



KKALPANA INDUSTRIES (INDIA) LIMITED

(formerly Kalpena Industries Limited)

2B, PRETORIA STREET, KOLKATA – 700 071

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E Mail :- Kolkata@kkalpana.co.in

Website: www.kkalpanagroup.com

CIN :- L19202WB1985PLC039431

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 34th (Thirty-fourth) Annual General Meeting of the Members of KKALPANA INDUSTRIES (INDIA) LIMITED will be held at Gyan Manch, 11, Pretoria Street, Kolkata – 700 071 on Friday, the 27th day of September, 2019, at 10.00 A.M. to transact the following Businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the standalone and consolidated Audited Balance Sheets as at 31st March, 2019, the Statement of Profit & Loss Accounts and Cash Flow Statements for the year ended as on that date and the Reports of the Directors and Auditors thereon.
2. To declare dividend of Rs. 0.24p per Equity Share of Rs. 2/- each (i.e @ 12%)
3. To appoint a Director in place of Dr. Pranab Ranjan Mukherjee (DIN 00240758), who retires by rotation and being eligible, offers himself for reappointment.

SPECIAL BUSINESS:

4. **Approval of the Remuneration payable to the Cost Auditors of the Company for the Financial Year ended 31st March, 2020**

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

“**RESOLVED THAT** pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company hereby approves the remuneration of Rs.25000/- plus taxes, as applicable, and out-of-pocket expenses payable to M/s. D.Sabyasachi & Co., Practicing Cost Accountant, who are appointed as Cost Auditors of the Company, as recommended by the Audit Committee of the Board and also the Board of Directors of the Company, at their respective meetings held on 28th May, 2019, to conduct Audit of the cost accounting records pertaining to plastic compounds and other related manufacturing items of the Company for the year ending 31st March, 2020.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to do all such acts ,things, deeds and matters which are connected therewith or incidental thereto and take all necessary steps, as may be necessary, proper or expedient, to give effect to this resolution.”

5. **Appointment of Mrs. Ramya Hariharan (DIN 06928511) as Director and also as Independent Director of the Company**

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

“RESOLVED THAT Mrs. Ramya Hariharan (DIN 06928511), who was appointed by the Board of Directors, pursuant to the recommendation of Nomination and Remuneration Committee, at their respective meetings held on 11th February, 2019, as an Additional Director of the Company, with effect from 11th February, 2019, under provisions of Section 161(1) of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Article 122 of the Articles of Association of the Company, who holds office upto the date of this Annual General Meeting but who is eligible for appointment as Director and in respect of whom the Company has received a notice, in writing, from a Member under Section 160(1) of the Act and Article 142(1) of the Articles of Association of the Company, signifying his intention to propose the candidature of Mrs. Ramya Hariharan (DIN 06928511) for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 150 and 152 and all other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the Act (including any statutory modification(s) or reenactment(s) thereof for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, Regulation 17 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (“SEBI Listing Regulations”) and Article 123 and Article 124 of the Articles of Association of the Company and as per other relevant Articles of the Articles of Association, Mrs. Ramya Hariharan (DIN 06928511), who has submitted a declaration pursuant to Section 149 (7) of the Act and Regulation 25(8) of SEBI Listing Regulations that she meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations, and who is eligible for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the Company for a period of five (5) consecutive years up to the fifth consecutive AGM of the of the Company to be held in the year 2024, whose period of office shall not be liable to determination by retirement of directors by rotation.”

6. Reappointment of Dr. Pranab Ranjan Mukherjee (DIN: 00240758) as Whole Time Director of the Company

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

“RESOLVED THAT in accordance with the recommendation of Nomination and Remuneration Committee of the Board of Directors and provisions of Section 196,197 and 198 and other applicable provisions if any, of the Companies Act, 2013 (the Act), read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory modification(s) or reenactment thereof, for the time being in force, and all other applicable guidelines relating to managerial remuneration, issued by the Ministry of Corporate Affairs, from time to time, and subject to such other approvals, as may be necessary, and as per Articles 126(1), 126(3) and 145 of the Articles of Association of the Company and as per other relevant Articles of the Articles of Association, consent of the members of the Company be and is hereby accorded to the reappointment of Dr. Pranab Ranjan Mukherjee (DIN – 00240758) as Whole-Time-Director of the Company, for a period of 1 (One) year with effect from 01st October, 2019, upon the terms and conditions as are set out in the Statement annexed hereto.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee thereof and any person authorized by the Board in this behalf) shall, in accordance with the statutory limits/ approvals, as may be applicable for the time being in force, be at full liberty to revise/alter/modify/amend/change the terms and conditions of the reappointment and remuneration, from time to time, as may be agreed to by the Board and Dr. Pranab Ranjan Mukherjee (DIN: 00240758), subject to the approval of Nomination

and Remuneration Committee of the Board of Directors of the Company, provided, however, that the remuneration payable to Dr. Pranab Ranjan Mukherjee (DIN: 00240758) shall be within the limits set out in section 197 of the Companies Act, 2013 read with Schedule V to the said Act, or any amendments thereto or any modification(s) or statutory re-enactment(s) thereof and /or any rules or regulations framed there under.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to do all such acts, things, deeds and matters which are connected therewith or incidental thereto and take all necessary steps, as may be necessary, proper or expedient, to give effect to this special resolution.”

