 30% to the holders of Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each, i.e. of Rs. 3/- (Rupees Three Only) per share for the year ended 31st March, 2024.
3. To declare a Dividend of 3% to the holders of Preference Shares of face value of Rs. 100/- (Rupees Hundred Only) each, i.e. Rs. 3/- (Rupees Three Only) per share for the year ended 31st March, 2024.

4. To appoint a Director in the place of Mr. Ammasi Chandiran Vineethkumar (DIN: 06756745), who retires by rotation and being eligible, offers himself for re-appointment.

**SPECIAL BUSINESS: -**

**5. Reappointment of Mr. Tirupur Kulandaivel Chandiran (DIN: 00031091) as the Managing Director of the company**

To consider and if thought fit, pass with or without modification(s), the following resolution as a **SPECIAL RESOLUTION:**

**RESOLVED THAT** pursuant to the provisions of Section 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force), subject to such other consents and permission as may be necessary, from any government authorities, based on the recommendation of Nomination and Remuneration Committee and the approval of the Board of Directors in their meeting dated 26.03.2024, consent of the Members of the company be and is hereby accorded for the re-appointment of Mr. Tirupur Kulandaivel Chandiran (DIN: 00031091), being a person who has attained the age of 70 years, as the Managing Director of the Company for a period of 5 Years with effect from 03.04.2024 on the remuneration and terms & conditions as follows:

| Sl. No. | Description | Terms & Condition |
|---|---|---|
| 1. | Term of Appointment | 5 Years, till 02/04/2029 |
| 2. | Remuneration Payable | Rs. 2,50,000/- per month |
| 3. | Remuneration payable by company incurred loss or earned inadequate profit | Board will decide the remuneration from time to time, and at any point of time, the remuneration shall not exceed the limits prescribed under Section II of Part II of Schedule V of Companies Act 2013. |
| 4. | Remuneration Payable if Company earned profit | Board will decide the remuneration by time to time, based on the profit earned by the Company. However, at any point of time the remuneration |

| | | |
|---|---|---|
| | | shall not exceed five per cent of the net profits of the company as per Section 197 and I of Part II of Schedule V under Companies Act 2013.<br><br>(Net profit computed in the manner laid down in section 198 except that the remuneration of the Directors shall not be deducted from the gross profits). |
| 5. | Facilities such as vehicle, house and telephone facility etc. | Company will provide. |
| 6. | Provident fund and superannuation fund | Company shall contribute the said funds as per policy of the Company to the extent this, either singly or together are not taxable under the Income Tax Act 1961, shall not be included in the computation of the ceiling on remuneration or perquisites. |
| 7. | Gratuity | Gratuity payable shall not exceed half a month's salary for each competed year of service. |

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to alter the components and elements of remuneration payable to Mr. T.K. Chandiran within the overall limits specified under the Companies Act, 2013.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things, to give such directions as may be necessary, proper, expedient and desirable in this regard, and execute all such documents, instruments and forms as may be required and to give effect to this resolution.

**6. <u>Reappointment of Mrs. Selvi (DIN: 00032962) as the Wholetime Director of the Company</u>**

To consider and if thought fit, pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION:**

**RESOLVED THAT** pursuant to the provisions of Section 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force), subject to such other consents and permission as may be necessary, from any government authorities, based on the recommendation of Nomination and Remuneration Committee and the approval of the Board of Directors in their meeting dated 26.03.2024, consent of the Members of the company be and is hereby accorded for the appointment of Mrs. Selvi (DIN: 00032962) as the Whole-time Director of the Company for a period of 5 Years with effect from 03.04.2024 on the remuneration and terms & conditions as follows:

| Sl. No. | Description | Terms & Condition |
|---|---|---|
| 1. | Term of Appointment | 5 Years, till 02/04/2029 |
| 2. | Remuneration Payable | Rs. 75,000/- per month |
| 3. | Remuneration payable by company incurred loss or earned inadequate profit | Board will decide the remuneration from time to time, and at any point of time, the remuneration shall not exceed the limits prescribed under Section II of Part II of Schedule V of Companies Act 2013. |
| 4. | Remuneration Payable if Company earned profit | Board will decide the remuneration by time to time, based on the profit earned by the Company. However, at any point of time the remuneration shall not exceed five per cent of the net profits of the company as per Section 197 and I of Part II of Schedule V under Companies Act 2013.<br><br>(Net profit computed in the manner laid down in section 198 except that the remuneration of the Directors shall not be deducted from the gross profits). |

| | | |
|---|---|---|
| 5. | Facilities such as vehicle, house and telephone facility etc. | Company will provide. |
| 6. | Provident fund and superannuation fund | Company shall contribute the said funds as per policy of the Company to the extent this, either singly or together are not taxable under the Income Tax Act 1961, shall not be included in the computation of the ceiling on remuneration or perquisites. |
| 7. | Gratuity | Gratuity payable shall not exceed half a month's salary for each competed year of service. |

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to alter the components and elements of remuneration payable to Mrs. Selvi within the overall limits specified under the Companies Act, 2013.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things, to give such directions as may be necessary, proper, expedient and desirable in this regard, and execute all such documents, instruments and forms as may be required and to give effect to this resolution.

