

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extra Ordinary General Meeting of the members of **KLM Axiva Finvest Limited** will be held on **Friday, March 07, 2025** at 02.30 P..M (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following special businesses:

Special Businesses**1. Enhancement of Authorised Share Capital of the Company to Rs. 500 crores**

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

"RESOLVED THAT pursuant to the provisions of section 61, 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and the rules framed thereunder approval of the members be and is hereby accorded to enhance the authorized share capital of the Company to Rs. 5,00,00,00,000/- (Rupees Five Hundred Crores only) consisting of 50,00,00,000 (Fifty Crore) equity shares of Rs. 10/- (Rupees Ten only) each ranking *pari passu* in all respect with the existing equity shares of the Company.

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

2. Alteration of Memorandum of Association 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 pursuant to the provisions of section 13 and 61 and other applicable provisions of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the rules framed thereunder the approval of the members of the Company be and is hereby accorded to alter the Memorandum of Association (MOA) of the Company by substituting Clause V (a) of MOA with the following clause:

V (a) The authorized share capital of the Company is Rs. 5,00,00,00,000/- (Rupees Five Hundred Crores only) divided into 50,00,00,000 (Fifty Crore) Equity Shares of face value of Rs. 10/- (Rupees Ten only) each with power for the Company to consolidate, convert, sub-divide, reduce or increase the capital and to issue any new shares with any preferential or special rights and conditions attached thereto subject to the provisions of the Companies Act, 2013."

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard."

3. Issue of bonus equity shares

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

“RESOLVED THAT pursuant to the provisions of Sections 52, 63 and all other applicable provisions of the Companies Act, 2013 read with Rule 14 of the Companies (Share Capital and Debentures) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and other applicable regulations, rules and guidelines issued by SEBI and the Reserve Bank of India (“RBI”) from time to time, subject to the provisions of the Articles of Association of the Company and recommendation made by the board of directors of the Company, approval of the members of the Company be and are hereby accorded to the Board of Directors (which term shall include any Committee of the Board) for capitalization of a sum not exceeding 11,29,70,440/- (Rupees Eleven Crore Twenty Nine Lakh Seventy Thousand four Hundred and Forty only) from and out of the securities premium account and Free reserves for the purpose of issue of Bonus equity shares to be credited as fully paid up to the eligible members of the Company, whose name shall appear in the register of members / register of beneficial owners maintained by the Company’s Registrars and Transfer Agents / Depositories as on the record Date in proportion of 1:20 i.e. 1 (One) new fully paid-up Equity Share of Rs. 10/- (Rupees Ten only) each for every 20 (Twenty) fully paid-up Equity Shares of Rs. 10/- (Rupees Ten only) each held on the record Date and that the new bonus equity shares so issued and allotted shall, for all purposes, be treated as an increase in the paid-up capital of the Company held by each such member.

RESOLVED FURTHER THAT the record date for determining the entitlement of the shareholders for the issue of bonus equity shares shall be Friday, March 07, 2025.

RESOLVED FURTHER THAT all such new equity shares so issued, shall upon allotment rank *pari-passu* in all respects and carry same rights with the existing equity shares of the Company.

RESOLVED FURTHER THAT the bonus equity shares so issued shall be in dematerialized form, the bonus equity shares shall be credited to the respective beneficiary account(s) of such member(s) with their respective Depository Participant(s).

RESOLVED FURTHER THAT fractional shares, if any, arising out of the issue and allotment of bonus equity shares, shall be rounded to the lower integer and all fractions of bonus equity shares shall be ignored.

RESOLVED FURTHER THAT the issue and allotment of the bonus equity shares to the extent they relate to Non- Resident Indians (NRIs) and other Foreign Investors, be subject to the approval of RBI or any other regulatory authority, as may be necessary.

RESOLVED FURTHER THAT Mr. Shibu Theckumpurath Varghese (DIN: 02079917), Whole-time Director or any other director of the Company be and are hereby authorized to do all such acts, deeds, things, matters, etc. and to take all such steps as may be

required in this connection as the Board may in its absolute discretion deem fit including seeking all necessary approvals to give effect to aforesaid resolutions and to settle any questions, difficulties or doubts that may arise in this regard and also file and submit necessary e-forms returns, information, etc. to Registrar of Companies, stock exchanges, depositories, registrars and transfer agents and other applicable authorities."