7. **Appointment of Mr. Dev Krishna Surana (DIN: 08357094) as Director and also as Whole Time Director of the Company**

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

“**RESOLVED THAT** Mr. Dev Krishna Surana (DIN 08357094) , who was appointed by the Board of Directors as an Additional Director of the Company with effect from 11th February, 2019, pursuant to the recommendation of Nomination and Remuneration Committee, at its meeting held on 11th February, 2019 and under provisions of Section 161(1) of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Article 122 of the Articles of Association of the Company, who holds office upto the date of this Annual General Meeting and is eligible for appointment as Director and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act and Article 142(1) of the Articles of Association of the Company, signifying his intention to propose the candidature of Mr. Dev Krishna Surana for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT in accordance with the recommendation of Nomination and Remuneration Committee of the Board of Directors, vide Resolution by Circulation dated 20th May, 2019, duly passed on 22nd May, 2019, and provisions of Section 196, 197 and 198 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory modification(s) or reenactment thereof, for the time being in force, and all other applicable guidelines relating to managerial remuneration, issued by the Ministry of Corporate Affairs, from time to time, and subject to such other approvals, as may be necessary, and as per Articles 126(1), 126(3) and 145 of Articles of Association of the Company and other relevant Articles of the Articles of Association, consent of the members of the Company be and is hereby accorded to the appointment of Mr. Dev Krishna Surana (DIN - 08357094) as Whole-Time-Director of the Company, for a period of 5 (Five) year with effect from 28th May, 2019, upon the terms and conditions as are set out in the Statement annexed hereto.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee thereof and any person authorized by the Board in this behalf) shall, in accordance with the statutory limits/ approvals, as may be applicable for the time being in force, be at full liberty to revise/alter/modify/amend/change the terms and conditions of the reappointment and remuneration, from time to time, as may be agreed to by the Board and Mr. Dev Krishna Surana (DIN: 08357094), subject to the approval of Nomination and Remuneration Committee of the Board of Directors of the Company, provided, however, that the remuneration payable to Mr. Dev Krishna Surana (DIN: 08357094) shall be within the limits set out in section 197 of the Companies Act, 2013 read with Schedule V to the said Act, or any amendments thereto or any modification(s) or statutory re-enactment(s) thereof and /or any rules or regulations framed there under.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to do all such acts, things, deeds and matters which are connected therewith or incidental thereto and take all necessary steps, as may be necessary, proper or expedient, to give effect to this special resolution.”

Registered Office:
2B, Pretoria Street,
Kolkata-700071

By Order of the Board of Directors
For Kkalpana Industries (India) Limited

Date: 28th Day of May, 2019
Place: Kolkata

Tanvi Panday (ACS- 31176)
Company Secretary

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE “MEETING” OR “AGM”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT TO BE A MEMBER OF THE COMPANY. MEMBERS ARE REQUESTED TO NOTE THAT PURSUANT TO SECTION 105 OF THE COMPANIES ACT, 2013, A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING 50 AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. IN CASE, A PROXY IS PROPOSED TO BE APPOINTED BY A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS, THEN SUCH PROXY SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER. IF A PROXY IS APPOINTED FOR MORE THAN 50 MEMBERS, THE PROXY SHALL CHOOSE ANY FIFTY MEMBERS AND CONFIRM THE SAME TO COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. IN CASE, THE PROXY FAILS TO DO SO, THE FIRST 50 PROXIES RECEIVED BY THE COMPANY SHALL BE CONSIDERED AS VALID.

THE INSTRUMENT APPOINTING PROXY, DULY COMPLETED, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED, AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME OF HOLDING THE ANNUAL GENERAL MEETING (i.e. ON OR BEFORE 25TH SEPTEMBER, 2019, 10:00A.M. IST). A PROXY FORM FOR THE AGM IS ENCLOSED.
2. Corporate Members intending to send their authorized representatives to attend the meeting are required to send a certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, or upload it on the e-voting portal (for e-voting), authorizing their representative to attend and/or vote, on their behalf, at the AGM.
3. For convenience of the members and proper conduct of the meeting, entry to the meeting venue will be regulated by Attendance Slip. The members/proxies/authorized representatives are requested to bring duly filled attendance slip (as enclosed herewith) along with their copy of Annual Report at the AGM and hand it over at the counter at the venue.
4. The Statement, pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at this AGM, is annexed.
5. Register of Directors and Key Managerial Personnel of the Company and their respective shareholding maintained under Section 170 of the Companies Act, 2013 (“the Act”) will be available for inspection by the members at the AGM.

6. The Register of Contracts and Arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
7. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide to its members, facility to exercise their right to vote on all resolutions set forth in the Notice convening the 34th Annual General Meeting(AGM), electronically, through electronic voting (e-voting) services facilitated by the National Securities Depository Limited (NSDL) and all items of the business may be transacted through remote e- voting (facility to cast vote from a place other than the venue of the AGM) services provided by National Securities Depositories Limited ("NSDL"). Instructions and other information relating to remote e-voting are given in the notice under note no.21.

The Company shall also arrange for the physical voting by use of ballot or polling paper at the AGM for the members who have not cast their vote through remote e-voting. Members, who cast their votes by remote e-voting prior to the AGM, may attend the meeting but will not be entitled to cast their votes once again. In case votes are cast by such members at the meeting, then votes cast through e-voting will only be considered. The Board of Directors of the Company has appointed Mr. Ashok Kumar Daga, Practicing Company Secretary (Membership No. FCS-2699, C.O.P No 2948) as the Scrutinizer for this purpose.