**7. Reappointment of Mr. Bhagavan Mohan (DIN: 05255699) as an Independent Director**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the approval of the Board of Directors in their meeting held on 26.03.2024, the consent of

the members of the company be and is hereby accorded for the re-appointment of Mr. Bhagavan Mohan (DIN: 05255699), who was appointed as an Independent Director of the company in the 7th Annual General Meeting held on 27.09.2019, with effect from 22.04.2019, and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years commencing from 22.04.2024, till the conclusion of the 17th Annual General Meeting of the company."

**"RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, any one of the Director or Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary or expedient, and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding."

**For KKV Agro Powers Limited**

**SD/-**

**Tirupur Kulandaivel Chandiran (DIN: 00031091)**
**Chairperson and Managing Director**

**Date : 27.08.2024**
**Place : Coimbatore**

**NOTES**

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 with respect to the Special Business items to be transacted at the meeting is annexed to this Notice as ***Annexure A***.

2. The Ministry of Corporate Affairs (MCA), Government of India, has vide its General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 18/2020 dated 21st April, 2020, General Circular No. 20/2020 dated 5th May, 2020 and General Circular No. 02/ 2021 dated 13th January, 2021, General circular No. 19/2021 dated 08.12.2021, General Circular NO. 21/2021 dated 14.12.2021, General circular No. 02/2022 dated 05.05.2022, General circular No. 10/2022 dated 28.12.2022, and General Circular No. 09/2023 dated 25.09.2023 (collectively referred to as "MCA Circulars") and other applicable circulars issued by the Securities and Exchange Board of India (SEBI), permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC")/ Other Audio Visual Means ('OAVM"), without the physical presence of the Members at a common venue. In accordance with the said provisions, the 12th AGM of the Company shall be conducted through VC/ OAVM. National Securities Depository Limited (NSDL) will be providing facility for voting through remote e-voting, for participation in the AGM through VC/ OAVM facility and e-voting during the AGM.

3. The procedure for participating in the meeting through VC / OAVM is explained in ***Annexure B*** to this Notice and is also available on the website of the Company at www.kkvagropowers.com.

4. As this Annual General Meeting (AGM) will be held through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), (a) Members will not be able to appoint proxies for the meeting, and (b) Attendance Slip & Route Map are not being annexed to this Notice.

5. The Registered Office of the company situated at Vivagaa Building, No. 637, Oppanakara Street, Coimbatore, Tamil Nadu – 641001 shall be the deemed venue of the 12th AGM of the company.

6. Shareholders who are Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes. Corporate Members are requested to send a scanned copy (in

PDF / JPG format) of the Board Resolution authorizing their representatives to attend this AGM, pursuant to Section 113 of the Act, through e-mail at cs@kkvagropowers.com.

7. In conformity with the applicable regulatory requirements, the Notice of this AGM along with the Audited Financial Statements and Annual Report for the financial year 2023-24 are being sent only through electronic mode to those Members who have registered their e-mail addresses with the Company or with the Depositories. The Notice of AGM along with Annual Report for the financial year 2023-24, is also available on the website of the Company at www.kkvagropowers.com.
8. The Company, in compliance with Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, will be webcasting the proceedings of the AGM on its corporate website www.kkvagropowers.com.
9. Any member who needs any clarification on accounts or operations of the Company shall write to CS Kavya Das R, Company Secretary and Compliance Officer of the company at cs@kkvagropowers.com so as to reach her at least 7 days before the meeting, so that the information required can be made available at the meeting.
10. The Members can join the AGM in VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in ***Annexure B***.
11. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
12. The Registrar and Share Transfer Agent of the Company is M/s. Link Intime India Private Limited, Surya 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore - 641028.
13. The request for Dematerialisation and Rematerialisation are to be made only to the DP with whom you have opened an account and not to the Company or its depository / transfer agent.
14. International Securities Identification Number (ISIN) given to your Company is INE239T01016.

15. Members holding shares in Demat form are requested to intimate change of address notifications, e-mail ID and updation of Bank Account details to their respective Depository Participants.

16. The Register of Directors and Key Managerial Personnel and their shareholding under Section 170 of the Act, the Register of contracts with related party, and contracts and bodies etc. in which Directors are interested under Section 189 of the Act will remain available for inspection through electronic mode during the AGM, for which purpose Members are required to send an e-mail to CS Kavya Das R, Company Secretary cum Compliance Officer of the company at cs@kkvagropowers.com.

17. The Company has fixed 23.08.2024 as the Record date for determining the entitlement of the members whose names appear in the Register of Members to the final dividend for the Financial Year ending on March 31, 2024.

18. The payment of final dividend, upon approval by the Members at the forthcoming Annual General Meeting, will be made within a period of 30 days of declaration. To all those beneficial owners holding shares in electronic form as per the beneficial ownership data as may be available to the Company by National Securities Depository Limited ("NSDL") and Central Depository Services Limited ("CDSL") as at the end of the day fixed for the purpose.

