



KILITCH DRUGS (INDIA) LIMITED

## Kilitch Drugs (India) Limited

CIN: L24239MH1992PLC066718

**Registered Office:** C-301/2, M.I.D.C. TTC Industrial Area, Pawane Village,  
Navi Mumbai - 400 705.

**Tel:** 022 61214100 **Website:** www.kilitch.com

**E-mail:** pushpanyoupane@kilitch.com

### **NOTICE**

Notice is hereby given that the 30<sup>th</sup> Annual General Meeting of **Kilitch Drugs (India) Limited** will be held on Thursday, 29<sup>th</sup> September, 2022 at 10:00 am through Video Conferencing (VC) or Other Audio Visual Means (OAVM) to transact the following business:

#### **Ordinary Business:**

1. To receive, consider, approve and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2022, together with the Report of the Board of Directors and Auditors thereon;
2. To re-appoint Mr. Bhavin Mehta (DIN: 00147895), who retires by rotation and being eligible, offers himself for re-appointment.

#### **Special Business:**

#### **3. To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 13, 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, consent of the members of the Company be and is hereby accorded to increase in Authorized Share Capital of the Company from Rs. 20,00,00,000/- (Rupees Twenty Crore only) divided into 2,00,00,000 (Two Crore) Equity Shares of Rs. 10/- (Rupees Ten only) each to Rs. 25,00,00,000 (Rupees Twenty Five Crore only) divided into 2,50,00,000 (Two Crore Fifty Lakh) Equity Shares of Rs. 10/- each (Rupees Ten only).

**RESOLVED FURTHER THAT** the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under:

“V. The Authorized share capital of the company is INR 25,00,00,000 (Indian Rupees Twenty Five Crore only) divided into 2,50,00,000 (Two Crore Fifty Lakh) equity shares of INR 10/- (Indian Rupees Ten only) each with power of the company to increase or reduce the capital and the shares in the capital for the time being into several classes and to attach thereto respectively such preferential differed qualified or special rights, privileges or conditions and to vary or modify or abrogate

any such rights, privileges or conditions as may for the time being be provided by the regulations of the company and to issue any part of its capital original or increased with or without any preference priority or special privileges or subject to any postponement of any conditions or restrictions and that unless the conditions of issue shall otherwise expressly declare every issue of share whether declared to preference or otherwise shall be subject to the power herein before contained.”

**RESOLVED FURTHER THAT** any Director or Company Secretary of the Company be and is hereby, severally, authorized to do all such act(s), deed(s) and things including all forms, documents filing with Ministry of Corporate Affairs (MCA) as may be necessary and incidental to give effect to the aforesaid Resolution.”

#### **4. to ratify the remuneration to Cost Auditor of the Company**

“**RESOLVED THAT** pursuant to Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of INR 60,000 (Indian Rupees Sixty Thousand) plus applicable taxes and reimbursement of out-of-pocket expenses payable to M/s Arvind Kumar & Co. Cost Accountants (Firm Registration No. 000646), who have been appointed by the Board of Directors on the recommendation of the Audit Committee, as the Cost Auditors of the Company, to conduct the audit of the cost records maintained by the Company for the Financial Year ending 31<sup>st</sup> March, 2023.”

**RESOLVED FURTHER THAT**, the Board of the Directors and/or Company Secretary of the Company be and is hereby severally authorised to settle any question, difficulty or doubt that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

Place : Mumbai  
Date: 10<sup>th</sup> August, 2022  
Regd. Office: C-301/2, M.I.D.C.,  
TTC Industrial Area, Pawane  
Village, Navi Mumbai - 400 705.

By order of the Board  
For **Kilitch Drugs (India) Limited**

sd/-

**Pushpa Nyoupane**  
Company Secretary



## NOTES:

1. Explanatory Statement setting out the material facts concerning each item of Special Business to be transacted at the General Meeting pursuant to Section 102 of the Companies Act, 2013, is annexed hereto and forms part of the Notice.

The relevant details pursuant to Regulation 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India in respect of Directors seeking appointment/re-appointment at this Annual General Meeting are also mentioned.

