



## **kaveri seed company limited**

CIN: L01120TG1986PLC006728

**Regd. Office:** 513-B, 5th Floor, Minerva Complex, SD Road, Secunderabad - 500003, Telangana

**Tel.:** +91- 40-49192345/55; **Fax:** +91-40-27811237

**Email id:** cs@kaveriseeds.in **Website:** www.kaveriseeds.in

### **POSTAL BALLOT NOTICE**

(Pursuant to section 110 of the Companies Act, 2013)

**E-Voting Start Date: 18.05.2022**

**E-Voting end Date: 16.06.2022**

**Dear Member(s),**

**NOTICE** is hereby given that the resolution set out below is proposed to be passed by the members of Kaveri Seed Company Limited ("**the Company**") by means of ("**Postal Ballot**") only by way of remote e-voting process ("e-voting") pursuant to Section 110 read with Section 108 and other applicable provisions of the Companies Act, 2013, ('the Act'), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification and/or re-enactment thereof for the time being in force as amended from time to time) ('the Rules') and other applicable provisions of the Act and the Rules, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Secretarial Standards on General Meetings (SS 2) issued by the Institute of Companies Secretaries of India and other applicable laws, rules and regulations guidelines prescribed to the extent applicable read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No.10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 08, 2021, General Circular No. 3/2022 dated May 05, 2022 issued by the Ministry of Corporate Affairs, Government of India ("**MCA Circulars**") (including any statutory modification or re-enactment thereof for the time being in force, and as amended from time to time), and pursuant to other applicable laws and regulations that the Special Resolution(s) , as appended below are proposed to be passed by the members through postal ballot, only by way of remote e-voting process ('e-voting').

Accordingly, the proposed resolution together with the explanatory statement setting out the material facts as required under Section 102 of the Companies Act, 2013 are annexed herewith for consideration of the members.

In accordance with the MCA circulars, members can vote only through the remote e-voting process. Accordingly, the Company is pleased to provide remote e-voting facility to all its members to cast their votes electronically. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) for the purpose of providing remote e-voting facility to all its Shareholders and are requested to read the instructions in the Notes under the section "Instructions relating to e-voting" in this postal ballot notice ("Postal Ballot Notice") to cast their vote electronically. Members are requested to cast their vote through the e-voting process not later than 16<sup>th</sup> June, 2022 (5.00 pm) to be eligible for being considered, failing which it will be considered that no vote has been received.

In accordance with the provisions of the MCA Circulars, the Company has made arrangements for the shareholders to register their e-mail addresses. Therefore, those shareholders who have not yet registered their e-mail addresses are requested to register the same by following the procedure set out in the notes to this Postal Ballot Notice for obtaining Login Credentials for e-Voting for the resolution proposed in this Notice.

Hence, in compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelope will not be sent to the members for this Postal Ballot and members are required to communicate their assent or dissent through the remote e-voting system only.

The Statement pursuant to Section 102(1) and other applicable provisions of the Companies Act, 2013 read with the Rules thereunder, setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice is annexed hereto. The Board of Directors of the Company passed the resolution by way of circulation on 11<sup>th</sup> May 2022 has appointed Mr. A.N. Sarma, Company Secretary (FCS 4557/CP 7812) in Practice as the Scrutinizer pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2014, for conducting the postal ballot /e-voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

The Scrutinizer will submit his report, after the completion of scrutiny, to the Board of Directors of the Company or to any officer authorized by the Board. The results shall be declared on 17<sup>th</sup> June, 2022 and will be displayed on the Company's website [www.kaveriseeds.in](http://www.kaveriseeds.in) and will also be communicated to the Stock Exchanges and also results will be placed on the website of Central Depository Services (India) Limited ([www.evotingindia.com](http://www.evotingindia.com)). The resolution, if passed by the requisite majority, shall be deemed to have been passed on 16<sup>th</sup> June, 2022 i.e., the last date specified for receipt of votes through the e-voting process.