8. Voting rights will be reckoned on the paid-up value of shares registered in the name of the Members as on Friday, 20th September, 2019 (cut-off date). Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes by remote e-voting or ballot voting at the AGM.
9. In case of joint holders attending the meeting, only such joint holder who is higher in order of names, will be entitled to vote at the meeting.
10. In accordance with the provisions of section 91 of the Companies Act, 2013, the Register of Members and the Share Transfer Books of the Company will remain closed from Saturday, 21st September, 2019 to Friday, 27th September, 2019 (both days inclusive).
11. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, companies can serve Notice and Annual Report and other communication through electronic mode to those members who have registered their e-mail addresses either with the Company or with Depository Participant(s). Members who have not registered their e-mail addresses may now register the same. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members holding physical shares may register their e-mail address with the Registrar and Share Transfer Agents of the Company. Members of the Company who have registered their e-mail address are also entitled to receive such communication in physical form, upon sufficient prior written request.
12. Notice of the 34th AGM, details and instructions for remote e-voting and the Annual Report of the Company for the year ended 31st March, 2019 along with attendance slip and proxy form are uploaded on the Company's website www.kkalpanagroup.com and may be accessed by the members. The physical copies of the aforesaid documents will also be available at the Company's registered office for inspection between 10:00am (IST) to 1:00pm (IST) on all working days except Saturday upto the date of meeting and also at the venue during the meeting.

Copies of the above documents are being sent by electronic mode to the members whose email

addresses are registered with the Company/ Depository Participant(s) for communication purposes unless any member has requested for a physical copy of the same, in writing, in advance. For the members who have not registered their email addresses, physical copies of the aforesaid documents are being sent by the permitted mode.

13. Members, holding shares in physical mode are requested to notify the change in their address / mandate/ bank account to M/s. CB Management Services (P) Limited, P-22, Bondel Road, Kolkata – 700 019, the Registrar & Share Transfer Agent of the Company (RTA). Members holding shares in demat form, are requested to intimate any change in their address and/or bank mandate to their Depository Participant(s). The Company cannot act on any request received directly from members holding shares in demat form for any change in their particulars.
14. Members are requested to address all correspondences, including those on dividends, to the Registrar and Share Transfer Agents, as mentioned above.
15. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN details to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's Registrar and Share Transfer Agents, M/s. CB Management Services Pvt. Limited.
16. Dividend for the financial year ended 31st March, 2012, which remains unpaid or unclaimed, will be due for transfer to Investors' Education and Protection Fund of the Central Government ('IEPF') on 03rd November, 2019, pursuant to the provisions of Section 125 of the Companies Act, 2013 corresponding to Section 205C of the erstwhile Companies Act, 1956 . In respect of the said dividend, it will not be possible to entertain claims received by the Company after 02nd November, 2019.

Members, who are yet to encash their dividend warrants for the financial year 2011-12 or any subsequent financial year(s), are requested to correspond/ lodge their claims with the Company's Registrar & Share Transfer Agents without delay. The details of dividend unclaimed by the members for the past years which have not yet been transferred to the Central Government are readily available for view by the members on the website of the Company (www.kkalpanagroup.com), as also on the website of the Ministry of Corporate Affairs (www.mca.gov.in). Further, the members are advised to glance through the database and lodge their claim for dividend, which has remained unclaimed, with the Company's Registrar and Share Transfer Agents.

The Ministry of Corporate Affairs has notified provisions relating to unpaid / unclaimed dividend under Sections 124 and 125 of Companies, Act, 2013 and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 (including amendments from time to time). As per these, members are requested to note that dividends that are not encashed/claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will as per Section 124 of the Act, be transferred to Investor Education and Protection Fund (IEPF). Shares on which dividend remains unpaid/ unclaimed for seven consecutive years will be transferred to demat account of IEPF Authority as per section 124 of the Act, and applicable rules, notifications, if any (as amended from time to time). Hence the Company urges all the shareholders to encash/ claim their respective dividend during the prescribed period. The shareholders whose dividend/ shares are transferred to the IEPF Authority can claim their shares from the Authority by following the Refund Procedure as detailed on the website of IEPF Authority <http://iepf.gov.in/IEPFA/refund.html>.

17. In accordance with the aforesaid IEPF Rules, the Company has sent notice to all shareholders whose shares are due to be transferred to the IEPF Authority and has also published newspaper

advertisement. The Company is required to transfer all shares, as above, to demat account of the IEPF Authority, in accordance with IEPF Rules as and when notified.