19. The particulars recorded with the Depository Participants will be considered for making the payment of Dividend.

20. Members may note that the Income Tax Act, 1961, ("the IT Act") as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a company after April 01, 2020 shall be taxable in the hands of members. The Company shall therefore be required to deduct tax at source (TDS) at the time of making the payment of final dividend. In order to enable us to determine the appropriate TDS rate as applicable, members are requested to submit the following documents in accordance with the provisions of the IT Act.

21. For Resident Shareholders, TDS shall be made under Section 194 of the Income Tax Act, 1961 at 10% on the amount of Dividend declared and paid by the Company during financial year 2023-24 provided PAN is registered by the Shareholder. If PAN is not registered, TDS would be deducted @20% as per Section 206AA of the Income Tax Act, 1961. However, no tax shall be deducted on the Dividend payable to a resident individual if the total dividend to be

received by them during financial year 2023-24 does not exceed Rs. 5,000/-. Please note that this includes the future dividends if any which may be declared by the Board in the financial year 2023-2024. Separately, in cases where the shareholder provides Form 15G (applicable to any person other than a Company or a Firm) / Form 15H (applicable to an individual above the age of 60 years), provided that the eligibility conditions are being met, no TDS shall be deducted.

22. The remote e-voting period begins on 15.09.2024 at 09:00 A.M. and ends on 17.09.2024 at 05:00 P.M. 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. 11.09.2024 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 11.09.2024.

23. The detailed instructions for e-voting in the AGM as issued by the RTA are attached to this notice and marked as ***Annexure C***.

**For KKV Agro Powers Limited**

**SD/-**

**Tirupur Kulandaivel Chandiran (DIN: 00031091)**
**Chairperson and Managing Director**

**Date : 27.08.2024**
**Place : Coimbatore**

**Annexure A**

## EXPLANATORY STATEMENT TO THE NOTICE

(Pursuant to section 102 of the Companies act, 2013)
(For the Special Businesses to be transacted at the meeting)

**Item No. 5: Reappointment of Mr. Tirupur Kulandaivel Chandiran (DIN: 00031091) as the Managing Director of the company**

Mr. Tirupur Kulandaivel Chandiran or T.K. Chandiran (DIN: 00031091) is a promoter and one of the founders of the company. He has been serving as a member of the Board of Directors of the company since its incorporation and currently holds the position of Managing Director and Chairperson of the company.

According to Section 196 (2) of the Companies Act, 2013, no company shall appoint or re-appoint any person as its managing director, whole-time director or manager for a term exceeding five years at a time. Hence, the company has been following the practice of reappointing the Managing Director and Wholetime Director of the company periodically, in compliance with the provisions of the Act.

Mr. T.K. Chandiran (DIN: 00031091) was reappointed as the Managing Director of the company in the Board Meeting held on 28.04.2021 with effect from 03.04.2021 for a period of 3 years, expiring on 03.04.2024 and the approval of shareholders for his reappointment was granted in the 9th Annual General Meeting of the company held on 23.09.2021, including the approval for continuing his appointment as Managing Director after he attains the age of 70 years during the said term.

As per Section 203(2) read with Section 196 (4), the appointment of Managing Director shall be approved in a Board meeting, subject to approval by a resolution passed by the shareholders at the next general meeting of the company. Accordingly, based on the recommendation of the Nomination and Remuneration Committee, the meeting of Board of Directors held on 26.03.2024 discussed and approved the reappointment of Mr. T.K. Chandiran (DIN: 00031091) as the Managing Director of the company with effect from 03.04.2024 for a period of 5 years till 03.04.2029.

According to Section 196(3), no company shall appoint or continue the employment of any person as managing director who has attained the age of 70 years, unless a Special Resolution is passed, and the justification for appointing such person is indicated in the Explanatory Statement. Mr. T.K. Chandiran (DIN: 00031091) has attained the age of 71 years. Hence, the approval of shareholders by way of a Special Resolution is required for the said reappointment in this Annual General Meeting.

**Justification for the re-appointment**

Mr. T.K. Chandiran (DIN: 00031091) is the founder and a first promoter of the company who has dedicated his entire life to the growth and prosperity company. His long-standing experience in the business and expertise in management has led the company to great success. He has over 46 years of experience in the business of retail jewellery and textiles showrooms as well as power generation plants. He is the guiding force behind the strategic decisions of our Company and has been instrumental in planning and formulating the overall business strategy and developing business relations for our Company. At the age of 71, he is still an energetic, enthusiastic and healthy individual who continues to play the most pivotal role in the overall management of the company.

Hence, the Board considers the continuation of the directorship of Mr. T.K. Chandiran in the company to be in the best interest of the company, and therefore recommends this resolution set out in Item No. 5 of the Notice to be passed by the shareholders as a Special Resolution.

