

KF BIOPLANTS PRIVATE LIMITED
2413 Kumar Capital East Street Camp Pune MH 411001
CIN: U01122MH1997PTC106620
Tel: 91-20-2694 8400/401/403 | Email: info@kfbioplants.com
Website: www.kfbioplants.com

NOTICE

NOTICE is hereby given that I/FEBRUARY/2021-22 Extra Ordinary General Meeting of the members of KF BIOPLANTS PRIVATE LIMITED ("the Company") will be held on Saturday, the 5th day of February, 2022 at 02:00 P.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 consider and approve to grant loan, make investment, provide guarantee or security for an amount not exceeding INR 125 crores under Section 186 of the Companies Act, 2013:

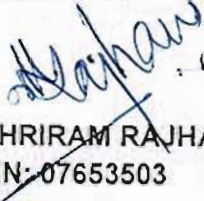
To consider and if deemed fit, to pass, with or without modification, the following resolution as Special Resolution:

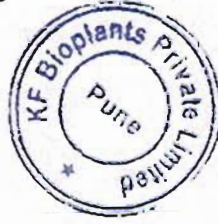
"RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with the Companies (Meetings of Board and its Powers) Rules, 2014 as amended, and the provisions of Articles of Association of the Company, approval of the Members of the Company be and is hereby accorded to the Board to advance any loans including any loans represented by a book debt or make any investment, or give any guarantee or provide any security to the following persons in the following manner or to any other person on such terms and conditions as the parties may decide mutually including the disbursement thereof for an aggregate amount not exceeding INR 125 crores.

RESOLVED FURTHER THAT the Board be and is hereby authorised to decide and finalise in its absolute discretion all related matters in respect of the above mentioned loan(s) / investment(s) / guarantee(s) / security(ies) including but not limited to the terms and conditions, the entities, timing and the amount and the nature of each such loans(s) / guarantee(s) / security(ies) / investment(s), with a power to transfer, sell, settle or otherwise dispose off the same as the case may be, from time to time and to do all such acts, deeds, matters and things, as may be necessary and / or expedient to give effect to this resolution.

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 BIOPANTS PRIVATE LIMITED


KISHORE SHRIRAM RAJHANS
Director | DIN: 07653503



Date: 11th January, 2022
Place: Pune

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

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

This statement forms part of the Notice dated 11th January, 2022 and should be read along with the Agenda Item as mentioned in the said Notice.

Section 186 of the Companies Act, 2013 (the Act) mandates prior approval of its members vide special resolution in case any company intends to advance any loan, make investment, give guarantee or provide security exceeding 60 percent of paid-up share capital and free reserves and securities premium account or 100 percent of free reserves and securities premium account, whichever is more, to any person or other body corporate.

Approval of Members of the Company under Section 186 of the Act is sought for granting loans, making investments, providing guarantees or securities to any person or other body corporate upto an aggregate amount not exceeding INR 125 crores.

The Board recommends the Special Resolution set out in the Notice for the approval of the Members.

None of the directors, key managerial personnel or their relatives are directly or indirectly concerned or interested (financially or otherwise) in the above resolution.

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

Kishore
KISHORE SHRIRAM RAJHANS
Director | DIN: 07653503
Date: 11th January, 2022
Place: Pune