18. As per the provisions of Section 72 of the Companies Act, 2013, facility for making nomination is available for the Members in respect of the shares held by them. Nomination forms can be obtained from the Company's Registrars and Share Transfer Agents by Members holding shares in physical form. Members holding shares in electronic form, may obtain Nomination forms from their respective Depository Participant.
19. As per the amendment made to Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 by SEBI Circular No. SEBI/LAD-NRO/GN/2018/24 dated 8th June, 2018, read with press release (2018 PR No. 49/2018) dated 03.12.2018, it is now mandated, w.e.f. 1st April, 2019, that except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depositor. Further, as per SEBI Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated April 20, 2018, the Shareholders, who are still holding shares in physical form are requested to take immediate action to demat their shares to avail easy liquidity and to update their Bank details with the Company to enable direct credit of dividends, if any declared, as per SEBI Regulations.
20. The Dividend, as recommended by the Board of Directors, if declared at the Annual General Meeting will be credited/dispached between 02nd October, 2019 to 26th October, 2019 to those members or to those mandates :-
 - a. Whose name appear as Beneficial Owners as at the end of 20th September, 2019 in the statements of beneficial owner furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), in respect of shares held in electronic form and
 - b. Whose names appear as Members in Register of Members of the Company, after giving effect to all valid share transfers/transmissions in physical form lodged with the Company/ RTA on or before the 20th September, 2019.
21. **Process and manner for members opting for remote e-voting are as under:**
 - I. The remote e-voting period commences on 24th September, 2019 (9:00 a.m) and ends on 26th September, 2019 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 20th September, 2019, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently. The rights of members shall be proportionate to their share of the paid-up equity share capital of the company as on the cut-off date. E-voting rights cannot be exercised by a proxy, though corporate and institutional shareholders shall be entitled to vote through their authorized representatives with proof of their authorization.
 - II. *The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

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

Details on Step 1 is mentioned below:

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.nsd.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 ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password 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.nsd.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. Your password details are given below:
 - a) If you are already registered for e-Voting, then you can use 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. 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, your ‘initial password’ is communicated to you on your postal address [mentioned at the bottom of Attendance Slip for the AGM, in the following format:
EVEN [(Remote E-voting Event Number) USER ID PASSWORD/PIN]
 - (iii) Any person who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 20th September, 2019, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or RTA at rta@cbmsl.com
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?**” option available on www.evoting.nsd.com. (If you are holding shares in your demat account with NSDL or CDSL)
 - b) **Physical User Reset Password?**” option available on www.evoting.nsd.com. (If you are holding shares in physical mode)
 - 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.
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.

Details on Step 2 is given below:

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

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. 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.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. 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 daga.ashok@gmail.com with a copy marked to evoting@nsdl.co.in. They may also upload the same in the e-voting module in their login. The scanned image of the above mentioned documents should be in the naming format "Corporate Name EVEN NO."
- 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.: 1800-222-990 or send a request at evoting@nsdl.co.in
- 4 You can also update your mobile no. and e-mail id in the user profile details of the folio which may be used for sending future communication(s)
- 5 A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM
- 6 A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- 7 Mr. Ashok Kumar Daga, Practicing Company Secretary (Membership No. FCS-2699, C.O.P No. 2948) has been appointed as the Scrutinizer for providing facility to the members of the Company and to scrutinize the ballot voting and remote e-voting process in a fair and transparent manner
- 8 The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" or "Polling Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- 9 The Scrutinizer shall after the conclusion of voting at the general meeting, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses who are not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- 10 The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.kkalpanagroup.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to concerned stock exchanges where the company's shares are listed.

22. The Resolutions shall be deemed to be passed on the date of Annual General Meeting, subject to receipt of sufficient votes.
23. A route map along with prominent landmark for easy location to reach the venue of AGM is annexed to the Notice.
24. We urge members to support our commitment to environment protection by choosing to receive their shareholding communication through email. You can do this by updating your email address with your depository participants (in case of demat holdings) or with the RTA (in case of physical holdings)
25. Members desiring any information/clarification relating to the accounts and operations of the company or intending to raise any query are requested to write to the Company atleast 10 days in advance of the meeting, to the Company Secretary at the registered office address, so as to enable the management to keep the information ready.
26. Additional Information, pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, in respect of Directors seeking appointment / re appointment at the AGM, is as under. Requisite declarations have been received from Directors seeking appointment/ re-appointment.

**DETAILS OF DIRECTORS SEEKING APPOINTMENT / REAPPOINTMENT AT THE
FORTHCOMING ANNUAL GENERAL MEETING**

(In Pursuance of Regulation 36(3) of SEBI Listing Regulations)

Name of Director	Mrs. Ramya Hariharan (DIN: 06928511)	Dr. P.R.Mukherjee (DIN 00240758)	Mr. Dev Krishna Surana (DIN: 08357094)
Date of Birth	27.08.1978	10.10.1945	31.12.1992
Date of Appointment on the Board	11.02.2019	01.10.2014	11.02.2019
Qualification	LLB, Company Secretary	B.Sc(Hons.), M.Sc (Spl Organic), Ph.D in Stereo Chemical Studies in Organic Reactions.	B. Com(Hons), MSc- Management for Buisness Excellence (UK), MBA (CAM)-(USA)
Expertise	Mrs. Ramya Hariharan has more than 16 years of experience in dealing with general corporate matters, mergers and acquisitions, projects, banking and finance and insolvency matters. She is also a qualified Company Secretary. She is the partner in charge of the eastern region of a reputed national law firm.	Dr.Mukherjee has over 41 years of experience in corporate arena particularly, in Plastic and Polymer Industries.	He has deep exposure in project management, particularly in Information Technology, marketing, Human Resource & administration and operations
Directorships held in other public companies including private companies which are subsidiaries of public companies #	Tayo Rolls Ltd. Al Champdany Industries Ltd. SMIFS Capital Markets Ltd. The Indian Steel and Wire Products Ltd. Neo Metaliks Ltd. Visa Energy Ventures Ltd.	None	None
Memberships / Chairmanships of Committees across other companies in which he/ she is a Director	Member of Audit Committee in Tayo Rolls Ltd., Al Champdany Industries Ltd., SMIFS Capital Markets Ltd., The Indian Steel and Wire Products Ltd., Neo Metaliks Ltd. , Visa Energy Ventures Ltd., Bhubaneswar Power Pvt Ltd.	None	None
Memberships / Chairmanships of Committees in the company	Member of Nomination and Remuneration Committee and Stakeholders Relationship Committee	Chairman of CSR Committee and member of Stakeholders Relationship Committee	None
Shareholding in the Company	NIL	NIL	683850 (0.73%)- Promoter
Relationship with other Directors	NIL	NIL	Son of Chairman and Managing Director.