2. In view of the COVID-19 pandemic, the Ministry of Corporate Affairs, Government of India ("MCA") issued General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021 and 21/2021 dated 8<sup>th</sup> April 2020, 13<sup>th</sup> April 2020, 5<sup>th</sup> May 2020, 13<sup>th</sup> January 2021, 8<sup>th</sup> December 2021, 14<sup>th</sup> December 2021 and 5<sup>th</sup> May, 2022, respectively, ("MCA Circulars") allowing, inter-alia, conduct of AGMs through Video Conferencing/Other Audio-Visual Means ("VC/OAVM") facility on or before 31<sup>st</sup> December 2022, in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No. 20/2020.

In compliance with these Circulars, provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company is convening the 30<sup>th</sup> AGM through Video Conferencing ('VC') or Other Audio-Visual Means ('OAVM'), without the physical presence of the Members.

The Annual Report including Financial Statements, Auditor's Report, Board Report, Notice of AGM along with all the annexure and attachments thereof is being sent through email to those members whose email addresses are registered with the Company / Depositories and no physical copy of the same will be sent by the Company. Member may please note that the Notice and Annual Report of the Company for the financial year 2021-22 will also be available on the Company's website at [www.kilitch.com](http://www.kilitch.com) and website of the stock exchanges.

3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through Video Conferencing or Other Audio Visual means, physical attendance of Members has been dispensed with. Accordingly, Attendance Slip and Proxy Form are not annexed to this Notice. 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 30<sup>th</sup> AGM through VC/OAVM and cast their votes through e-voting.

4. The Company's Registrar and Share Transfer Agents (RTA) are: Link Intime India Private Limited having its office at C - 101, 247 Park, LBS Marg, Vikhroli (West), Mumbai - 400083, Maharashtra India. Tel: 022 49186000

5. The members who have not yet registered their e- mail ids with the Company may contact **Link Intime India Private Limited**, on [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in) or 022- 49186000 for registering their e-mail ids before Wednesday, 21<sup>st</sup> September, 2022. The Company shall send the Notice to such members whose e-mail ids get registered within the aforesaid time enabling them to participate in the meeting and cast their votes. If there is any change in the e-mail ID already registered with the Company, members are requested to immediately notify such change to the Company or its RTA in respect of shares held in physical form and to DPs in respect of shares held in electronic form.

6. Members holding shares in the same set of names under different ledger folios are requested to apply for consolidation of such folios along with share certificates to the Company.

7. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from 1<sup>st</sup> April, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrar and Share Transfer Agents, Link Intime India Private Limited for assistance in this regard.

8. Members holding shares in physical form are requested to consider converting their holdings to dematerialised form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or RTA for assistance in this regard.

9. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their Demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned depository participant and holdings should be verified.



10. 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 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 or RTA.

11. The Company has designated pushpanyoupane@kilitch.com e-mail id for quick redressal of shareholders/investors grievances.

12. In accordance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto and applicable provisions of the SEBI Listing Regulations, the Company has engaged the services of **Link Intime India Private Limited** to provide the facility of voting through electronic means to the members to enable them to cast their votes electronically in respect of all the businesses to be transacted at the aforesaid Meeting.

13. The **Register of Members and Share Transfer Books of the Company shall remain closed from Thursday, 22<sup>nd</sup> September, 2022 to Thursday, 29<sup>th</sup> September, 2022** (both days inclusive).

14. Members are requested to note that dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company are liable to be transferred to the Investor Education and Protection Fund. The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. Once the amount and shares are transferred by the Company to IEPF, no claim thereof shall lie against the Company. In view of this, members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority in Form No. IEPF - 5 available on [www.iepf.gov.in](http://www.iepf.gov.in).

15. All the members wishing to ask the questions during the 30<sup>th</sup> Annual General Meeting of the Company shall forward them to the corporate office of the Company at 37, Ujagar Industrial Estate, W. T. Patil Marg, Deonar, Mumbai - 400088.

16. The Register of Directors and Key Managerial Personnel and their shareholding and Register of Contracts arrangement in which the directors are interested will be available for inspection by the members at the AGM.

17. The Company is providing facility for voting by electronic

means (e-voting) through an electronic voting system which will include remote e-voting as prescribed by the Companies (Management and Administration) Rules, 2014 as presently in force and the business set out in the Notice shall be transacted through such e-voting facility.

18. The facility of e-voting through the same portal provided by **Link Intime India Private Limited** will be available during the Meeting through VC also to those Members who do not cast their votes by remote e-voting prior to the Meeting. Members, who cast their votes by remote e-voting, may attend the Meeting through VC but shall not be entitled to cast their votes once again.