**Disclosures under SEBI (LODR), 2015**

The details required to be provided under Regulation 36 (3) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, is as follows:

| Sl. No. | Description | Terms & Condition |
|---|---|---|
| 1. | Resume of the director | Attached to the Notice as ***Annexure A1*** |
| 2. | Nature of expertise in specific functional areas | 46 years of experience in the business of retail jewellery and textiles showrooms as well as power generation plants |

| | | |
|---|---|---|
| 3. | Listed entities in which the person holds directorship | NIL |
| 4. | Membership of Committees of the board in listed companies | NIL |
| 5. | Listed entities from which the person has resigned in the past three year | NIL |

**Disclosures under the Secretarial Standards, Section 102 and Section 203 r/w Schedule V of the Companies Act, 2013**

The details of Mr. T.K. Chandiran as per Secretarial Standards – 2 on General Meeting are as follows:

| Sl. No. | Description | Terms & Condition |
|---|---|---|
| 1. | Name of the Director | Tirupur Kulandaivel Chandiran |
| 2. | DIN | 00031091 |
| 3. | Age | 71 years |
| 4. | Qualifications | Alumnus of Sri Venkateshwara University, Andhra Pradesh and holds a master's Degree in Commerce and BGL |
| 5. | Experience | He has over 46 years of experience in the business of retail jewellery and textiles showrooms as well as power generation plants. He is the guiding force behind the strategic decisions of our Company and has been instrumental in planning and formulating the overall business strategy and developing business relations for our Company. |
| 6. | Terms and conditions of re-appointment | Re-appointment as Managing Director for a period of 5 years w.e.f. 03.04.2024 till 03.04.2029 |

| | | |
|---|---|---|
| 7. | Details of remuneration sought to be paid | Rs. 2,50,000/- per month |
| 8. | Remuneration last drawn | Rs. 2,50,000/- per month |
| 9. | Date of first appointment on the Board | 05.06.2012 |
| 10. | Shareholding in the company | 2,19,894 (38.79%) |
| 11. | Relationship with other Directors, Manager and other Key Managerial Personnel of the company | 1. Husband of Mrs. Selvi, Wholetime Director<br>2. Father of Mr. A.C. Vineethkumar, Director |
| 12. | The number of Meetings of the Board attended during the year | 3 out of 3 |
| 13. | Other Directorships | 1. SCM Global Brands Private Limited<br>2. SCM Garments Private Limited<br>3. Gajaananda Jewellery Maart Private Limited<br>4. Coimbatore Jewel Craft Infrastructure Foundation<br>5. KKV Chakra Limited<br>6. AKVN Solar Private Limited<br>7. The KTM Jewellery Limited |
| 14. | Membership/ Chairmanship of Committees of other Boards | 1. Corporate Social Responsibility Committee in The KTM Jewellery Limited<br>2. Audit Committee in The KTM Jewellery Limited<br>3. Nomination and Remuneration Committee in The KTM Jewellery Limited |

Mr. T.K. Chandiran himself, Mrs. Selvi, his wife and Wholetime Director of the company, and Mr. A.C. Vineethkumar, his son and Director of the company, are interested in the above resolution by virtue of their relationship with the Director

proposed to be appointed, to the extent of their respective shareholdings in the company. Except the above, none of the Directors or Key Managerial Personnel of the company are interested in the above appointment.

This item does not relate to or affect any other company, hence the disclosure required under the proviso to Section 102(2) is not required.

Any documents referred to in this resolution or explanatory statement relating to this item, shall be available for inspection of the members at the registered office of the company on any working day during business hours.

**Item No. 6: Reappointment of Mrs. Selvi (DIN: 00032962) as the Whole-Time Director of the Company**

Mrs. Selvi (DIN: 00032962) is a promoter and one of the founders of the company. She has been serving as a member of the Board of Directors of the company since its incorporation and currently holds the position of the Wholetime Director of the company since 01.04.2015 till present.

According to Section 196 (2) of the Companies Act, 2013, no company shall appoint or re-appoint any person as its managing director, whole-time director or manager for a term exceeding five years at a time. Hence, the company has been following the practice of reappointing the Managing Director and Wholetime Director of the company periodically, in compliance with the provisions of the Act.

Mrs. Selvi (DIN: 00032962) was reappointed as the Wholetime Director of the company in the Board Meeting held on 28.04.2021 with effect from 03.04.2021 for a period of 3 years, expiring on 03.04.2024 and the approval of shareholders for her reappointment was granted in the 9th Annual General Meeting of the company held on 23.09.2021.

As per Section 203(2) read with Section 196 (4), the appointment of Managing Director shall be approved in a Board meeting, subject to approval by a resolution passed by the shareholders at the next general meeting of the company. Accordingly, based on the recommendation of the Nomination and Remuneration Committee, the meeting of Board of Directors held on 26.03.2024 discussed and approved the reappointment of Mrs. Selvi (DIN: 00032962) as the Wholetime Director of the company with effect from 03.04.2024 for a period of 5 years till 03.04.2029.

