

NOTICE

NOTICE is hereby given that I/December/2021-22 Extra Ordinary General Meeting of the members of **KFBIOPLANTS PRIVATE LIMITED** ("the Company") will be held on **Friday, the 10th day of December, 2021 at 11:00 A.M. (IST)** at the Registered Office of the Company situated at **2413, Kumar Capital, East Street Camp, Pune-411001** to transact the following business:

SPECIAL BUSINESS:

1. To approve granting of loans to **Mr. Manish Vimal kumar Jain (DIN: 00037571), Managing Director** for an amount not exceeding **INR 10 crores** under **Section 185& 186** of the **Companies Act, 2013**:

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

"RESOLVED THAT pursuant to the provisions of Section 185, 186 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with the Companies (Meetings of Board and its Powers) Rules, 2014 as amended, and the provisions of Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded to approve the scheme of loan as mentioned below in connection with any loan taken by **Mr. Manish Vimal kumar Jain (DIN: 00037571), Managing Director** of the Company:

1. The total amount of loan shall be not exceeding **INR 10,00,00,000/- (Rupees Ten Crore Only)**
2. The maximum tenure of loan to be advanced to **Managing Director** shall be **2 years**
3. The Interest Rate to be charged shall be **6.90% p.a.**

RESOLVED FURTHER THAT any one of the directors of the Company, be and is hereby authorized to file necessary form/s with the Registrar of Companies and to do all such acts, deeds, matters and things to give effect to this resolution."

For and on behalf of the Board of Directors of
KF BIOPLANTS PRIVATE LIMITED


KISHORE SHRIRAM RAJHANS
Director | DIN: 07653503

Date: 15th November, 2021 | Place: Pune

Regd. Office : Kumar Capital, 2413, East Street, Camp,
Pune - 411 001, India. Tel : +91-20-6764 1660, 3058 3661 / 62

Unit : S. No. 129/1 to 3C, Manjari (Bk), Tal. Haveli, Dist. Pune - 412 307, India.
Tel : +91-20-2694 8400 / 401 / 402 / 403 E-mail : info@kfbioplants.com
Website : www.kfbioplants.com

An ISO 9001:2015 Company

CIN : U01122MH1997PTC106620
EHRN : 31/14/3632/141216

NOTES:

1. A member entitled to attend and vote at this Extra Ordinary General Meeting (the "EOGM") may appoint a proxy to attend and vote on a poll on his behalf. A proxy need not be a member of the Company. Proxies, in order to be effective should be duly filled, stamped, signed and must be received at the registered office of the Company before this Extra Ordinary General Meeting.
2. Corporate members intending to send their authorised representative(s) to attend the Meeting are requested to send a certified copy of the Board Resolution/ Power of Attorney authorizing such representative(s) to attend and vote on their behalf at the Meeting.
3. Members / proxies should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
4. All Documents, referred to in the Notice are open for an inspection at the Registered Office of the Company during office hours between 09.00 a.m. to 5.00 p.m. on all working days except Sundays and Holidays up to the date of Extra Ordinary General Meeting of the Company.
5. The Statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special business set out in the Notice is annexed herewith

(Kindly refer the Statement u/s 102 of the Companies Act, 2013 annexed to the notice)

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

This statement forms part of the Notice dated 15th November, 2021 and should be read along with the Agenda Item as mentioned in the said Notice.

Section 185 of the Companies Act, 2013 (the "Act") mandates prior approval of its members vide special resolution in case of approval of any scheme of loan to any managing or whole-time director of a company.

On the specific request of **Mr. Manish Vimal kumar Jain** (DIN: 00037571), Managing Director of the Company, the Board of Directors proposes the Company to advance loan to **Mr. Manish Vimal kumar Jain** (DIN: 00037571), Managing Director pursuant to the scheme of loan under section 185 of the Act as mentioned below.

1. The total amount of loan shall be not exceeding INR 10,00,00,000/- (Rupees Ten Crore Only);
2. The maximum tenure of loan to be advanced to Managing Director shall be 2 years;
3. The Interest Rate to be charged shall be 6.90% p.a.

As such, approval of the members under section 185 of the Act is sought to approve the scheme of loan to **Mr. Manish Vimal kumar Jain** (DIN: 00037571), Managing Director of the Company.


Further, approval of Members of the Company under Section 186 of the Act is also sought for advancing directly or indirectly any loan upto an aggregate amount not exceeding INR 10 crores.

The members may note that Board of Directors would carefully evaluate proposals and provide such loan through deployment of funds out of internal resources / accruals and / or any other appropriate sources, from time to time, in the best interest of the Company.

Except **Mr. Manish Vimal kumar Jain** (DIN: 00037571), being concerned or interested, in the resolution as set out in the Notice, none of the other Directors/Key Managerial Personnel of the Company / its relatives are, in any way, concerned or interested, in the resolution set out in the Notice. The Board recommends the Special Resolution set out in the Notice for the approval of the Members.

All documents referred to in the notice are open for inspection at the Registered Office of the Company up to the commencement of the Extra-Ordinary General Meeting.

For and on behalf of the Board of Directors of
KF BIOPLANTS PRIVATE LIMITED


KISHORE SHRIRAM RAJHANS
Director | DIN: 07653503
Date: 15th November, 2021
Place: Pune