Excludes Directorships in Private Limited Companies, Foreign Companies and Government Companies

Registered Office:
2B, Pretoria Street,
Kolkata-700071

By Order of the Board of Directors
For Kkalpana Industries (India) Limited

Date: 28th Day of May, 2019
Place: Kolkata

Tanvi Panday (ACS- 31176)
Company Secretary

Statement pursuant to Section 102 of The Companies Act, 2013

Item No.4

The Board, on the recommendation of the Audit Committee, at its meeting held on 28th May, 2019, has approved the appointment and recommended the remuneration of M/s D.Sabyasachi & Co, Cost Auditors for conducting the audit of the cost records of the Company for the financial year 2019-20.

In accordance with the provisions of Section 148 of the Act read with the relevant provisions of Companies (Audit and Auditors) Rules, 2014, the remuneration of Rs. 25,000/- plus taxes, as applicable, and out of pocket expenses as payable to the Cost Auditors, was finally recommended by the Board, on the recommendation of Audit Committee, at their respective meetings held on 28th May, 2019. The shareholders of the Company are requested to confirm and approve the said remuneration.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Special Business under Item No. 4 of the Notice convening the Annual General Meeting, for approval of remuneration payable to the Cost Auditors for the financial year ending 31st March, 2020.

The Board recommends the resolution No. 4 of the Notice convening the Annual General Meeting for approval by the members.

None of the Directors and Key Managerial Personnel of the Company, and their relatives are, in any way, concerned or interested, financially or otherwise in the aforesaid resolution except to the extent of their respective shareholdings in the Company. The Proposed Special Business does not relate to or affects any other company (financially or otherwise).

Item No.5

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors appointed Mrs. Ramya Hariharan (DIN 06928511) as Additional Director of the Company, in the recommended category "Independent Director", with effect from 11th February, 2019, pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) and Article 122 of the Articles of Association of the Company.

As an additional director, Mrs. Ramya Hariharan (DIN 06928511) will hold office only upto the date of this Annual General Meeting and is eligible to be appointed as Director. The Company has, in terms of Section 160(1) of the Companies Act, 2013 and Article 142(1) of Articles of Association of the Company, received, in writing, a notice from member, proposing her candidature for the office of Director.

Mrs. Ramya Hariharan (DIN 06928511) has also given declaration to the Board, pursuant to Section 149(7) of the Companies Act, 2013 and Regulation 25(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, that she meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and has also given her consent to act as Director.

Mrs. Ramya Hariharan (DIN 06928511), aged 40 years, is qualified company secretary and has also completed LLB. She has over 16 years of experience in dealing with general corporate matters, mergers and acquisitions, projects, banking and finance and insolvency matters. She is also partner in-charge for the eastern region in a reputed national law firm. She is also on Board of various listed and unlisted companies. The Board is of the opinion that she is a person of integrity, possesses the relevant expertise/ experience and also fulfills the conditions specified in the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment as Independent Director and is independent of the management and that her induction into the Board will be of benefit to the Company and that it will lend an independent and fair view to the decision making process.

Mrs. Ramya Hariharan is not related to any other Director of the Company. A brief profile of Mrs. Ramya Hariharan (DIN: 06928511), including nature of expertise, is provided in the annexure to the Notice, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Given her experience and the Company's adherence to policy on Board Diversity, the Board considers it desirable and in the interest of the Company to have Mrs. Ramya Hariharan (DIN: 06928511) on the Board of Directors of the Company and accordingly recommends the appointment of Mrs. Ramya Hariharan (DIN: 06928511) as Independent Director of the Company for a period of five(5) consecutive years, up to the fifth consecutive AGM of the of the Company to be held in the year 2024, whose period of office shall not be liable to determination by retirement of directors by rotation, as proposed in the resolution no. 5 of the Notice convening the Annual General Meeting, for approval by members.

The terms and conditions of appointment of the above Director shall be open for inspection by the Members, at the Registered Office of the Company, between 10:00am (IST) to 1:00pm (IST) on any working day except Saturday upto the date of meeting and also at the venue during the meeting.

Save and except Mrs. Ramya Hariharan (DIN: 06928511) , none of the Directors and Key Managerial Personnel of the Company, and their relatives are, in any way, concerned or interested, financially or otherwise in the aforesaid resolution except to the extent of their respective shareholdings in the Company. The Proposed Special Business does not relate to or affects any other company (financial or otherwise).