The Board considers the continuation of the directorship of Mrs. Selvi (DIN: 00032962) in the company to be in the best interest of the company, and therefore recommends this resolution set out in Item No. 6 of the Notice to be passed by the shareholders as an Ordinary Resolution.

**Disclosures under SEBI (LODR), 2015**

The details required to be provided under Regulation 36 (3) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, is as follows:

| Sl. No. | Description | Terms & Condition |
|---|---|---|
| 1. | Resume of the director | Attached to the Notice as ***Annexure A1*** |
| 2. | Nature of expertise in specific functional areas | Member of the Board of the company since 2012 and serving as the Wholetime Director of the company since 2015 |
| 3. | Listed entities in which the person holds directorship | NIL |
| 4. | Membership of Committees of the board in listed companies | NIL |
| 5. | Listed entities from which the person has resigned in the past three year | NIL |

**Disclosures under the Secretarial Standards, Section 102 and Section 203 r/w Schedule V of the Companies Act, 2013**

The details of Mrs. Selvi as per Secretarial Standards – 2 on General Meeting are as follows:

| Sl. No. | Description | Terms & Condition |
|---|---|---|
| 1. | Name of the Director | Selvi |

| | | |
|---|---|---|
| 2. | DIN | 00032962 |
| 3. | Age | 62 years |
| 4. | Qualifications | School Education |
| 5. | Experience | Member of the Board of the company since 2012 and serving as the Wholetime Director of the company since 2015 |
| 6. | Terms and conditions of re-appointment | Re-appointment as Wholetime Director for a period of 5 years w.e.f. 03.04.2024 till 03.04.2029 |
| 7. | Details of remuneration sought to be paid | Rs. 75,000/- per month |
| 8. | Remuneration last drawn | Rs. 75,000/- per month |
| 9. | Date of first appointment on the Board | 05.06.2012 |
| 10. | Shareholding in the company | 24,887 (4.39%) |
| 11. | Relationship with other Directors, Manager and other Key Managerial Personnel of the company | 1. Wife of Mr. T.K. Chandiran, Managing Director<br>2. Mother of Mr. A.C. Vineethkumar, Director |
| 12. | The number of Meetings of the Board attended during the year | 3 out of 3 |
| 13. | Other Directorships | 1. SCM Global Brands Private Limited<br>2. AKVN Solar Private Limited<br>3. Coimbatore Jewel Craft Infrastructure Foundation<br>4. The KTM Jewellery Limited<br>5. KKV Chakra Limited |
| 14. | Membership/ Chairmanship of Committees of other Boards | NIL |

Mrs. Selvi herself, Mr. T.K. Chandiran her husband and Managing Director of the company, and Mr. A.C. Vineethkumar, her son and Director of the company, are interested in the above resolution by virtue of their relationship with the Director proposed to be appointed, to the extent of their respective shareholdings in the company. Except the above, none of the Directors or Key Managerial Personnel of the company are interested in the above appointment.

This item does not relate to or affect any other company, hence the disclosure required under the proviso to Section 102(2) is not required.

Any documents referred to in this resolution or explanatory statement relating to this item, shall be available for inspection of the members at the registered office of the company on any working day during business hours.

**Item No. 7: Reappointment of Mr. Bhagavan Mohan (DIN: 05255699) as an Independent Director**

Mr. Bhagavan Mohan (DIN: 05255699) was first appointed to the Board as an Additional Director by the Board with effect from 22.04.2019. Thereafter, his appointment was regularized by the members for the company by granting their approval by way of an Ordinary Resolution passed in the 7th Annual General Meeting of the company held on 27.09.2019, for appointing him as an Independent Director of the company for a term of 5 years commencing from the date of his original appointment, to hold office up to 22.04.2024.

According to Section 149 (10) of the Companies Act, 2013, an independent director shall hold office for a term up to five consecutive years on the Board of a company, and shall be eligible for reappointment on passing of a special resolution by the company.

Consequently, based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the company, in their meeting held on 26.03.2024, considered and approved the re-appointment of Mr. Bhagavan Mohan (DIN: 05255699), as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years commencing from 22.04.2024, subject to the approval of the shareholders by way of a Special Resolution.

Mr. Bhagavan Mohan (DIN: 05255699) has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation

16(1)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015. The Board of Directors are of the opinion that he fulfils the criteria for independence as provided under the law and that he is independent of the management of the company, and therefore, recommend his reappointment as an Independent Director for a second term with effect from 22.04.2024.

