

KIRTI SEEDS BIOTECH LIMITED

(CIN: L01122CT1982PLC001890) Regd. Office : Saddani Building, Sadar Bazar, Raipur-492001 (CG)
Phone No. 0771-2228740, Fax: 0771-2228740
E.mail : kirtiseeds@gmail.com Website : www.ksbl.in

NOTICE OF 40TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 40th (Fortieth) Annual General Meeting of the Members of "Kirti Seeds Biotech Limited" will be held on Tuesday the 30th day of November, 2021 at 11.30 A.M. at its Registered Office located at "Saddani Building, Sadar Bazar, Raipur (C.G.) – 492001" to transact the following Business.

Ordinary Business:

1. To consider and adopt the Financial Statements of the Company for the financial year ended 31st March, 2021 and the Reports of the Board of Directors and the Auditors.
2. To appoint a Director in place of Mr. Santanu Chatterjee (DIN: 00138006) who retires by rotation and, being eligible, offers himself for re-election.
3. To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:-

“RESOLVED THAT pursuant to the provisions of Sections – 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time. M/s. SARDA SONI ASSOCIATES LLP., Chartered Accountants, (FRN No. 117235W), who offered themselves for re-appointment as Statutory Auditors of the Company, to hold office from conclusion of 40th AGM to 44th AGM consecutive AGM (subject to ratification of their re-appointment at every subsequent AGM), at such remuneration plus tax as may be agreed upon between the Board of Directors and Statutory Auditors.”

“RESOLVED FURTHER THAT Mr. Santanu Chatterjee and/or Mr. Madan Lal Sancheti, the Director of the Company be and hereby severally authorized to do all acts, deeds, filing forms with Registrar, as may be necessary, proper or expedient without being seeking any further approval of the Company or otherwise to the end or intent.

Special Business:

4. To approve re-appointment of Smt. Lata Gabhne (DIN: 07283449) as a Whole-time Director of the Company:

To consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 196 and 203 of the Companies Act, 2013 read with Rule 8 of Companies (Appointment and Remuneration of Managerial Personnel) Rules and other applicable provisions, if any, of Companies Act, 2013, as amended or re-enacted from time to time, the approval of the members be and is hereby accorded to approve the appointment of Mrs. Lata Gabhne (DIN- 07283449) as “Whole Time Director” (“WTD”) of the Company on the Terms and Conditions including the terms of remuneration as recommended by the Nomination and Remuneration Committee with the liberty to the Board of Directors to alter or vary the same as may be agreed to between the Board of Directors and Mrs. Lata Gabhne w.e.f. 31.05.2019 for a term of five years ending 30.05.2024”

“RESOLVED FURTHER THAT Mr. Santanu Chatterjee, Director of the Company be and is hereby authorized to take all such steps and actions for the purposes of making all such filings as may be required in relation to the aforesaid appointment and further to do all such acts, deeds, matters and things as may be deemed necessary to give effect to this resolution.”

REGISTERED OFFICE :
SADDANI BUILDING,
SADAR BAZAR,
RAIPUR (C.G.) - 492001

By Order of the Board
sd/-

(SANTANU CHATTERJEE)
Director
DIN: 00138006

Dated: 30th June, 2021
Place: Raipur

NOTES:

- i] A Member entitled to attend and vote at this Annual General Meeting may appoint a proxy to attend and vote on a poll on his/her behalf and such proxy need not be a Member of the Company. The proxy in order to be effective must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
 - ii] The Register of Members and share Register of the Company will remain closed from 24th November, 2021 to 30th November, 2021 both days inclusive.
 - iii] Members who are holding equity shares in identical order of names in more than one folio are requested to write to the Company's share department to enable Company to consolidate their holdings in one folio.
 - iv] Members are requested to intimate to the Company, queries if any on Accounts, Notes on Accounts, Directors, and Auditors, Report, at least ten days before the Annual General Meeting to enable the Management to keep the information ready at the Meeting.
- Details of Director retiring by rotation and seeking re-appointment:**
- | | |
|----------------------------------|--|
| Name of Director: | Mr. Madan Lal Sancheti |
| Date of Birth: | 07.06.1937 |
| Date of Appointment: | 23.06.2008 |
| Qualification: | B.Com. |
| Experience in specific function: | He has acquired wide experience and expertise in the fields of Finance, Management, and Capital Market operations. |
- v] Members / Proxies should bring the attendance slip duly filled in and signed for attending the Meeting.
 - vi] All documents referred to the NOTICE are open for inspection at the Registered Office of the Company on all working days between 11.00 A.M. to 1.00 P.M. upto the date of the Annual General Meeting.
 - Vii] Equity Shares of the Company fall under the category of compulsory DEMAT trading by all investors. Considering the advantages of scrip less trading, shareholders are requested to consider dematerialization of their shareholding so as to avoid inconvenience.
 - Viii] Electronic copy of the Annual Report and the Notice of the Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form are being sent to all the members whose email IDs are registered with the Company for communication purposes, unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the above documents are being sent in the permitted mode.

EXPLANATORY STATEMENT

Annexed to the Notice convening the 40th (Fortieth) Annual General Meeting to be held on Tuesday the 30th day of November, 2021

Item No 4

The Board of Directors of the Company ('the Board') at the meeting held on 30th June, 2021, on the recommendation of the Nomination & Remuneration Committee, recommended for the approval of the Members, the appointment of Mrs. Lata Gabhne (DIN- 07283449) as "Whole Time Director" ("WTD") of the Company on the Terms and Conditions including the terms of remuneration, as set out below:-

1. Basic / Consolidated Salary – Rs. 5000/-
2. Performance Bonus – NIL
3. Perquisites – NIL

The aggregate of the remuneration and perquisites / benefits, including contributions towards Provident Fund, Superannuation Fund and Gratuity Fund, payable to the Whole Time Director, shall be within the limit prescribed under the Companies Act, 2013, or any amendment thereto or modification thereof ('the Act'). Requisite Notices under Section 160 of the Act proposing the re-appointment of Mrs. Lata Gabhne (DIN- 07283449) have been received by the Company, and consents have been filed by her pursuant to Section 152 of the Act.

Additional information in respect of Mrs. Lata Gabhne (DIN- 07283449), pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings, is appearing in the Report and Accounts under the sections 'Your Directors' and 'Report on Corporate Governance'.

Mrs. Lata Gabhne (DIN- 07283449), and their relatives, are interested in the Resolutions relating to their respective re-appointment. None of the other Directors and Key Managerial Personnel of the Company, or their relatives, is interested in these Resolutions. The Board recommends these Resolutions for your approval.

Dear Member,

Sub: Voting through electronic means

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014. Kirti Seeds Biotech Ltd. ("KSBL" or "the Company") is offering e-voting facility to its members in respect of the businesses to be transacted at the 40th Annual General Meeting scheduled to be held on Tuesday, 30th November, 2021 at 11.30 a.m.

The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") as the Authorized Agency to provide e-voting facilities.

The e-voting facility will be available during the following voting period:

Commencement of e-voting : From 10.00 a.m. (IST) on 27th November, 2021
End of e-voting : Up to 5.00 p.m. (IST) on 29th November, 2021

The cut-off-date for the purpose of e-voting is 23th November, 2021.

Please read the instructions given overleaf before exercising the vote. This Communication forms an integral part of the Notice dated 30th June, 2021 for the 40th Annual General Meeting scheduled to be held on 30th November, 2021. A copy of the said Notice is attached with the Annual Report. Attention is invited to the statement on the accompanying Notice that the business of the meeting may be transacted through electronic voting system and that the Company is providing facility for voting by electronic means.

The notice of the Annual General Meeting and this Communication are also available on the website of the Company at www.ksbl.in

Yours faithfully,

For **KIRTI SEEDS BIOTECH LIMITED**

Sd/-

Santanu Chatterjee
Director

Raipur
30th June, 2021

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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings 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"> 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 https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 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 the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 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: https://eservices.nsdl.com 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 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 or joining virtual meeting & voting during

	<p>the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nSDL.com. Select "Register Online for IDeAS" "Portal" or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) 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. 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 or joining virtual meeting & voting during the meeting</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<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 or joining virtual meeting & voting during the meeting.</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 abovementioned website.