Item No.6

On recommendation of Nomination and Remuneration Committee at its meeting held on 11th February, 2019, the Board of Directors of the Company, at its meeting held on 28th May, 2019, approved re-appointment of Dr. Pranab Ranjan Mukherjee (DIN – 00240758), aged 73 years, as Whole- Time- Director of the Company for a period of 1 (One) year with effect from 01st October, 2019, on the following main terms and conditions:

1. The appointment shall be for a period of One year commencing from 01st October, 2019 as Whole – Time Director.
2. Dr. Pranab Ranjan Mukherjee will be liable to retire by rotation while he continues as a Whole Time Director of the Company.
3. As Whole time Director, Dr. Mukherjee shall perform such duties and exercise such powers as may be entrusted to him, from time to time, by the Managing Director and /or the Board of Directors.
4. In consideration of the performance of his duties to the Company, Dr. Mukherjee shall be entitled to the following remuneration:
 - A. Remuneration:
Salary of Rs. 1,42,857/- (Rupees One Lac Forty Two Thousand Eight Hundred Fifty Seven only) per month.
 - B. Perquisites:
 - I. One month's salary as Ex-gratia per year.
 - II. One month's paid leave per year, which may be encashable in part or in full, as per the Company Rules.
 - C. Gratuity:
As per Company Rules.
5. Minimum Remuneration:
Notwithstanding anything herein contained, where in any financial year during the continuance of the tenure of office of the Whole-Time Director the Company has no profits or its profits are inadequate,

the Company will pay remuneration by way of salary and perquisites, as specified above, as minimum remuneration, subject to the ceiling specified in Schedule V to the Companies Act, 2013 or any amendments thereto.

6. Within the overall ceiling on managerial remuneration prescribed under the Companies Act, 2013, or any statutory modification or re-enactment thereof, the Board of Directors (hereinafter referred to as the "Board" which term shall include any Committee thereof and/or any person authorized by the Board of Directors in this regard) shall in accordance within the statutory limits/ approvals as may be applicable for the time being in force, be at full liberty to add, alter/ revise/modify/amend/change or vary any of the foregoing terms and conditions of the appointment and remuneration, benefits or perquisites, from time to time to which Dr. Pranab Ranjan Mukherjee may be entitled and as may be agreed to by the Board of Directors and Dr. Pranab Ranjan Mukherjee

Mr. Mukherjee (aged 73 years) has been associated with the Company since 2009 and has over 40 years' experience in Plastic and Polymer Industry. He was appointed as Whole Time Director (Technical) for a period of 3(three) years from 01.10.2014 to 30.09.2017 and thereafter for a period of 1 year from 01.10.2017 to 30.09.2018 and as Whole Time Director from 01.10.2018 to 30.09.2019. Pursuant to provisions of Section 196(3), the company cannot appoint/continue the appointment of a Whole Time Director who has attained the age of 70 years unless such appointment is made by passing special resolution. The Board of Directors of your company is of the opinion that his employment with your company will be technically and financially a sound proposition.

Dr. Mukherjee is not related to any other Director of the Company. A brief resume of Mr. Mukherjee as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is set out as Annexure to this Notice.

The special resolution, being Item No. 6 of the notice convening the Annual General Meeting, is intended for the purpose.

The Board of Directors recommend the special resolution for approval of members and accordingly the approval of the members is sought pursuant to the provisions of Section 196,197,198 and other applicable provisions of the Companies Act, 2013 read with Schedule V thereto and rules made thereunder and relevant provisions of the Articles of Association of the Company, for the above reappointment of Dr. Mukherjee as Whole – Time- Director of the Company and payment of remuneration to him.

Save and except Dr. Mukherjee (DIN 00240758), none of the Directors and Key Managerial Personnel of the Company, and their relatives are, in any way, concerned or interested, financially or otherwise in the aforesaid resolution except to the extent of their respective shareholdings in the Company. The Proposed Special Business does not relate to or affects any other company (financial or otherwise).

Item No.7

The Board of Directors had appointed Mr. Dev Krishna Surana (DIN 08357094) as Additional Director of the Company with effect from 11th February, 2019, pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Article 122 of the Articles of Association of the Company.

As an additional director, Mr. Dev Krishna Surana (DIN 08357094) will hold office only upto the date of this Annual General Meeting. In terms of Section 161 and applicable provisions of the Companies Act, 2013, Mr. Dev Krishna Surana (DIN 08357094) being eligible has offered himself for appointment, is proposed to be appointed a director of the Company. Further, On recommendation of Nomination and Remuneration Committee vide Resolution by Circulation dated 20th May, 2019, duly passed on 22nd May, 2019, the Board of Directors of the Company, at its meeting held on 28th May, 2019, approved the appointment of Mr. Dev Krishna Surana (DIN: 08357094), aged 26 years, as Whole- Time- Director of the Company for a period of 5 (One) year with effect from 28th May, 2019, on the following main terms and conditions:

1. The appointment shall be for a period of 5 years commencing from 28th May, 2019 as Whole – Time Director, subject to approval of members of the Company.
2. Mr. Dev Krishna Surana will be liable to retire by rotation while he continues as a Whole – Time Director of the Company.
3. As Whole time Director, Mr. Dev Krishna Surana shall perform such duties and exercise such powers as are entrusted to him, from time to time, by the Managing Director and /or the Board of Directors.
4. He shall report to the Managing Director and be in charge of Marketing, Information Technology (IT), General Administration and Human Resource (HR) functionalities of the Company.
5. In consideration of the performance of his duties to the Company, Mr. Dev Krishna Surana (DIN-08357094) shall be entitled to the following remuneration:

A. Salary:

Rs. 1,00,000/- (Rupees One Lac only) per month in the scale of Rs. 1,00,000- Rs. 25,000-Rs. 2,00,000.

The annual increment, which will be merit based, will be effective from 01st April each year, and the same will be decided by the Nomination and Remuneration Committee and the Board of Directors of the Company.