4. Issue of equity shares on preferential basis

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

"RESOLVED THAT subject to the provisions of Section 42 and 62(1)(C) of Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, Rule 13 of The Companies (Share Capital and Debentures) Rules, 2014 and all other applicable provisions, if any, of the Companies Act 2013 and Rules framed thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) as amended from time to time, enabling provisions of the Memorandum and Articles of Association of the Company, the consent, authority and approval of the members be and is hereby accorded to the Board to offer, issue, and allot maximum of 2,63,71,888 (Two Crores Sixty Three Lakhs Seventy One Thousand Eight Hundred and Eighty Eight) equity shares of Rs. 10/- (Rupees Ten only) each at a premium of Rs. 5/- (Rupees Five only) per share i.e., at an issue price of Rs. 15.00/- (Rupees Fifteen only) per share aggregating to Rs. 39,55,78,415/- (Rupees Thirty Nine Crores Fifty Five Lakhs Seventy Eight Thousand Four Hundred and Fifteen only) on preferential basis, to one or more of the persons as identified by the Board of Directors on such terms and conditions and in such manner as may be decided by the Board.

RESOLVED FURTHER THAT the equity shares so issued upon allotment shall be *pari passu* in all respects with the existing equity shares pursuant to the articles of association of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution the Board of Directors of the company or its committees be and is hereby authorised to do all such acts, deeds, things, matters, etc., and to take all steps and give such directions as may be necessary and also to settle all questions or difficulties that may arise in such manner as the Board/Committee in its absolute discretion may deem fit."

For and on behalf of KLM Axiva Finvest Limited

Sd/-

Shibu Theckumpurath Varghese

Whole time Director

DIN: 02079917

Place: Ernakulam

Date: February 07, 2025

Notes:

1. Pursuant to General Circulars No.14/2020 dated April 8, 2020, No.17/2020 dated April 13, 2020, No.20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021, No. 2/2022 dated May 5, 2022, No. 10/2022 dated December 28, 2022 and No.09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (collectively 'MCA Circulars'), the Company is convening the Extra Ordinary General Meeting ('EGM') through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), without the physical presence of the Members at a common venue. Hence, Members can attend and participate in the ensuing EGM through VC/OAVM Further, Securities and Exchange Board of India ('SEBI'), vide its Circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 7, 2023 and other applicable circulars issued in this regard (collectively 'SEBI Circulars'), have provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

In compliance with the applicable provisions of the Companies Act, 2013 ('the Act'), the Listing Regulations and MCA Circulars, the EGM of the Company is being held through VC/OAVM on Friday, the 07th day of March 2025 at 2:30 P.M. (IST). The proceedings of the EGM will be conducted at the Corporate Office of the Company at KLM Grand Estate, Bypass Road, Edappally, Ernakulam, Kerala, India, 682024, which shall be the deemed venue of the EGM.

2. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the EGM through VC/OAVM and cast their votes through e-voting.
3. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited ('NSDL') for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the EGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at <https://klmaxiva.com/stakeholders>. The Notice can also be accessed from the websites of the Stock Exchange i.e., BSE Limited at <https://www.bseindia.com/> and the EGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e., <https://www.evoting.nsdl.com/>.
7. In terms of the MCA Circulars and the relevant SEBI Circulars, the Company is sending this EGM Notice in electronic form only to those Members whose email addresses are registered with the Company/ RTA and/or National Securities Depository Limited ('NSDL') or Central Depository Services Limited ('CDSL').
8. EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.
9. SEBI vide Circular dated July 31, 2023 read with Master Circular dated December 28, 2023, has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market. Pursuant to above mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal <https://smartodr.in/login> and the same can also be accessed through the Company's website at <https://klmaxiva.com/>.
10. Members desirous of inspecting the Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, and other relevant documents referred to in the Notice or Explanatory Statement will be available electronically for inspection by the Members during the EGM. Members may send their requests to secretarial@klmaxiva.com or cs@klmaxiva.com from their registered email addresses mentioning their name, Folio numbers/DP ID and Client ID.
11. As per Section 72 of the Act, members holding shares in physical mode may submit their nomination by submitting SH-13 which can be downloaded from the Company's website at https://admin.klmaxiva.com/uploads/Form_No_SH_13_f6890720fe.pdf members holding shares in demat mode may contact their respective DPs to update the nomination.
12. Since the EGM will be held through VC in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice.
13. CS. Nikhil George Pinto, Partner, M/s. CaesarPintoJohn & Associates LLP, Company Secretaries, Kochi, has been appointed as the Scrutinizer to scrutinize the remote e-Voting process and casting vote through the e-Voting system during the meeting in a fair and transparent manner.
14. The Scrutinizer shall after the conclusion of e-Voting at the EGM, first download the votes cast at the EGM and thereafter unblock the votes cast through remote e-Voting and shall make a consolidated scrutinizer's report of the total votes cast in favour or against, invalid votes, if any, and whether the resolution has been carried or not, and such report shall then be sent to the Chairperson or a person authorized by him, within 48 (forty eight) hours from the