## **SPECIAL BUSINESS**

### **1. RECTIFICATION OF MANAGERIAL REMUNERATION IN THE RESOLUTION NOS. 7, 8, 9 & 10 PASSED IN THE 34<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY HELD ON 30<sup>TH</sup> SEPTEMBER 2021:**

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

**“RESOLVED THAT** in partial modification of Special Resolution nos.7, 8, 9 & 10 passed by the members of the Company under Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 (Act) and the rules framed there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule V of the Companies Act, 2013, Article 151 of Articles of Association of the Company, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and subject to such other approvals as may be required from the applicable authorities, at the 34<sup>th</sup> Annual General Meeting (AGM) held on 30<sup>th</sup> September 2021 in respect of the approval for reappointment and remuneration payable to the Managing Director and Whole time Directors (hereinafter referred to as ‘the said resolutions’), the typographical error in Remuneration as mentioned in point 2 of the Explanatory Statement to Item Nos. 7, 8, 9 & 10 of the said AGM Notice be and is hereby rectified and read as detailed in explanatory statement attached herewith to bring in consonance with the resolution approved by the Nomination and Remuneration Committee/Board, the details of which are already submitted in the aforesaid AGM and the same shall be read in conjunction with this resolution/explanatory statement. The other terms and conditions as approved by the shareholders in this respect in the above said 34<sup>th</sup> AGM remain unchanged.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to submit necessary documents with the appropriate authorities in connection with the said rectification and to do all such other acts, matters, deeds, things as may be necessary to give effect to this resolution”.

**Registered Office:**  
513-B, 5<sup>th</sup> Floor,  
Minerva Complex,  
S D Road,  
Secundrabad-500 003, India  
CIN: L01120TG1986PLC006728  
Email id: [cs@kaveriseeds.in](mailto:cs@kaveriseeds.in)

By order of the Board  
For **Kaveri Seed Company Ltd.**

Sd/-  
V R S Murti  
Company Secretary  
Mem. No.ACS3566

Place: Hyderabad  
Date: 11.05.2022

## NOTES:

1. An Explanatory Statement pursuant to section 102 of the Companies Act, 2013 setting out all material facts relating to the resolution proposed to be passed through postal ballot is annexed herewith;

2. M/s. A.N. Sarma, Practicing Company Secretary (Membership No. FCS: 4557) has been appointed as the Scrutinizer for conducting the Postal Ballot through e-voting process in a fair and transparent manner. The Scrutinizer's decision on the e-voting of the Postal Ballot shall be final;

3. In compliance with the provisions of section 108 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the MCA circulars and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company is providing the facility to all its members to exercise their right to vote by electronic means as the only mode of voting which will enable them to cast their votes electronically, for which necessary arrangements have been made by the Company with M/s Central Depository Services (India) Limited ('CDSL') as the agency to provide e-voting facility. The instructions for e-voting are provided as part of this Postal Ballot Notice which the members are requested to read carefully before casting their vote;

4. In accordance with the MCA circulars, the postal ballot notice is being sent only by electronic mode to those members whose names appear on the Register of Members/ list of beneficial owners as on 13<sup>th</sup> May, 2022 ('cut-off date') received from the Depositories and whose e-mail address is registered with the Depositories/ Registrar & Transfer Agents.

Physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to members for this postal ballot;

5. The Postal Ballot Notice will also be available on the websites of the Stock Exchange(s), i.e., BSE Limited and National Stock Exchange of India Limited, respectively, Company's website at [www.kaveriseeds.in](http://www.kaveriseeds.in) and on the website of the CDSL at [www.evotingindia.com](http://www.evotingindia.com);

6. The members who have not registered their email addresses or there is any change in their registered email address(es), are requested to immediately notify/update their email address with their depository participant, in case the shares are held in dematerialized form and to the Registrar and Transfer Agent, in case the shares are held in physical form by providing the necessary details;

7. Members would be able to cast their votes and convey their assent or dissent to the proposed resolution only through the remote e-voting process. Members whose names appear in the list of beneficial owners provided by Depositories/Register of members as on the cut-off date will only be considered eligible for the purpose of e-voting;

8. Persons who become member of the Company after the cut-off date, should treat this notice only for information purpose and are not entitled to vote;

9. The voting rights of the members shall be in proportion to their shares in the total paid-up equity share capital of the Company as on the 'Cut-off date';

10. The e-voting period will commence at 9.00 a.m. (IST) on Wednesday, the 18<sup>th</sup> May, 2022 and ends at 5:00 p.m. (IST) on Thursday, the 16<sup>th</sup> June, 2022. Members desiring to exercise their vote should cast their vote during this period, to be eligible for being considered. Once the vote on a resolution is cast by the members, they shall not be allowed to change it subsequently.