B. Perquisites:

I. One month's salary as Ex-gratia per year.

II. One month's paid leave per year, which may be encashable in part or in full, as per the Company Rules.

C. Gratuity:

As per Company Rules.

6. Minimum Remuneration:

Notwithstanding anything herein contained, where in any financial year during the continuance of the tenure of office of the Whole-Time Director, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites, as specified above, as minimum remuneration, subject to the ceiling specified in Schedule V to the Companies Act, 2013 or any amendments thereto.

7. Within the overall ceiling on managerial remuneration prescribed under the Companies Act, 2013, or any statutory modification or re-enactment thereof, the Board of Directors (hereinafter referred to as the "Board" which term shall include any Committee thereof and/or any person authorized by the Board of Directors in this regard) shall in accordance within the statutory limits/ approvals as may be applicable for the time being in force, be at full liberty to add, alter/ revise/modify/amend/change or vary any of the foregoing terms and conditions of the appointment and remuneration, benefits or perquisites, from time to time to which Mr. Dev Krishna Surana may be entitled and as may be agreed to by the Board and Mr. Dev Krishna Surana.

Mr. Dev Krishna Surana (aged 26 years) has been associated with the Company in a number of projects in the past and has been working closely with various departments of the Company. He has been actively involved in marketing of company's products and has represented the company in various international marketing events and seminars. He holds experience in Human Resource, Administration and Operational matters and has been the forerunner in implementation of various Information Technology projects in the company on PAN India basis. The Board of Directors of your company is of the opinion that his employment with your company will be technically and financially a sound proposition.

Mr. Dev Krishna Surana is son of Mr. Narrindra Suranna, Chairman and Managing Director of the Company and is also a promoter of the Company. A brief resume of Mr. Surana as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is set out as Annexure to this Notice.

The special resolution, being Item No. 7 of the notice convening the Annual General Meeting is intended for the purpose.

The Board of Directors recommend the special resolution for approval of members and accordingly the approval of the members is sought pursuant to the provisions of Section 196,197,198 and other applicable provisions of the Companies Act, 2013 read with Schedule V thereto and relevant provisions of the Articles of Association of the Company, for the above appointment of Mr. Dev Krishna Surana (DIN: 08357094) as Whole – Time- Director of the Company and payment of remuneration to him.

Save and except Mr. Dev Krishna Surana (DIN 08357094), and Mr. Narrindra Suranna (DIN: 00060127), Chairman and Managing Director and their relatives none of the Directors and Key Managerial Personnel of the Company, and their relatives are, in any way, concerned or interested, financially or otherwise in the aforesaid resolution except to the extent of their respective shareholdings in the Company. The Proposed Special Business does not relate to or affects any other company (financially or otherwise).

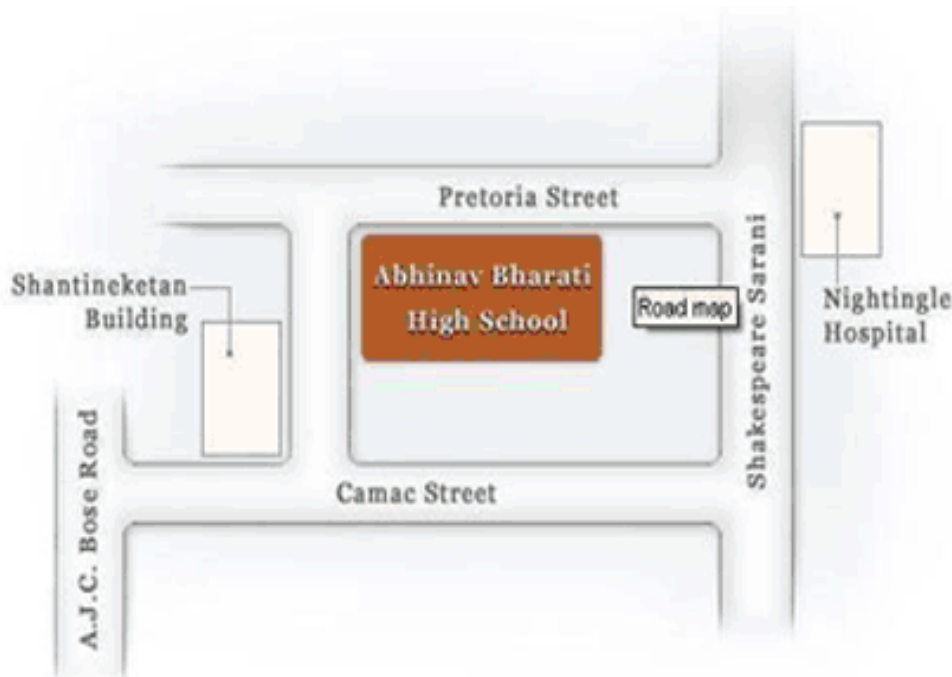
Registered Office:
2B Pretoria Street
Kolkata-700 071

By Order of the Board of Directors
For Kkalpana Industries (India) Limited

28th May, 2019
Place: Kolkata

Tanvi Panday (ACS 31176)
Company Secretary

ROUTE MAP OF AGM VENUE



34TH ANNUAL GENERAL MEETING



I/We hereby record my/our presence at the 34th Annual General Meeting of the Company being held at Gyan Manch Auditorium, 11, Pretoria Street, Kolkata – 700 071 on Friday, the 27th September, 2019 at 10:00 A.M., and at any adjournment thereof.