conclusion of the EGM, who shall then countersign and declare the result of the voting forthwith.

15. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company at <https://klmaxiva.com/stakeholders> and on the website of NSDL at <https://www.evoting.nsdl.com/> immediately after the declaration of Results by the Chairperson or a person authorized by him. The results shall also be immediately forwarded to the BSE Limited.
16. All documents referred to in the accompanying Notice and the explanatory statement shall be open for inspection at the Registered and Corporate Offices of the Company during normal business hours (9.00 a.m. to 5.00 p.m.) on all working days except Sundays upto and including the date of the EGM of the Company.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:

1. The remote e-voting period begins Tuesday, March 04, 2025 at 9:00 A.M. (IST) and ends on Thursday, March 06, 2025 at 5:00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, February 28, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, February 28, 2025.

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

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

Step 1: Access to NSDL e-Voting system

A. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the " Beneficial Owner " icon under " Login " which is available under ' IDeAS ' section, this will prompt you to enter your existing User ID and

Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **“Access to e-Voting”** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e., NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com>. Select **“Register Online for IDeAS Portal”** or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
3. 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. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e., your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e., NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
4. Shareholders/Members can also download NSDL Mobile App **“NSDL Speede”** facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

1. Users who have opted for CDSL **Easi / Easiest** facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System **Myeasi** Tab and then user your existing my easi username & password.
2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access

	<p>the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 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. 1800-21-09911

B. Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e., IDEAS, you can log-in at <https://eservices.nSDL.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e., Cast your vote electronically.

4. Your User ID details are given below:

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

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can 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. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- ii. If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "[Forgot User Details/Password?](#)"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional Members/Corporate Members (i.e., other than individuals, HUFs, NRIs, etc.) are required to send a scanned copy (PDF/JPG format) of their respective Board or governing body Resolution, Authorization, etc., authorizing their representative to attend the EGM through VC/OAVM on their behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email to caesarpintojohn@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e., other than individuals, HUFs, NRIs, etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter, etc. by clicking on "Upload Board Resolution/Authority Letter", etc. displayed under "e-voting" tab in their login.
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.: 022 - 4886 7000 or send a request to evoting@nsdl.com.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to secretarial@klmaxiva.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to secretarial@klmaxiva.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **Step 1 (A)** i.e., **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE EGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM through VC/OAVM 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 system in the EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a **speaker** by sending their request in advance **at least 10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at secretarial@klmaxiva.com.
6. The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat

account number/folio number, email id, mobile number at secretarial@klmaxiva.com. These queries will be replied to by the company suitably by email.

7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

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

Item No. 1 & 2: Increase in Authorised Share Capital of the Company and Alteration of MOA of the Company

The Authorised Share Capital of the company currently stands at Rs. 2,50,00,00,000/- (Rupees Two Hundred Fifty crores only) divided into 25,00,00,000 (Twenty Five crore) Equity Shares of Rs. 10/- (Rupees Ten only) each. The Board of directors of the company at their meeting held on February 07, 2025 considered the necessity of new long term capital for facilitating the business operations of the Company. Thus, it was proposed to increase the authorized capital from Rs. 2,50,00,00,000/- (Rupees Two Hundred Fifty crores only) to Rs. 5,00,00,00,000/- (Rupees Five Hundred crores only) divided of 50,00,00,000 (Fifty crore) equity shares of Rs. 10/- (Rupees Ten only) each, which will rank *pari passu* in all respects with existing equity shares.

Consequent to the increase in the authorized capital of the Company the Memorandum of Association (MOA) of the Company is to be suitably altered as set out at Item No. 3 of the accompanying notice.

A copy of MOA with the proposed change shall be available for inspection by the members at the registered and corporate offices of the Company during the business hours.