**Disclosures under the Secretarial Standards, Section 102 and Section 203 r/w Schedule V of the Companies Act, 2013**

The details of Mr. Bhagavan Mohan as per Secretarial Standards – 2 on General Meeting are as follows:

| Sl. No. | Description | Terms & Condition |
|---|---|---|
| 1. | Name of the Director | Bhagavan Mohan |
| 2. | DIN | 05255699 |
| 3. | Age | 60 years |
| 4. | Qualifications | B.Com, MA (SW) CCA, PGDMM, MBA (Finance), CAIIB, B.L, CFP |
| 5. | Experience | Vice President of UTI and Qualified Chartered Associate of Indian Institute of Banker and a Certified Financial Planner.<br>Independent Director of the company since 2019 and a member of the Boards of various other companies. |
| 6. | Terms and conditions of re-appointment | Re-appointment as Independent Director for a period of 5 years w.e.f. 22.04.2024 till 22.04.2029 |
| 7. | Details of remuneration sought to be paid | NIL |
| 8. | Remuneration last drawn | NIL |

| | | |
|---|---|---|
| 9. | Date of first appointment on the Board | 22/04/2019 |
| 10. | Shareholding in the company | NIL |
| 11. | Relationship with other Directors, Manager and other Key Managerial Personnel of the company | NIL |
| 12. | The number of Meetings of the Board attended during the year | 3 out of 3 |
| 13. | Other Directorships | 1. Renewable Energy (Phoolwadi) Private Limited<br>2. Mandsaur Wind Energy Private Limited<br>3. Marthanda Wind Power AP Private Limited<br>4. Renewable Harness Energy Private Limited<br>5. Saastha Energy Infrastructure Private Limited<br>6. Varshini Wind Power Private Limited<br>7. Puto Energy Infrastructure Private Limited<br>8. Renewable Energy (Vagarai) Private Limited |
| 14. | Membership/Chairmanship of Committees of other Boards | NIL |

**Justification for the appointment as Independent Directors**

The Nomination & Remuneration Committee and the Board of Directors of the company, after taking into account the performance evaluation of the Independent Director during the first term of five years and considering the knowledge, acumen, expertise and experience in the respective fields and the substantial contribution made by the Director during his tenure, is of the opinion that the continued association of

this Director as an Independent Directors would be in the best interest of the Company.

Based on the above, the Board hereby recommend the re-appointment of Mr. Bhagavan Mohan (DIN: 05255699) as Independent Directors on the Board of the Company, to hold office for the second term of five consecutive years, to hold office up to 22.04.2024.

**Summary of Performance Evaluation of the Director**

The performance evaluation of the proposed Independent Director Mr. Bhagavan Mohan (DIN: 05255699), has been duly carried out by the Board of Directors excluding the proposed Director, based on the Companies Act, 2013, SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015 and as per the policy adopted by the Company.

Based on the evaluation, the Board is satisfied that during his term, Mr. Bhagavan Mohan (DIN: 05255699) has adhered to the guidelines of professional conduct as prescribed under Part I of Schedule IV of the Companies Act, 2013, upheld ethical standards of integrity and probity, acted objectively and constructively while exercising his duties, exercised his responsibilities in a bona fide manner in the interest of the company, devoted sufficient time and attention to his professional obligations for informed and balanced decision making, exercised objective and independent judgment, and assisted the company in implementing the best corporate governance practices. He has also fulfilled his duties, functions and roles as laid down in Part II and III of Schedule V, his terms of appointment, and as required by the company and the Board from time to time.

The Board of Directors are of the opinion that the overall performance of Mr. Bhagavan Mohan (DIN: 05255699) during his previous term of 5 years as an Independent Director of the company has been exemplary.

**Disclosures under SEBI (LODR), 2015**

The details required to be provided under Regulation 36 (3) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, is as follows:

| Sl. No. | Description | Terms & Condition |
|---|---|---|
| 1. | Resume of the director | Attached to the Notice as *Annexure A1* |
| 2. | Nature of expertise in specific functional areas | Vice President of UTI and Qualified Chartered Associate of Indian Institute of Banker and a Certified Financial Planner. |
| 3. | Listed entities in which the person holds directorship | NIL |
| 4. | Membership of Committees of the board in listed companies | NIL |
| 5. | Listed entities from which the person has resigned in the past three year | NIL |
| 6. | Shareholding of non-executive directors in the listed entity, including shareholding as a beneficial owner | NIL |
| 7. | Skills and capabilities required for the role and the manner in which the proposed person meets such requirements | The role requires the person to have knowledge about the industry and business and exercise objective and fair judgment. The Board is satisfied that Mr. Bhagavan Mohan meets the criteria. |

**Other Disclosures**

None of the Directors or Key Managerial Personnel of the company, except Mr. Bhagavan Mohan (DIN: 05255699) himself is interested in the above appointment.

This item does not relate to or affect any other company, hence the disclosure required under the proviso to Section 102(2) is not required.

Any documents referred to in this resolution or explanatory statement relating to this item, shall be available for inspection of the members at the registered office of the company on any working day during business hours.