19. Voting rights of the members for voting through remote e-voting or e-voting system provide in the Meeting itself shall be in proportion to shares of the paid-up equity share capital of the Company as on the **cut-off date i.e. Wednesday, 21<sup>st</sup> September, 2022**. A person, whose name is recorded in the Register of Members or in the Register of Beneficial owners (as at the end of the business hours) maintained by the depositories as on the cut-off date shall only be entitled to avail the facility of remote e-voting or e- voting facility to be provide in the Meeting. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names shall be entitled to vote.

20. The remote **e-voting facility shall commence on Sunday, 25<sup>th</sup> September, 2022 (9:00 a.m. IST) and ends on Wednesday, 28<sup>th</sup> September, 2022 (5:00 pm IST)**. The e- voting Module shall be disabled by Link Intime India Private Limited for voting thereafter. Once the vote on a resolution is cast by a member, it cannot be changed subsequently.

21. The Scrutiniser (Deep Shukla & Associates, Company Secretaries) shall, immediately after the conclusion of voting at the AGM, will first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and will make, not later than 48 hours from the conclusion of the AGM, a consolidated scrutiniser's report of the total votes cast in favour or against, if any, to the Chairperson or a person authorised by him in writing who shall countersign the same. The Chairperson or a person authorised by him in writing will declare the results of voting forthwith.

22. The voting results declared along with the report of the scrutinizers shall be placed on the Company's website at [www.kilitch.com](http://www.kilitch.com) and on the website of Link Intime India Private Limited immediately after the result is declared by the Chairman and simultaneously communicated to the Stock Exchanges.

23. Corporate members intending to send their authorized



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representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

24. Nomination Facility: As per the provisions of Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, as amended, Members holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company's Registrar and Share Transfer Agent. In respect of shares held in dematerialized form, the nomination form may be filed with the respective Depository Participant.

25. Members attending the AGM through Video Conferencing / Other Audio Visual Mode shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

26. Since the AGM will be held through Video Conferencing / Other Audio Visual Mode, the Route Map is not annexed in this Notice.

27. In order to exercise strict control over the transfer documents, members are requested to send the transfer documents/ correspondence, if any, directly to:

**UNIT: KILITCH DRUGS (INDIA) LIMITED**

**CC: Link Intime India Private Limited**

**Registrar & Share Transfer Agent**

C 101, 247 Park, L.B.S.Marg,

Vikhroli (West), Mumbai - 400083.

Tel: 022- 49186000; Fax: 022-49186060

## **Explanatory statement pursuant to section 102 of the Companies Act, 2013**

### **Item No: 3**

The present Authorised Share Capital of the Company is Rs. 20,00,00,000 (Rupees Twenty crore) comprising of 2,00,00,000 (two crore) Equity Shares of Rs.10/- each. Considering the increased fund requirements of the Company, the Board at its Meeting held on 10<sup>th</sup> August, 2022, had accorded its approval for increasing the Authorised Share Capital from Rs. 20,00,00,000 (Rupees Twenty crore) to Rs. 25,00,00,000 (Rupees Twenty Five Crore), subject to shareholders approval.

It is therefore proposed to increase the Authorised Share Capital of the Company from Rs. 20,00,00,000 (Rupees Twenty crore) to Rs. 25,00,00,000 (Rupees Twenty Five Crore) comprising of 2,50,00,000 equity share of Rs.10/- each ranking pari passu with the existing Equity Shares in all respects as per the Memorandum and Articles of Association of the Company.

Consequently, Clause V of the Memorandum of Association would also require alteration so as to reflect the changed Authorised Share Capital.

The proposal for increase in Authorised Share Capital and amendment of Memorandum of Association of the Company requires approval of members at a general meeting.

The consent of the members is, therefore, being sought for passing the resolution mentioned in item no. 3 of the notice as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, are in any way concerned or interested, financially or otherwise in the said resolution.

### **Item No: 4**

The Board of Directors of the Company ('the Board') at the meeting held on 10<sup>th</sup> August, 2022, on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s Arvind Kumar & Co. Cost Accountants (Firm Registration No. 000646), as a Cost Auditor, to conduct audit of Cost Records maintained by the Company for the financial year 2022-23.

In terms of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration of the Cost Auditor needs ratification by the Members.

None of the Directors and Key Managerial Personnel of the Company, or their relatives, is interested in these Resolutions. The Board recommends these Resolutions for your approval.