The provisions of the Companies Act, 2013 require the Company to seek the approval of the members for increase in the authorized share capital and for the alteration of capital clause of the MOA of the Company.

None of the Directors or Key Managerial Personnel and their relatives, are concerned or interested (financially or otherwise) in the resolution set out as item nos. 1 and 2.

The Board of Directors recommends the ordinary resolutions set out at item nos. 1 and 2 of the notice for approval of the Members.

Item No. 3: Issue of Bonus equity shares

The Board of Directors of the Company at their meeting held on February 07, 2025. considered and recommended the issuance of Bonus equity shares to eligible equity shareholders whose names shall appear in the register of members / register of beneficial owners as on the record date, in the proportion of 1:20 i.e., 1 (One) new fully paid-up equity share of Rs. 10/- (Rupees Ten only) each for every 20 (Twenty) fully paid-up equity shares of Rs. 10/- (Rupees Ten only) by capitalization of a sum not exceeding Rs. 11,29,70,440/- (Rupees Eleven Crore Twenty Nine Lakh Seventy Thousand four Hundred and Forty only) from securities premium account and free reserves.

The record date for determining the entitlement of the shareholders for the issue of bonus equity shares shall be Friday, March 07, 2025.

After the allotment of Bonus issue the Shareholding pattern of the Company shall be as under:

Category of Investors	Pre- Bonus issue holding		Post- Bonus issue holding		
	No. of Shares	% of the Capital	Bonus Shares	No. of Shares	% of the Capital
Promoter and Promoter Group	9,56,15,700	42.32	47,80,787	10,03,96,487	42.32
Public Shareholding	13,03,25,176	57.68	65,16,844	13,68,42,020	57.68
Total	22,59,40,876	100	1,12,97,631	23,72,38,507	100

The Bonus Shares, from the date of allotment thereof, shall rank *pari passu* in all respect with the existing equity shares of the Company. No Letter of allotment shall be issued in relation to the said Bonus Shares. Instead, the respective beneficiary accounts will be credited for the Bonus Shares, or such shareholders who hold the existing equity shares in dematerialized/ electronic form, within the prescribed period.

As per provisions of Section 63 of the Companies Act, 2013 read with rule 14 of the Companies (Share Capital and Debentures) Rules, 2014 and Articles 38 & 39 of the Articles of Association of the Company approval of the members shall be sought for issue of bonus equity shares. Accordingly, the Board of Directors recommends the ordinary resolution set out at item no. 3 of the notice for the approval of the members of the Company.

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested (financially or otherwise) in the said resolution, except to the extent of their shareholding, including the shares held by their relatives, and their entitlement for issue of bonus equity shares.

Item No. 4: Issue of equity shares on preferential basis

The Board of Directors at their meeting held on February 07, 2025 proposes to increase its capital base by way of private placement of equity shares to the persons identified by the Board for the purpose of onward lending, financing and repayment/prepayment of principal and interest on existing borrowings and for general corporate purposes.

In view of the requirement of section 42 and 62(1)(C) of the Companies Act, 2013 and the above said rules made hereunder, the Company has to seek approval of members at the general meeting by way of special resolution.

The Company submits the following information for taking appropriate decision for approval of the proposed resolution as set out in the item no. 4 of the notice of the meeting by way of Special Resolution:

Additional disclosures required to be furnished as per the Companies (share capital and debentures) rules, 2014 & the Companies (prospectus and allotment of securities) rules, 2014

are as under:

a) Particulars of the offer including date of passing of board resolution:

The equity shares are issued on private placement basis and the shares so issued shall upon allotment have the same rights of voting as the existing equity shares and be treated for all purposes *pari-passu* with the existing equity shares of the Company.

The date of passing board resolution is February 07, 2025.

b) Kind of securities offered and the price at which security is being offered:

The Company intends to offer, issue, and allot maximum of 2,63,71,888 (Two Crore Sixty Three Lakhs Seventy One Thousand Eight Hundred and Eighty Eight) equity shares of Rs. 10/- (Rupees Ten only) each at a premium of Rs. 5/- (Rupees Five only) per share i.e., at an issue price of Rs. 15.00/- (Rupees Fifteen only) per share.

c) Basis or justification for the price (including premium, if any) at which the offer or invitation is being made:

The issue price of Rs. 15.00/- (Rupees Rupees Fifteen only) is arrived at on the basis of valuation report by registered valuer CA Saji Sebastian, (Membership No. IBBI/RV/06/2019/11428) dated February 04, 2025.

d) Name and address of valuer who performed valuation:

CA Saji Sebastian, (Membership No. IBBI/RV/06/2019/11428) registered valuer - Securities and Financial Asset, having his office at 3rd Floor, EAK Tower, Panampilly Nagar, Ernakulam-36.

e) Amount which the company intends to raise by way of such securities:

Rs. 39,55,78,415/- (Rupees Thirty Nine Crores Fifty Five Lakhs Seventy Eight Thousand Three Thousand Four Hundred and Fifteen only).

f) Material terms of raising such securities:

Ranking *pari passu* with existing with equity shares on all aspects.

g) Objects of the Issue:

For the purpose of onward lending, financing and repayment/prepayment of principal and interest on existing borrowings and General Corporate Purposes.

h) Total number of securities to be issued:

The Company intends to offer, issue, and allot maximum of 2,63,71, 888 (Two Crore Sixty Three Lakhs Seventy One Thousand Eight Hundred and Eighty Eight) equity shares.

i) Price at which the allotment is proposed:

The price at which allotment of equity shares on private placement is proposed is Rs. 15.00/- (Rupees Fifteen only) per share.

j) Basis on which the price has been arrived at along with report of the registered valuer:

The issue price of Rs. 15.00/- is arrived at on the basis of valuation report by registered valuer CA Saji Sebastian, (Membership No. IBBI/RV/06/2019/11428) dated February 04, 2025.

k) The relevant date with reference to which the price has been arrived at:

The relevant date is 31st March 2024.

l) The class or classes of persons to whom the allotment is proposed to be made:

Identified persons as determined by the Board of Directors of the Company.

m) Intention of promoters, directors or key managerial personnel to subscribe to the offer:

The Promoter and Directors, intent to participate in the proposed preferential issue of shares.

The KMPs or their relatives do not intent to participate in the proposed preferential issue of shares.

n) The proposed time within which the allotment shall be completed:

The allotment will be completed within 60 days from the receipt of the application money.

o) The names of the proposed allottees and the percentage of post preferential offer capital that may be held by them:

Sl. No.	Name of the proposed persons	Number of shares offered	Existing holding	Percentage of post preferential offer capital held*
1	ENTE NAADU MULTI STATE AGRO COOPERATIVE SOCIETY	30,00,000	43,64,800	2.92
2	SHIBU T VARGHESE	15,00,000	3,85,78,044	15.88
3	BIJI SHIBU	15,00,000	2,63,50,845	11.04
4	ANIL K GEORGE	8,30,000	4,33,625	0.50
5	ROY ABRAHAM	5,66,667	1,22,210	0.27
6	JOSEPH ANTONY V	5,00,000	-	0.20
7	SHYAM BHASKARAN	4,50,000	1,29,130	0.23
8	ITTOOP K O	3,33,334	13,62,900	0.67

9	GEORGE KURIAPE	3,00,000	-	0.12
10	SIMI GIJO	3,00,000	2,66,111	0.22
11	JOHN GEORGE	3,00,000	4,01,019	0.28
12	GEENA ABEY	3,00,000	-	0.12
13	K PRATHAPACHANDRAN NAIR	2,50,000	1,90,575	0.17
14	KOLENCERIL AVARA JOSE	2,50,000	11,35,500	0.55
15	ANISH JOHN	2,00,000	1,21,000	0.13
16	DR REJI MATHEW	2,00,000	2,48,050	0.18
17	JACOB T ABRAHAM	2,00,000	63,525	0.10
18	ACUMEN CAPITAL MARKET	2,00,000	-	0.08
19	MAMPILLY JOHN BABY	2,00,000	8,52,500	0.42
20	ANNIE POULOSE	2,00,000	63,525	0.10
21	REJI KURIAKOSE	1,66,667	23,06,531	0.98
22	DAISY JOSE	1,66,667	-	0.07
23	A M MOHAN	1,66,666	60,500	0.09
24	MOHANAN S	1,66,666	-	0.07
25	JOY K MATHEW	1,66,666	-	0.07
26	JAYAGOPAL V	1,66,666	-	0.07
27	JOHNY V I	1,50,000	-	0.06
28	THOMAS CHAKIRIYIL	1,50,000	57,750	0.08
29	S SREERAG	1,40,000	-	0.06
30	CHACKO C V	1,40,000	3,74,090	0.20
31	ANTONY M G	1,33,333	-	0.05
32	RAJEEV SANKAR NARAYAN	1,00,000	63,525	0.06
33	KULANGARA MATHEW ABRAHAM	1,24,800	2,75,200	0.16
34	C J JOHN	1,20,000	99,825	0.09
35	WILSON FRANCIS	1,10,000	2,05,000	0.12
36	RINY PAUL KIRIANTHAN	1,06,667	-	0.04
37	MIDHUN ITTOOP	1,00,000	5,77,500	0.27
38	SIMI A S	1,00,000	-	0.04
39	ANUSHA DURGARAO NAIK	1,00,000	1,00,000	0.08
40	SHAIBY JACOB	1,00,000	-	0.04
41	BIJOY DEVASSIKUTTY	1,00,000	20,000	0.05
42	ELSIE K P	1,00,000	2,06,849	0.12
43	KAMALAKSHAN M K	1,00,000	50,000	0.06
44	ELDHO V ALUKKA	1,00,000	6,600	0.04
45	C A SALI	1,00,000	32,400	0.05