11. All the material documents referred to in the Postal Ballot Notice will be available for inspection electronically until the last date of voting;

12. The resolution, if approved shall be deemed to have been passed on the last date of e-voting, i.e., Thursday, the 16<sup>th</sup> July May, 2022; and

13. The Scrutinizer will submit the report, after the completion of scrutiny, to the Board of Directors or to a person duly authorized by Board. The results of the e-voting will be announced on 17<sup>th</sup> June 2022 after conclusion of postal ballot process and will be displayed on the websites of the Stock Exchange(s), i.e., BSE Limited and National Stock Exchange of India Limited, respectively, Company website at [www.kaveriseeds.in](http://www.kaveriseeds.in) and on the website of CDSL AT [www.evotingindia.com](http://www.evotingindia.com).

#### **INSTRUCTION FOR VOTING:**

1. In conformity with the present regulatory requirements, the Postal Ballot Notice is being sent only through electronic mode to those members whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories, on Friday, 13<sup>th</sup> May, 2022, and who have registered their e-mail addresses with the Registrar & Transfer Agent or with the Depositories.

Further, Members can vote on the Resolutions only through remote e-voting. Remote e-voting will commence at 9.00 a.m. (IST) on Wednesday, the 18<sup>th</sup> May, 2022 and ends at 5:00 p.m. (IST) on Thursday, the 16<sup>th</sup> June, 2022, when remote e-voting will be blocked by CDSL;

2. Voting rights will be reckoned on the paid-up value of equity shares registered in the names of the members Friday, 13<sup>th</sup> May, 2022 (cut-off date). Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes; and

3. The Resolution, if passed by requisite majority, will be deemed to be passed on the last date specified for remote e-voting i.e., Thursday, the 16<sup>th</sup> June, 2022.

**THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ELECTRONICALLY ARE AS UNDER**

The voting period begins on 9.00 a.m. (IST) on Wednesday, the 18<sup>th</sup> May, 2022 and ends at 5:00 p.m. (IST) on Thursday, the 16<sup>th</sup> June, 2022. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, May 13, 2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

The E-voting facility is available at the link:

<b>Electronic Voting Sequence Number (EVSN)</b>	<b>Commencement of E-voting</b>	<b>End of E-Voting</b>
220516009	18 <sup>th</sup> May 2022 ( 09.00 AM)	16 <sup>th</sup> June 2022 (05.00 PM)

- (i) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.
- (ii) In order to increase the efficiency of the voting process, all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/Depository Participants are able to cast their vote without having to register again with E-Voting Service Provider (ESPs), thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iii) Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>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 URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option. On clicking the evoting option, the user will be able to see his/ her holdings along with links of respective e-Voting Service Providers i.e., CDSL/NSDL/KARVY/LINK INTIME as per information provided by issuer/ company. Additionally, we are providing links of e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol>
Individual Shareholders holding securities in demat mode	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful</li> </ol>

with NSDL	<p>authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a> and</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

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



(iv) Login method for e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form.</b>	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li></ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"><li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li></ul>

- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to

mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (ix) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) **Additional Facility for Non - Individual Shareholders and Custodians -For Remote Voting only.**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [cs@kaveriseeds.in](mailto:cs@kaveriseeds.in), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 022-23058542/43
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any 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 no.: 1800 1020 990 and 1800 22 44 30

**Process for those shareholders whose email are not registered with the depositories for obtaining Login Credentials for e-Voting for the resolution proposed in this Notice.**