For & on behalf of Board of Directors of  
**Kilitch Drugs (India) Limited**

Sd/-

**Pushpa Nyoupane**  
**Company Secretary**

Place: Mumbai

Date: 10<sup>th</sup> August, 2022

Registered Office:

C-301/2, M.I.D.C. TTC Industrial Area,

Pawane Village, Navi Mumbai: 400 705



**Annexure to Notice**  
**Details of Directors seeking appointment/re-appointment at the Annual General Meeting**

[In pursuance of Clause 36 (3) of the SEBI (Listing Obligations  
and Disclosure Requirements), Regulations, 2015]

Name of Director	Mr. Bhavin Mehta
Date of Birth	30/09/1976
Actual date of Appointment	29/09/2007
Qualifications	Post Graduate Diploma in Management & Bachelor of Pharmaceutical Sciences,
Expertise in Specific Functional Area	25 years of experience in pharmaceutical industry with good command over international market
Directorships held in other listed companies (As on 31 <sup>st</sup> March, 2022)	NIL
Chairmanships/ Memberships of the Committees of the Board of Directors of other listed companies (As on 31 <sup>st</sup> March, 2022)	NIL
Shareholding of Directors (As on 31 <sup>st</sup> March, 2022)	20,02,416 equity shares (12.85 %)
Relationship between Directors inter -se	Son of Mr. Mukund Mehta, Managing Director and Husband of Mrs. Mira Mehta



**The instructions for remote e-voting are as under:**

i. In compliance with the provisions of Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the Company provides to Members the facility of exercising their right to cast vote(s) before or at the AGM by electronic means and the business may be transacted, accordingly.

ii. The facility of casting votes by the Members using an electronic voting system from a place other than the venue of the AGM (“remote e-voting”) and e-voting at the AGM is being provided by the Link Intime India Private Limited (“RTA”)

iii. The voting rights of Members shall be in proportion to their shareholding in the paid-up equity share capital. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Company / RTA / depositories **as on the record date (“Cut-off” Date), Wednesday 21<sup>st</sup> September, 2022** shall only be entitled to avail the facility of remote e-voting or e-voting at the AGM.

iv. In this regard, the Member’s demat account/ folio number as on the Cut-off Date shall be considered by the Company for participation in voting on resolutions placed by the Company on the e-voting system.

v. **Members can opt for only one mode of voting i.e. either by remote e-voting or e-voting at the AGM.** Members attending the AGM, who have not cast their vote(s) earlier by remote e-voting shall be able to exercise their right at the Meeting through e-voting at the AGM. Member(s) who have cast their vote(s) by remote e-voting prior to the AGM, may also attend/ participate in the AGM through VC/OAVM but shall not be entitled to cast their vote(s) again.

vi. The e-voting period begins on **Sunday, 25<sup>th</sup> September, 2022 at 9.00 a.m. and ends on Wednesday, 28<sup>th</sup> September, 2022 at 5.00 p.m.** During this period, Members of the Company, holding shares either in physical form or in dematerialised form, as on the **Cut-off Date** may cast their vote(s) electronically. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

vii. A person who is a Member as on the Cut-off Date shall only be entitled for availing the facility of remote e-voting or e-voting at the Meeting. A person who is not a Member as on the Cut-off Date should treat this Notice for information purpose only.

**viii. The procedure for casting vote through remote e-voting module is as under:**

Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 9<sup>th</sup> December, 2020 on “e-voting facility provided by Listed Companies”, e-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their respective demat account / website of Depositories / DPs in order to increase the efficiency of the voting process.

Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider.

Accordingly, Members are advised to update their mobile number and email ID in their demat accounts to access e-voting facility.

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

Type of Shareholders	Login Method
<p><b>Individual Shareholders holding securities in demat mode with NSDL</b></p>	<p><b>1. User already registered for NSDL IDeAS facility</b></p> <p>i. Please visit the e-Services website of NSDL at the URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>.</p> <p>ii. Once the home page of e-Services is launched, click on the ‘Beneficial Owner’ icon under ‘Login’ which is available under ‘IDeAS’ section.</p> <p>iii. On the new screen, please enter your User ID and Password.</p> <p>iv. After successful authentication, you will be able to see e-voting services. Click on ‘Access to e-voting’ under e-voting services.</p> <p>v. On the e-voting page, you will see Company’s name or e-voting service provider’s name. Click on Company name or that of the e-voting service provider.</p> <p>vi. You will be re-directed to e-voting service provider’s website for casting</p>