46	CICILY THOMAS	1,00,000	-	0.04
47	K X THOMAS	1,00,000	2,10,000	0.12
48	VIJAYADAS S	1,00,000	1,10,000	0.08
49	V K JOSEPH	1,00,000	-	0.04
50	A K VARGHESE	1,00,000	-	0.04
51	SREEKUMAR P P	1,00,000	10,000	0.04
52	LIJO SOLOMON	1,00,000	-	0.04
53	SMITHA JOSE AKKARA	1,00,000	6,50,633	0.30
54	JOBIN TOM	1,00,000	50,820	0.06
55	SUNNY GEORGE	1,00,000	1,59,500	0.10
56	JOSEPHINE EMMANUEL	1,00,000	55,000	0.06
57	VARGHESE JOSE KOOMULLIL	1,00,000	-	0.04
58	ANIL GEORGE	1,00,000	-	0.04
59	RAJAGOPAL G	1,00,000	-	0.04
60	VINOD KUMAR T K	1,00,000	-	0.04
61	JOSE T O	1,00,000	-	0.04
62	SHAJI K HASSAN	1,00,000	-	0.04
63	SHABIN ELLIAS	1,00,000	-	0.04
64	ELDHOSE K C	1,00,000	-	0.04
65	ANUPA ELIZABETH PHILIP	1,00,000	-	0.04
66	LATHA VIJAYAKUMAR	1,00,000	-	0.04
67	JEO V C	1,00,000	-	0.04
68	P U ZACHARIA	1,00,000	-	0.04
69	ASWATHI V S	1,00,000	1,37,500	0.09
70	THEKKEKUNNEL VARKEY ANTONY	1,00,000	-	0.04
71	ROBY ALEX	1,00,000	-	0.04
72	JINU P PHILIP	1,00,000	-	0.04
73	CHINNAMMA MATHAI	1,00,000	-	0.04
74	AJITH MATHEW	1,00,000	-	0.04
75	PRIYATH SAJI	1,00,000	-	0.04
76	SCARIA M T	1,00,000	-	0.04
77	BABY GEORGE	1,00,000	44,000	0.06
78	PRAVEEN K R	1,00,000	2,02,400	0.12
79	MEERA T A	1,00,000	-	0.04
80	SARATH K	1,00,000	-	0.04
81	MARIAMMA JACOB	1,00,000	-	0.04
82	V K JACOB	1,00,000	-	0.04