**For KKV Agro Powers Limited**

**SD/-**
**Tirupur Kulandaivel Chandiran (DIN: 00031091)**
**Chairperson and Managing Director**

**Date : 27.08.2024**
**Place : Coimbatore**

**Annexure A1**

## RESUME OF DIRECTORS PROPOSED TO BE APPOINTED IN THE 12TH ANNUAL GENERAL MEETING

### Item No. 5: Reappointment of Mr. Tirupur Kulandaivel Chandiran (DIN: 00031091) as the Managing Director of the company

**– T.K.CHANDIRAN**



**Shri. T.K.Chandiran**, was appointed as a Chairman and Managing Director of our Company from 05- June-2012. He is an alumnus of Sri Venkateshwara University, Andhra Pradesh and holds a master's Degree in Commerce and BGL. He has over forty years of experience in running retail jewellery and textile showrooms as well as power generation plants. He had dedicated himself in his family business endeavours since his teenage years. Later he joined BSNL - Government sector for two years, displaying his efficiency in administration. He is the founder chairman of "The Chennai Silks", SCM Group Of Companies and "Sree Kumaran Thanga Maligai" - a leading textile and Jewellery manufacturer, exporter and retailer since 1991. Under his direction, the "The Chennai Silks" achieved prudential human resource and financial management and earned strong consumer confidence. Consequently, the group diversified its activities in 2005 by venturing into renewable power generation and farming. The group has been demerged into several business entities, with new businesses to ensure higher efficiency. Presently, he is also serving as the Managing Director of "The KTM Jewellery Limited" and a Director of "KKV Gold N Retail Limited".

### Item No. 6: Reappointment of Mrs. Selvi (DIN: 00032962) as the Whole-Time Director of the Company

**– C.SELVI**



**Ms. C. Selvi**, was appointed as a Whole-Time Director of our company from 05- June-2012. She manages the day-to-day affairs of the companies.

**Item No. 7: Reappointment of Mr. Bhagavan Mohan (DIN: 05255699) as an Independent Director**

- SHRI B.MOHAN



**Mr. B. Mohan** was appointed as an additional Independent Director on the Board of Directors of the Company on 22nd April 2019. He is a Graduate in Commerce and Law, Post Graduate in Finance and Social Sciences and Post Graduate Diploma in Management. He is also a qualified Chartered Associate of Indian Institute of Banker and a Certified Financial Planner. He started his career as an Accountant at National Airport Authority of India, Chennai and has been the Assistant Manager, Manager, Assistant Vice President and Vice President in Unit Trust of India. He also headed the Territory Marketing Department of Tamil Nadu and Andhra Pradesh, Estate and HR Department of Southern Zone. He owns an ample exposure and experience in Research, Planning, Operations, Customer Service etc.

Annexure B

## PROCESS AND MANNER FOR ATTENDING THE ANNUAL GENERAL MEETING THROUGH INSTAMEET

1. Open the internet browser and launch the URL: https://instameet.linkintime.co.in & click on **"Login".**
2. Select the **"Company"** and **'Event Date'** and register with your following details:
   - **A.** Demat Account No. or Folio No: Enter your 16-digit Demat Account No. or Folio No.
     - Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
     - Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
     - Shareholders/ members holding shares in **physical form shall provide** Folio Number registered with the Company
   - **B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
   - **C. Mobile No.:** Enter your mobile number.
   - **D. Email ID:** Enter your email id, as recorded with your DP/Company.
3. Click "Go to Meeting" (You are now registered for InstaMeet, and your attendance is marked for the meeting).

**Instructions for Shareholders/ Members to Speak during the General Meeting through InstaMeet:**

1. Shareholders who would like to speak during the meeting must register their request with the company.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
6. Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

**Instructions for Shareholders/ Members to Vote during the General Meeting through InstaMeet:**

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote".
2. Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish

to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.

6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

**NOTE:**

- Shareholders/ Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.
- Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.
- Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.
- Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable WiFI or LAN connection to mitigate any kind of aforesaid glitches.
- In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

**For and on behalf of KKV Agro Powers Limited**

**InstaMeet Support Desk**
**Link Intime India Private Limited**

**Annexure C**

## INSTRUCTIONS FOR REMOTE E-VOTING

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

**A. Login method for Individual shareholders holding securities in demat mode:**

**1. Individual Shareholders holding securities in demat mode with NSDL:**

**METHOD 1 - Through NSDL IDeAS facility**

**Users who have registered for NSDL IDeAS facility:**

a) Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "Login".

b) Enter user id and password. Post successful authentication, click on "Access to e-voting".

c) Click on "LINK INTIME" or "e-voting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**OR**

**User who have not registered for NSDL IDeAS facility:**

a) To register, visit URL: https://eservices.nsdl.com and select "Register Online for IDeAS Portal" or click on the following link: https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

b) Proceed with updating the required fields.

c) Post registration, user will be provided with Login ID and password.

d) After successful login, click on "Access to e-voting".

e) Click on "LINKINTIME" or "e-voting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**METHOD 2 - By directly visiting the e-voting website of NSDL:**

a) Visit URL: https://www.evoting.nsdl.com/

b) Click on the "Login" tab available under 'Shareholder/Member' section.

c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you can see "Access to e-voting".

e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**2. Individual Shareholders holding securities in demat mode with CDSL:**

**METHOD 1 – If registered with CDSL Easi/Easiest facility**

**Users who have registered for CDSL Easi/Easiest facility.**

a) Visit URL: https://web.cdslindia.com/myeasitoken/home/login or www.cdslindia.com.

b) Click on New System Myeasi

c) Login with user id and password

d) After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period.