	<p>your vote during the remote e-voting period or for joining virtual Meeting and voting during the Meeting.</p> <p><b>2. User not registered for NSDL IDeAS facility</b></p> <p>i. Option to register is available at the link <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>.</p> <p>ii. Select 'Register Online for IDeAS' or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>.</p> <p>iii. Visit the e-voting website of NSDL and follow the steps given in point 1 under this section.</p> <p><b>3. Alternatively by directly accessing the e-voting</b></p> <p>i. Open web browser by typing the URL viz. <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a>.</p> <p>ii. Once the home page of e-voting system is launched, click on the icon 'Login' which is available under 'Shareholder/Member' section.</p> <p>iii. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL starting with IN – DP ID and Client ID), password/OTP and a verification code as shown on the screen.</p> <p>iv. After successful authentication, you will be redirected to NSDL's website wherein you can see e-voting page. Click on the Company's name or e-voting service provider's name and you will be redirected to e-voting service provider's website for casting your vote during the remote e-voting period or for joining virtual Meeting and voting during the Meeting.</p>	<p><a href="http://www.cdslindia.com">www.cdslindia.com</a>, thereafter, please click on New System 'Myeasi'.</p> <p>ii. On the new screen, please enter your User ID and Password for accessing Easi/Easiest.</p> <p>iii. After successful login of Easi / Easiest you will also be able to see the e-voting menu. The menu will have links of e-voting service provider's i.e. Link Intime, NSDL, CDSL and KFinTech. Click on e-voting service provider's name to cast your vote.</p> <p><b>2. If the user is not registered for Easi/Easiest</b></p> <p>i. An option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a>.</p> <p>ii. Then visit the e-voting website of CSDL and follow the steps given in point 1 under this section.</p> <p><b>3. Alternatively by directly accessing the e-voting page</b></p> <p>i. You can directly access e-voting page by providing demat Account Number and PAN from the link <a href="http://www.cdslindia.com">www.cdslindia.com</a>.</p> <p>ii. The system will authenticate your details by sending OTP on registered mobile and email ID as recorded in the demat Account.</p> <p>After successful authentication, you will enter the e-voting module of CDSL. Click on the e-voting link available against Company's name or e-voting service provider's name and you will be re-directed to the e-voting page of service provider to cast your vote.</p>
<p><b>Individual Shareholders holding securities in demat mode with CDSL</b></p>	<p><b>1. Existing users who have opted for Easi/Easiest</b></p> <p>i. Please visit the e-Services website of CSDL at the URL: <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or URL:</p>	<p><b>Individual Shareholders (holding securities in demat mode) and login through their depository participants</b></p> <p>1. Users can also login using the login credentials of their Demat Account through their Depository Participant registered with NSDL/CDSL for e-Voting facility.</p> <p>2. When you login, you will see e-Voting option.</p>



	<p>Once you click on the same, you will be redirected to NSDL/CDSL sites after successful authentication, wherein you can see e-Voting feature.</p> <p>3. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining the virtual meeting and voting during the meeting.</p>
<p><b>Individual Shareholders holding securities in Physical mode and e-Voting Service Provider is LINKINTIME i.e. RTA.</b></p>	<p>1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in</p> <p>2. Click on 'Sign Up' under '<b>SHARE HOLDER</b>' tab and register with your following details: -</p> <p><b>A. User ID:</b> Shareholders/members holding shares in physical form shall provide Event No + Folio Number registered with the Company.</p> <p><b>B. PAN:</b> Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company) shall use the sequence number provided to you, if applicable.</p> <p><b>C. DOB/DOI:</b> Enter the Date of Birth (DOB)/Date of Incorporation (DOI) (As recorded with your DP/ Company - in DD/MM/YYYY format).</p> <p><b>D. Bank Account Number:</b> Enter your Bank Account Number (last four digits), as recorded with your DP/Company.</p> <p>Shareholders holding shares in physical form but have not provided or updated the information at 'C' or 'D' with their RTA/ Company, should provide their Folio number in 'D' above.</p> <p>3. Set the password of your choice (The password should contain minimum 8 characters, at least one special</p>