83	JOE ALEX	1,00,000	-	0.04
84	AYUS AUGUSTINE AUGUSTINE	1,00,000	-	0.04
85	SIBI VARKEY	1,00,000	-	0.04
86	BABURAJAN A V	1,00,000	2,42,550	0.14
87	SREENIVASAN CR	1,00,000	-	0.04
88	JEE JOHN	1,00,000	-	0.04
89	JAYASREE J	1,00,000	55,055	0.06
90	K N UNNIKRISHNAN NAIR	1,00,000	-	0.04
91	SHINO GEORGE	1,00,000	-	0.04
92	KUNJAMMA M M	1,00,000	-	0.04
93	T L JOHNSON	1,00,000	-	0.04
94	BAGIO SEBASTIAN	1,00,000	-	0.04
95	ANCY PAUL	1,00,000	-	0.04
96	SURENDRAN N	1,00,000	-	0.04
97	BINDU SUNIL	1,00,000	-	0.04
98	JUGAL JOHNSON	1,00,000	-	0.04
99	C I JOSE	1,00,000	-	0.04
100	THOMAS K SEBASTIAN	1,00,000	-	0.04
101	JOSE PAUL	1,00,000	6,79,140	0.31
102	ANJU GEORGE	1,00,000	-	0.04
103	NIDHIN ALEYS	1,00,000	66,700	0.07
104	K C ALEYS	1,00,000	-	0.04
105	SIMI JOSE	1,00,000	1,27,050	0.09
106	SHINE PAUL	1,00,000	1,27,050	0.09
107	AJU K MATHEW	1,00,000	-	0.04
108	AMMINI ALEYS	1,00,000	63,525	0.06
109	VIVEK MOHAN	1,00,000	-	0.04
110	K J JOSEPH	1,00,000	55,000	0.06
111	S SUDHARSHAN KUMAR	1,00,000	-	0.04
112	ROSAMMA GEORGE	1,00,000	1,21,000	0.09
113	GEORGE JOSEPH	90,000	-	0.04
114	MERIN CHACKO	85,700	-	0.03
115	JOSEY JOSE	75,000	-	0.03
116	ANNAMMA GEORGE	75,000	-	0.03
117	JAYANTHI RAMACHANDRAN NAIR	73,333	64,000	0.05
118	AJITH BOANY	70,000	-	0.03
119	JOSE PHILIP	70,000	-	0.03

120	EVA BUBY THARAKAN	70,000	-	0.03
121	SHANTO THOMAS	70,000	-	0.03
122	POULOSE	70,000	-	0.03
123	SAJI PRASAD S	67,000	-	0.03
124	V C GEORGEKUTTY	1,00,000	-	0.04
125	ABBY ISSAC	66,700	-	0.03
126	REGINI K KUNJOONJU	66,670	-	0.03
127	CHANDYKUNJU T C	66,670	-	0.03
128	JOSEPH CYRIAC	66,670	-	0.03
129	SOUMYA MARKOSE	66,666	61,600	0.05
130	JOY P JACOB	66,666	63,525	0.05
131	SAIBY K MARKOSE	66,666	-	0.03
132	MANI K I	66,666	-	0.03
133	JAMES THOMAS	66,666	-	0.03
134	POULOSE A V	66,666	-	0.03
135	BABU V I	66,000	-	0.03
136	RAPHEL P P	60,000	-	0.02
137	K P THOMAS	55,000	-	0.02
138	GIFTY FRANCIS	53,350	1,66,650	0.09
139	JACOB KOSHY	50,000	24,000	0.03
140	REETHU THOMAS	50,000	-	0.02
141	MARY THOMAS	50,000	52,000	0.04
142	RAPHY THACHIL	50,000	-	0.02
143	SOMAN V H	50,000	1,90,575	0.10
144	DILEEPKUMAR PS	50,000	-	0.02
145	ABRAHAM VAIDYAN	50,000	63,525	0.04
146	GEORGE TOM	50,000	-	0.02
147	TOMY VARGHESE	50,000	-	0.02
148	JACOB OOMMEN	50,000	40,833	0.04
149	SUJA TOMY	50,000	1,56,480	0.08
150	BIJU PHILIP	50,000	-	0.02
151	MADHU P	50,000	63,525	0.04
152	MATHEWS K V	50,000	1,18,525	0.07
153	BALAKRISHNAN NAIR S	50,000	5,000	0.02
154	SRUTHI V	50,000	-	0.02
155	SHYLAJAN K	50,000	-	0.02
156	SASIDHARAN NAIR N	50,000	-	0.02