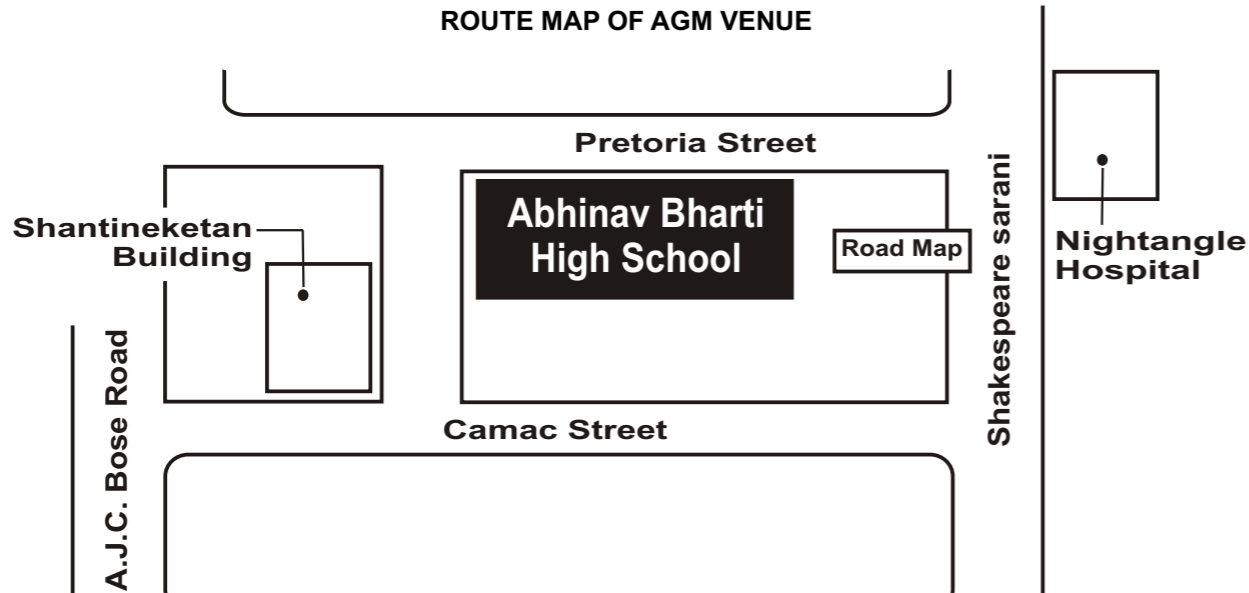
Member's Name: _____ Proxy's Name: _____ Member's / Proxy's Signature: _____

- Notes :**
- A Member / Proxy holder attending the meeting must bring the Attendance Slip to the meeting and hand it over at the entrance, duly filled and signed. Joint holders may obtain additional attendance slip on request.
 - Physical copy of Annual Report for 2018-19 and the notice of the Annual General Meeting inter alia indicating the process and manner of remote e-voting along with Attendance Slip and Proxy Form is being sent to all members in the permitted mode. A Member / Proxy holder attending the meeting should bring copy of Annual Report for reference at the meeting.

REMOTE E-VOTING PARTICULARS

EVEN (Remote E-Voting Event Number)	USER ID	PASSWORD / PIN

ROUTE MAP OF AGM VENUE



[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member (s):	
Registered Address :	
E-mail ID:	
Folio No./Client ID/DPID:	

I/We, being the member(s) of shares of the above named Company, hereby appoint

- Name: _____ Address: _____ E-mail Id: _____ Signature: _____, or failing him;
- Name: _____ Address: _____ E-mail Id: _____ Signature: _____, or failing him;
- Name: _____ Address: _____ E-mail Id: _____ Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 34th Annual General Meeting of the company, to be held on Friday the 27th day of September, 2019 at 10:00 a.m. at Gyan Manch, 11 Pretoria Street, Kolkata – 700 071 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Resolutions	Optional*	
		For	Against
Ordinary Business			
1	To adopt the Standalone and Consolidated Audited Balance Sheets as at 31 st March, 2019, the Statement of Profit & Loss Accounts and Cash Flow Statements for the year ended as on that date and the Reports of the Directors and Statutory Auditors thereon.		
2	To declare dividend of Rs. 0.24p per Equity Share of Rs. 2/- each (i.e @ 12%)		
3	To appoint a Director in place of Dr. Pranab Ranjan Mukherjee (DIN : 00240758), who retires by rotation and being eligible, offers himself for reappointment.		
Special Business			
4	Approval of the Remuneration payable to the Cost Auditors of the Company for the Financial year ended 31 st March, 2020.		
5	Appointment of Mrs. Ramya Hariharan (DIN : 06928511) as Director and also as Independent Director of the Company.		
6	Re-appointment of Dr. Pranab Ranjan Mukherjee (DIN : 00240758) as Whole Time Director of the Company.		
7	Appointment of Mr. Dev Krishna Surana (DIN : 08357094) as Director and also as Whole Time Director of the Company.		

Signed this _____ day of _____ 2019

Signature of shareholder _____

Signature of Proxy holder(s) _____

Affix
Revenue
Stamp

Notes :

- This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- For Resolutions, Explanatory Statements and Notes, please refer to the Notice of 34th Annual General Meeting of the Company.
- *It is optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the, 'For' or 'Against' column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
- Please complete all details including details of Member(s) in above Box before submission.