e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**OR**

**Users who have not registered for CDSL Easi/Easiest facility.**

a) To register, visit the following URL:

https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration

b) Proceed with updating the required fields.

c) Post registration, user will be provided Login ID and password.

d) After successful login, user able to see e-voting menu.

e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**METHOD 2 - By directly visiting the e-voting website of CDSL.**

a) Visit URL: https://www.cdslindia.com/

b) Go to e-voting tab.

c) Enter Demat Account Number (BO ID) and PAN No. and click on "Submit".

d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account

e) After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**3. Individual Shareholders holding securities in demat mode with Depository Participant:**

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.

a) Login to DP website

b) After Successful login, members shall navigate through "e-voting" tab under Stocks option.

c) Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting menu.

d) After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**B. Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode:**

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Visit URL: https://instavote.linkintime.co.in.
2. Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: -

   A. **User ID:** Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

   B. **PAN**: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

   C. **DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

   D. **Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

   **Shareholders holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above*

**Shareholders holding shares in **NSDL form**, shall provide 'D' above*

3. Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter).
4. Click "confirm" (Your password is now generated).
5. Click on 'Login' under **'SHARE HOLDER'** tab.
6. Enter your User ID, Password, and Image Verification (CAPTCHA) Code and click on **'Submit'.**

**Cast your vote electronically:**

1. After successful login, you will be able to see the notification for e-voting. Select **'View'** icon**.**
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option **'Favour / Against'** (If you wish to view the entire Resolution details, click on the **'View Resolution'** file link).
4. After selecting the desired option i.e. Favour / Against, click on **'Submit'.** A confirmation box will be displayed. If you wish to confirm your vote, click on **'Yes',** else to change your vote, click on 'No' and accordingly modify your vote.

**C. <u>Guidelines for Institutional shareholders ("Corporate Body/ Custodian/ Mutual Fund")</u>**

**1. STEP 1 – Registration**

a) Visit URL: https://instavote.linkintime.co.in

b) Click on Sign up under "Corporate Body/ Custodian/Mutual Fund"

c) Fill up your entity details and submit the form.

d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up at Sr. No. (b) above). The said form is to be signed by the Authorised Signatory, Director,

Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.

e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person's email ID.

f) While first login, entity will be directed to change the password and login process is completed.

**2. STEP 2 – Investor Mapping**

a) Visit URL: https://instavote.linkintime.co.in and login with credentials as received in Step 1 above.

b) Click on "Investor Mapping" tab under the Menu Section

c) Map the Investor with the following details:

(i) 'Investor ID' -

- Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678
- Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

(ii) 'Investor's Name - Enter full name of the entity.

(iii) 'Investor PAN' - Enter your 10-digit PAN issued by Income Tax Department.

(iv) 'Power of Attorney' - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.

d) Click on Submit button and investor will be mapped now.

e) The same can be viewed under the "Report Section".

**3. STEP 3 – Voting through remote e-voting.**

The corporate shareholder can vote by two methods once remote e-voting is activated:

**METHOD 1 - VOTES ENTRY**

a) Visit URL: https://instavote.linkintime.co.in and login with credentials as received in Step 1 above.

b) Click on 'Votes Entry' tab under the Menu section.

c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of Instavote before the start of remote evoting.

d) Enter '16-digit Demat Account No.' for which you want to cast vote.

e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).

f) After selecting the desired option i.e., Favour / Against, click on 'Submit'.

g) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

**OR**

**METHOD 2 – VOTES UPLOAD:**

a) Visit URL: https://instavote.linkintime.co.in and login with credentials as received in Step 1 above.

b) You will be able to see the notification for e-voting in inbox.

c) Select **'View'** icon for '**Company's Name / Event number'.** E-voting page will appear.

d) Download sample vote file from 'Download Sample Vote File' option.

e) Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option.

f) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

**HELPDESK:**

1. **Helpdesk for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode:**

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

2. **Helpdesk for Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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 : 022 - 4886 7000 and 022 - 2499 7000 |
| 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 toll free no. 1800 22 55 33 |

**FORGOT PASSWORD:**

1. **Individual shareholders holding securities in physical form has forgotten the password:**

If an Individual shareholder holding securities in physical form has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: https://instavote.linkintime.co.in

- Click on **'Login'** under **'SHARE HOLDER'** tab and further Click **'forgot password?'**
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

*In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company
User ID for Shareholders holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID
User ID for Shareholders holding shares in CDSL demat account is 16 Digit Beneficiary ID.

**2. Institutional shareholders ("Corporate Body/ Custodian/Mutual Fund") has forgotten the password:**

If a Non-Individual Shareholders holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: https://instavote.linkintime.co.in

- Click on **'Login'** under **'Corporate Body/ Custodian/Mutual Fund'** tab and further Click **'forgot password?'**
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

*In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain*

*a minimum of 8 characters, at least one special character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter.*

3. **Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:**

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants' website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

**For and on behalf of KKV Agro Powers Limited**

**InstaVote Support Desk**
**Link Intime India Private Limited**