	<p>Character (@!#\$%*), at least one numeral, at least one alphabet and at least one capital letter).</p> <p>4. Click "confirm" (Your password is now generated).</p> <p>5. Click on 'Login' under '<b>SHARE HOLDER</b>' tab.</p> <p>6. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on '<b>Submit</b>'.</p> <p>7. After successful login, you will be able to see the notification for e-voting. Select '<b>View</b>' icon.</p> <p>8. E-voting page will appear on the screen.</p> <p>9. Refer the Resolution description and cast your vote by selecting your desired option '<b>Favour / Against</b>' (If you wish to view the entire Resolution details, click on the '<b>View Resolution</b>' file link).</p> <p>10. After selecting the desired option i.e. '<b>Favour/ Against</b>' click on '<b>Submit</b>'. A confirmation box will be displayed. If you wish to confirm your vote, click on '<b>Yes</b>', else to change your vote, click on '<b>No</b>' and accordingly modify your vote.</p> <p>11. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, Members can login any number of times till you have voted on the resolution(s) for a particular "<b>Event</b>".</p>
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ix. If Individual Shareholders, holding securities in "**PHYSICAL MODE**", whose evoting service provider is LINKINTIME and who have "**FORGOTTEN**" their password, the follow the below steps:

- a. Click on 'Login' under '**SHARE HOLDER**' tab and further Click 'forgot password?'
- b. Enter **User ID**, select **Mode** and Enter Image Verification (CAPTCHA) Code and Click on '**Submit**'.





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

**Important Note :**

- Shareholders/Members holding shares in physical form, the details can be used only for voting on the Resolutions contained in this Notice.
- It is strongly recommended not to share your Password with any other person and take utmost care to keep your password confidential.

x. If Individual Shareholders holding securities in **dematerialised mode** are unable to retrieve User ID/ Password are advised to use Forgot User ID and Forgot Password options available at the Depository's /DP's website.

**Important note:**

- It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.
- During the voting period, Members can login any number of times till they have voted on the resolution(s) for a particular "Event".

**Helpdesk of Depositories "for Individual Shareholders holding securities in DEMAT"**

Shareholders/Members holding securities **in demat mode** may contact the respective helpdesk given below for any technical issues related to login through Depository i.e. NSDL/CDSL:

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free nos.: 1800 1020 990 and 1800 22 44 30

Individual Shareholders holding securities in demat mode with CDSL	Members facing technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:evoting@cdslindia.com">evoting@cdslindia.com</a> or contact at 022 - 2305 8738 or 022 - 2305 8542/43.
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**General Guidelines for shareholders:**

i. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of Link in Time Pvt. Ltd. (LI IPL) at <https://instavote.linkintime.co.in> and register themselves as 'Custodian/ Mutual Fund/Corporate Body'.

ii. They are also required to upload a scanned certified true copy of the Board Resolution/Authority Letter/Power of Attorney, etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian/Mutual Fund/Corporate Body' login for the Scrutinizer to verify the same.

iii. Members holding multiple folios/demat accounts shall choose the voting process separately for each of the folios/demat accounts.

iv. Any person who acquires shares of the Company and becomes a Member of the Company after the dispatch of this AGM Notice and holds shares as on the Cut-off Date may obtain the login id and password by sending a request at [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)/ [insta.vote@linkintime.co.in](mailto:insta.vote@linkintime.co.in) or call on 022 - 49186175/49186000.

**Helpdesk for Individual Shareholders holding securities in physical mode/Institutional shareholders and e-Voting service Provider is LINKINTIME.**

In case Shareholders/Members holding securities in physical mode/Institutional shareholders have any queries regarding e-Voting, they may refer the **Frequently Asked Questions ('FAQs')** and **InstaVote e-Voting manual available** at <https://instavote.linkintime.co.in>, under **Help Section** or send an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 - 4918 6000.

**1. Instructions for Members to Vote during the AGM through InstaMeet (VC/OAVM):**

Once the electronic voting is activated by the Scrutiniser during the Meeting, the Members who have not exercised their vote(s) through the remote e-voting can cast their vote(s) as under:



- i. On the Member's page/VC page, click on the link for e-voting "**Cast your vote**".
- ii. Enter demat account no. / folio no. and **OTP** (One Time Password), received on the registered mobile number/ registered e-mail ID, during registration for InstaMeet and click on '**Submit**'.
- iii. After successful login, see "Resolution Description" and against the same the options "**Favour/ Against**" for voting.
- iv. Cast vote by selecting appropriate option i.e. Favour/Against, as desired.
- v. Enter the number of shares (which represents no. of votes) as on the Cut-off Date under 'Favour/ Against'. You may also choose the option 'Abstain' and the shares held will not be counted under 'Favour/Against'.
- vi. After selecting the appropriate option i.e. Favour/ Against as desired, click on "**Save**". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "**Back**" and accordingly modify your vote.
- vii. Once the vote is confirmed on the resolution, any modification or change is not allowed subsequently.