1. For Physical shareholders- please provide necessary details like 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 **Company/RTA email id at [bsshyd@bigshareonline.com](mailto:bsshyd@bigshareonline.com)**
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP) and

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

### **OTHER INSTRUCTIONS**

a) The Scrutinizer shall submit the Scrutinizer's Report to the Board of Directors of the Company or such other officer duly authorized by the Board. Further, the results of the Postal Ballot will be announced on 17<sup>th</sup> June 2022 after conclusion of postal ballot process and the same will be hosted on website of the Company i.e., [www.kaveriseeds.in](http://www.kaveriseeds.in), service provider, i.e., [www.evotingindia.com](http://www.evotingindia.com) and the same will also be communicated simultaneously to the Stock Exchanges namely BSE Limited and National Stock Exchange of India Limited;

b) In case of any queries, please visit Help and Frequently Asked Questions (FAQs) section available at website of the Service Provider i.e., [www.evotingindia.com](http://www.evotingindia.com); and

c) Members are requested to send all communications relating to shares to Company's Registrar & Share Transfer Agent (R & T Agent) at the following address:

M/s. Bigshare Services Pvt. Ltd,  
306, Right Wing, 3rd Floor,  
Amrutha Ville, Opp.Yashoda Hospital,  
Somajiguda, Rajbhavan Road,  
Hyderabad – 500082, India.  
Email ID: [bsshyd@bigshareonline.com](mailto:bsshyd@bigshareonline.com)  
Phone No: 040 4014 4967

By order of the Board of Directors  
For Kaveri Seed Company Limited  
Sd/-  
V R S Murti  
Company Secretary  
Mem. No.ACS3566

Place: Hyderabad,  
Date: 11.05.2022

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

Attention of the members is invited to the Notice dated 13<sup>th</sup> August 2021 of 34<sup>th</sup> Annual General Meeting (AGM) of the Company held on 30<sup>th</sup> September 2021, wherein the resolution nos. 7, 8, 9 & 10 ( Remuneration of Directors) were passed as special resolutions, apart from other resolutions.

However, it was noticed later that a typographical error in the Remuneration figures as mentioned in point no.2 of the Explanatory Statement of Item Nos.7, 8, 9 & 10 of the above said Notice, as given below.\*

It is now proposed to rectify the said error and the Remuneration figures as mentioned in point no.2 of the said AGM Notice shall be read as follows:

**(Amount in rupees per annum)**

<b>Name of the Director</b>	<b>Basic</b>	<b>Rent Free Accommodation or HRA</b>	<b>Allowances</b>	<b>Total Pay per Annum</b>
Mr. G.V. Bhaskar Rao, MD	2,29,64,083	91,85,633	61,23,756	3,82,73,472*
Mrs. G. Vanaja Devi, WTD	1,42,00,531	56,80,212	37,86,809	2,36,67,552*
Mr. C. Vamsheedhar, WTD	68,31,994	27,32,798	18,21,864	1,13,86,656*
Mr. C. Mithunchand, WTD	56,51,597	22,60,639	15,07,092	94,19,328*

\* Rs.3,48,93,193, Rs.2,15,77,255, Rs.1,03,80,997, Rs.85,87,423 (34<sup>th</sup> AGM Notice figures).

The other terms and conditions as approved by the shareholders in this respect remain unchanged.

The Board recommends the Special Resolution as set out of this Notice for approval of the members.

Mr. G.V. Bhaskar Rao, Mrs. G. Vanaja Devi, Mr. C. Vamsheedhar and Mr. C.Mithunchand may be treated as interested/concerned in this resolution.

**Registered Office:**  
513-B, 5<sup>th</sup> Floor,  
Minerva Complex,  
S D Road,  
Secundrabad-500 003, India  
CIN: L01120TG1986PLC006728  
Email id: [cs@kaveriseeds.in](mailto:cs@kaveriseeds.in)

By order of the Board  
For **Kaveri Seed Company Ltd.**

Sd/-  
V R S Murti  
Company Secretary  
Mem. No.ACS3566

Place: Hyderabad,  
Date: 11.05.2022