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

Login type	Helpdesk details
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 022-23058738 and 22-23058542-43.
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.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(i) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- 1) The shareholders should log on to the e-voting website 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 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:

For Shareholders holding shares in Demat Form other than individual and Physical Form	
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"> • 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.
Dividend Bank Details OR 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"> • 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 as mentioned in instruction (v).

(ii) After entering these details appropriately, click on "SUBMIT" tab.

(iii) 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.

(iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(v) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

- (vi) 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.
- (vii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (viii) 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.
- (ix) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xi) 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.
- (xii) Facility for Non – Individual Shareholders and Custodians –Remote Voting**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to 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.
- 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 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. _____ (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. 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 from 12th December, 2021 to 14th December, 2021 mentioning their name, demat account number/folio number, email id, mobile number at info@eximfinance.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance from 12th December, 2021 to 14th December, 2021 mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/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 available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

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

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to 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 or call on 022-23058542/43.

General Instructions :

- I. The Board of Directors has **appointed Shri K.C. Dhanuka, (ICSI CP Registration No. 1247) a Practicing Company Secretary**, as a Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- II. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and will make a Scrutinizer's Report of the votes cast in favour or against. If any, forthwith to the Chairman of the Company.
- III. The Results on resolutions shall be declared on or after the AGM of the Company and the resolutions will be Deemed to be passed on the AGM date subject to receipt of the requisite e numbers of votes in favour of the Resolutions.
- IV. The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company www.ksbl.in and Central Depository Services (India) Ltd. within two (2) days of passing of the resolutions and communication of the same to be CSE Limited.

ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint Shareholders may obtain additional Attendance Slips on request at the venue of the meeting.

Master Folio No.

DP ID *

Client ID *

NAME AND ADDRESS OF THE HOLDER _____

No. of Share(s) held:

I/We hereby record my/our presence at the 40th Annual General Meeting of the Company held on Tuesday, the 30th day November, 2021 at Saddani Building, Sadar Bazar, Raipur (C.G.)-492001

Signature of the shareholder / Proxy

*Applicable for investors holding shares in electronic form.

PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19 (3) of the Companies (Management and Administration) Rules, 2014

Name of the member (s): _____
Registered address: _____
E-mail Id: _____
Folio No/ Client Id: _____
DP ID: _____

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name: _____ Address: _____
E-mail Id: _____ Signature: _____ or failing him
2. Name: _____ Address: _____
E-mail Id: _____ Signature: _____ or failing him
3. Name: _____ Address: _____
E-mail Id: _____ Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 40th Annual General Meeting of the company to be held on Tuesday the 30th November, 2021 at 11:30 A. M. at the registered office of the Company Saddani Building, Sadar Bazar, Raipur – 492 001 Chhatisgarh and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution Proposed
	Ordinary Business
1.	Adoption of Financial Statements, Reports of the Board of Directors and Auditors.
2.	To appoint a Director in place of Santanu Chatterjee (DIN: 00138006) , who retires by rotation and being eligible offers himself for re-appointment.
3.	M/S Sarda Soni Associates LLP, Nikhil Doshi (Partner) Chartered Accountants, (ICAI Firm registration No.117235W, Membership No. 311788) who offered themselves for re-appointment as Statutory Auditors of the Company, to hold office from conclusion of 40 th AGM to 44 th AGM consecutive AGM (subject to ratification of their re- appointment at every subsequent AGM), at such remuneration plus tax as may be agreed upon between the Board of Directors and Statutory Auditors.”
4.	Smt. Lata Gabhne (DIN: 07283449) who has been appointed by the Board of directors as Whole Time Director of the Company and who holds office as such upto the date of this Annual General Meeting and in respect of whom the Company has received a Notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as a Whole Time Director of the Company.

Affix
Revenue
Stamp

Signed this _____ day of _____ 2021

Signature of Shareholder.....Signature of Proxy holder(s).....