**Notes:**

Members who will be present in the AGM through InstaMeet facility and have not cast their vote(s) on the resolutions through remote e-voting and/are otherwise not barred from doing so, shall be eligible to vote through e-voting facility during the Meeting.

Members who have voted through remote e-voting prior to the AGM will be eligible to attend/participate in the Meeting through InstaMeet. However, they will not be eligible to vote again during the Meeting.

In case the members have any queries or issues regarding e-voting, you may write an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or call on: 022 - 49186000 / 49186175 InstaMeet support desk, of the RTA.

**2. Instructions for Members attending the AGM through InstaMeet:**

Instructions for Members to attend the AGM through InstaMeet are as under:

a) Members are entitled to attend the AGM through VC/OAVM provided by the RTA by following the below mentioned process. Facility for joining the AGM through VC/ OAVM shall be open 30 minutes before the time scheduled for the AGM and shall expire 15 minutes after the scheduled time of the Meeting, and will be available to the Members on first come first serve basis.

b) Members are requested to participate on first come first serve basis as participation through VC/OAVM is limited and will be closed on expiry of 15 minutes from the scheduled time of the AGM. Members with >2% shareholding, Promoters, Institutional Investors, Directors, Key Managerial Personnel, Chairpersons of Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Risk Management Committee and Auditors, etc. may be allowed to attend the Meeting without restrictions of first come first serve basis. Members may log-in and join 30 minutes prior to the scheduled time of the Meeting and window for joining shall be kept open till the expiry of 15 minutes after the scheduled time.

c). Members will be provided with InstaMeet facility wherein they shall register their details and attend the AGM as under:

➔ Open the internet browser and launch the URL for InstaMeet <https://instameet.linkintime.co.in> and register with following details:

a) DP ID / Client ID or Beneficiary ID or Folio No.: Enter your 16 digit DP ID / Client ID or Beneficiary ID or Folio Number registered with the Company

- Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
- Members holding shares in NSDL demat account shall provide sixteen digit demat number - 8 Character DP ID followed by 8 Digit Client ID
- Members holding shares in physical form shall provide Folio Number registered with the Company

b) PAN: Enter your 10-digit PAN. (Members who have not updated their PAN with the DP/Company shall use the sequence number provided to them, if applicable)

c) Please enter your mobile number.



d) Please enter your email ID as recorded with your DP/RTA/Company.

➔ Click on “Go to Meeting”. You are now registered for InstaMeet and your attendance is marked for the meeting.

### **3. Instructions for Members to register themselves as speakers during AGM:**

a) Members who would like to express their views/ ask questions during the Meeting may register themselves as a speaker by sending their request mentioning their name, demat account number/ folio number, e-mail address, mobile number at [pushpanyoupane@kilitch.com](mailto:pushpanyoupane@kilitch.com) on or before **24<sup>th</sup> September, 2022**.

b) Members will receive “speaking serial number” once they mark attendance for the Meeting.

c) Other Members may ask questions to the panelist(s), via active chat-board during the Meeting.

d) Please quote your serial number and start your conversation with panelist(s) by switching on the video and audio of your device.

e) Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

f) Members are requested to speak only when the moderator of the Meeting will announce the name and serial number for speaking.

g) The caption/subject of the email may please be mentioned as “Speaker for AGM\_<DP ID>\_<Client ID>”. Those Members who have registered themselves as speaker will only be allowed to express their views / ask questions during the Meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

h) Members, who would like to ask questions, may send their questions in advance mentioning their name demat account number/folio number, email ID, mobile number at [pushpanyoupane@kilitch.com](mailto:pushpanyoupane@kilitch.com) The same will be replied by the Company, suitably.

i) Members should be allowed to use camera and required to use internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance while speaking.

4. M/s Deep Shukla & Associated, Company Secretaries (Membership No. FCS: 5652; CP No. 5364) has been appointed as the Scrutinizer to scrutinize the remote e-voting and ensure that the voting process at the AGM is conducted in a fair and transparent manner and issue a report on the votes through remote e-voting and those cast at the AGM.