157	KAVITHA L	50,000	-	0.02
158	JOE MATHEW	50,000	-	0.02
159	JITHIN THOMAS	50,000	-	0.02
160	ZEENATH SUGATHAN	50,000	77,595	0.05
161	KOSHY ABRAHAM	50,000	-	0.02
162	GOPI C V	50,000	-	0.02
163	SAJAN V JAMES	50,000	-	0.02
164	DILAN JACOB	50,000	-	0.02
165	STELLA ANTONY K	50,000	-	0.02
166	MUKALATH KURIAKOSE PAULOSE	50,000	25,410	0.03
167	SIMON MATHEW	50,000	2,52,357	0.12
168	EDWARD GEORGE	50,000	63,525	0.04
169	LIGY VARGHESE	50,000	-	0.02
170	GEORGE JOSEPH	50,000	-	0.02
171	RAMESHAN K	50,000	-	0.02
172	MOHAMMED MUSTHAFA	50,000	84,480	0.05
173	JAIN VELIATH JAMES	50,000	-	0.02
174	ROJAN JAMES	50,000	-	0.02
175	SHINY ALIAS	50,000	-	0.02
176	MATHEW JACOB	50,000	-	0.02
177	ANILA THOMAS	50,000	56,550	0.04
178	C GEORGE VARGHESE	50,000	-	0.02
179	THOMAS KAVALAKAT	50,000	-	0.02
180	RATANAM VIKRAMAN	50,000	-	0.02
181	REJI EMMANUEL	50,000	-	0.02
182	SAVIO S SAAJ	50,000	-	0.02
183	CHACKO T V	50,000	-	0.02
184	RAJU RAVEENDRAN SUSEELA	50,000	-	0.02
185	RANJITH V	50,000	-	0.02
186	VIJAYASANKAR C N	50,000	-	0.02
187	GEORGE ANDREWS	50,000	-	0.02
188	MOHANAN K M	50,000	-	0.02
189	SUNILKUMAR A K	50,000	-	0.02
190	T V GOPALAKRISHNAN	50,000	-	0.02
191	ANISH T S	50,000	-	0.02
192	SUNNY M PAUL	50,000	25,207	0.03
193	SANDHYA O	50,000	-	0.02

194	JISHA JOSEPH	50,000	-	0.02
195	PRANAV N SAJI	50,000	-	0.02
196	JOSHY ABRHAM	50,000	-	0.02
197	JERMY ITTY SONY	50,000	-	0.02
198	HIMA JITHESH	50,000	-	0.02
199	ANITHA HARIKARAN	50,000	-	0.02
200	ANNAMMA ANDREWS	50,000	63,525	0.04
Total No. equity shares offered		2,63,71,888		

*Bonus issue the proportion of 1:20 as specified in item no. 1 is not considered while calculating the post issue shareholding.

p) The change in control, if any, in the company that would occur consequent to the preferential offer:

No change in control of the management of the Company is intended or expected to consequent to the preferential offer.

q) The number of persons to whom allotments equity shares on preferential basis have already been made during the year, in terms of number of securities as well as price:

During the financial year 2024-25 the company has not offered issue or allotted equity shares on preferential basis to any person.

r) The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:

Not Applicable.

s) The pre issue and post issue shareholding pattern of the company:

Sl. No.	Category	Pre Issue*		Post Issue*	
		No of Shares held	% of share holding	No of Shares held	% of share holding
A.	Promoters' holding:				
1.	Indian:				
	Individual	2,63,50,845	11.66	2,78,50,845	11.04
	Bodies Corporate	0	0	0	0
	Sub Total	2,63,50,845	11.66	2,78,50,845	11.04
2.	Foreign Promoters	0	0	0	0

	Sub Total (A)	2,63,50,845	11.66	2,78,50,845	11.04
B.	Non-Promoters' holding:				
1.	Institutional Investors	0	0	0	0
2.	Non-Institution:				
	Private Corporate Bodies	0	0	0	0
	Directors and Relatives	6,92,64,855	30.66	7,07,64,855	28.04
	Indian Public	12,85,10,056	56.87	15,18,81,944	60.20
	Others (Including NRIs)	18,15,120	0.80	18,15,120	0.72
	Sub Total (B)	19,95,90,031	88.34	22,44,61,919	88.96
	Grand Total (A+B)	22,59,40,876	100	25,23,12,764	100

**Bonus issue the proportion of 1:20 as specified in item no. 1 is not considered while calculating the pre and post issue shareholding*

All documents with regard to the preferential issue shall available for inspection by the members at the Corporate Office of the Company during business hours.

The provisions of the Companies Act, 2013 require the Company to seek the approval of the members to issue securities on private placement basis. So, the Board of Directors accordingly recommended the resolutions set out in item no. 4 for the approval of the members.

The Promoter, Directors, and their relatives are interested in the proposed resolution to the extent of their shareholding and the shares offered to them. None of the KMPs or their relatives are concerned or interested (financially or otherwise) in the resolution set out in item no. 4.