### **5. Declaration of results on the resolutions:**

a) The Scrutiniser shall, immediately after the conclusion of voting at the AGM, count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company. The Scrutiniser shall make, not later than two working days from conclusion of the Meeting, a consolidated Scrutiniser’s Report of the total votes cast in favour or against each resolution, invalid votes, if any, and whether the resolution(s) has/ have been carried or not. This report shall be submitted to the Chairperson or a person authorised by him, in writing, who shall countersign the same.

b) The results shall be declared after the AGM of the Company and shall be deemed to be passed on the date of AGM. The results along with the Scrutiniser’s Report shall be placed on the website of the Company [www.kilitch.com](http://www.kilitch.com) within two working days of passing of the resolutions at the AGM of the Company and shall be communicated to BSE Limited (BSE) and National Stock Exchange of India Limited (NSE), where the Company’s equity shares are listed. RTA, who has provided the platform for facilitating remote e-voting, will also display these results on its website <https://instavote.linkintime.co.in> The said results shall also be displayed at the registered office of the Company.

6. Members may note that the Notice will also be available on the Company’s website [www.kilitch.com](http://www.kilitch.com), RTA’s website <https://instavote.linkintime.co.in> ; websites of the stock exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and The National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com)

7. Members are requested to kindly keep the Annual Report sent to their registered e-mail ID with them while attending the AGM through VC/OAVM.

8. The recorded transcript of the AGM, shall also be made available on the website of the Company [www.kilitch.com](http://www.kilitch.com) under the tab of ‘Investor’.



**Guidelines to attend the AGM Proceedings of Link Intime India Private Limited: InstaMEET**

i. Please refer the following instructions for the software requirements and kindly ensure to install the same on the device which would be used to attend the AGM. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you below / at InstaMeet website.

ii. Guidelines for the registered speakers for speaking at the AGM through Link Intime India Private Limited's InstaMeet <<<https://instameet.linkintime.co.in>>>

a) For a smooth experience of viewing the AGM proceedings through LI IPL's InstaMEET, shareholders/ members who are registered as speakers for the event i.e. AGM, are requested to download and install the Webex Meetings application in advance. Please download and install the Webex Meetings application by clicking on the link <https://www.webex.com/downloads.html/>

OR

b) If you do not want to download and install the Webex Meetings application, you may join the meeting through InstaMEET and follow the process mentioned as under:

<b>Step 1</b>	Enter your First Name, Last Name and Email ID and click on Join Now
<b>1(A)</b>	If you have already installed the Webex Meetings application on your device, join the meeting by clicking on Join Now
<b>1(B)</b>	<p>If Webex Meetings application is not installed, a new page will appear giving you an option to either Add Webex to chrome or Run a temporary application.</p> <p>Click on Run a temporary application, an exe file will be downloaded.</p> <p>Click on this exe file to run the application and join the meeting by clicking on Join Now by filling your first name, last name and email address.</p>

iii. The following URLs need to be white-listed in your own laptop, desktop, tablet, smartphone etc. on the AGM date:  
A. <https://camonview.com>  
B. <https://instameet.linkintime.co.in>

iv. Members are encouraged to join the Meeting through tablets/ laptops connected through broadband for better experience.

v. Members are required to use internet with a good speed preferably 2 MBPS download stream to avoid any disturbance during the Meeting.

vi. Any internet outage or fluctuation in connectivity at your site may have an adverse impact on the audio/ video quality during the meeting. LI IPL or the Company shall not be responsible for the same.

vii. In case the members have both the computer and telephone audio active or the speakers on members' computers or telephones are too close to each other or there are multiple computers with active audio in the same room, there will be instances of audio echo in the meeting.

viii. In case two or more Members are joining the meeting through a Board Room/Common Location, proper arrangements of audio & video should be in place and Webex will be run on only one system.

ix. Please note that Members connecting from mobile devices or tablets or through laptops connecting via mobile hotspot may experience Audio/Visual loss due to fluctuation in their network. It is, therefore, recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

x. Members are encouraged to speak in the Meeting after un-muting themselves once their turn arrives as per the name announcement. Once the member has finished communicating, he/she should mute themselves immediately. (Mute your device if you're not speaking. Your microphone can pick up a lot of background noise, so muting allows others to easily hear others)

xi. In case the Members have any queries or issues regarding login/ e-voting, they can write an e-mail to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or call on 022 - 49186175 / 49186000, the InstaMeet support desk.