



kai manufacturing India pvt. ltd.

Corporate office:15th Floor, Vatika Tower B, Golf Course Road, Sector 54,  
Gurugram-122002, Haryana, India  
CIN U74140RJ2012FTC068067

## NOTICE

Notice is hereby given that the Extraordinary General Meeting of the members of Kai Manufacturing India Private Limited will be held on Friday, 14<sup>th</sup> January 2022, at the Registered Office of the Company at SP-87, Neemrana Industrial Complex, Neemrana Japanese Zone, Alwar, Rajasthan-301705. At 11:00 am

### SPECIAL BUSINESS:

#### 1.TO INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND AMENDMENT OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY.

### ORDINARY RESOLUTION:

**“RESOLVED THAT** pursuant to the provisions of Section 13, 61(1)(a), 64 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification (s) or re-enactment thereof, for the time being in force) and the relevant rules framed there under and in accordance with the applicable provisions of the Articles of Association of the Company, the consent of members be and is hereby accorded to increase the Authorized Share Capital of the Company from Rs. 68,00,00,000 /- (Sixty Eight crore only) divided into 6,80,00,000 (Six crore eighty lakh) equity shares of Rs. 10/- (ten only) each to Rs. 85,33,00,000/- (eighty five crore thirty three lakh only) divided into 8,53,30,000 (Eight crore fifty three lakh only and thirty three thousand only) equity shares of Rs. 10/- (ten only) each by the creation of additional 1,73,30,000 (one crore seventy three lakh thirty thousand only) equity shares of Rs. 10/- (ten only) each.

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 13 and all other applicable provisions of the **Companies Act, 2013** and the relevant rules framed thereunder, the Capital Clause (Clause V) of the Memorandum of Association of the Company is substituted with the following Clause V.

**The Authorized Share Capital of the Company is Rs 85,33,00,000/- Eighty five crore thirty three lakh only) divided into 8,53,30,000 (eight crore fifty three lakh and thirty thousand only) equity shares of Rs. 10/- (ten only) each.**

**RESOLVED FURTHER THAT** Any Director of the Company be and is hereby authorized to do all such acts, deeds, things and matters and to sign such other documents and file such forms as may be necessary and expedient to give effect to the aforesaid resolution.”

For Kai Manufacturing India Pvt Ltd. Limited

Nikita Madaan  
Company Secretary



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Date: December 23 ,2021

Place: Gurugram

Important Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRA ORDINARY GENERAL MEETING ("EGM" OR THE MEETING) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE VALID MUST BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED, NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. MEMBERS/PROXIES SHOULD FILL THE ATTENDENCE SLIP FOR ATTENDING THE MEETING.
2. Bodies Corporate can be represented at the meeting by such person(s) as are authorized Copies of resolution under Section 113 of the Companies Act, 2013 authorizing such person(s) to attend the meeting should be forwarded to the company prior to the meeting.
3. A route map along with the prominent landmark for easy reach to the venue of the Meeting is annexed with the Notice.
4. An Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 in respect is annexed.
5. In case of joint holders attending the meeting, only such joint holder who is higher in order of names will be entitled to vote.
6. All the records and documents referred to in the notice are open for inspection at the Registered Office of the Company on working days between 11:00 A.M. to 01:00 P.M. up to the date of the EGM.

#### **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

##### **Resolution at Item No. 1:**

The Company is having some expansion plans for which additional funds will be required and the directors of the company feels that in the prime interest of the company the funding is to be done through the issue of fresh equity share capital.

The Board of Directors at their meeting held on December 23<sup>rd</sup>, 2021 approved the proposal for increase in Authorized Share Capital.

Increase in Authorised Share Capital would necessitate amendment to Clause V of the Memorandum of the Association and would require member's approval by passing an Ordinary Resolution.

None of the Directors of Key Managerial Personnel (KMP) or relatives of directors and KMP are interested the resolution otherwise then as members.

Your Directors, therefore, recommend the resolution to be passed by the Ordinary Resolution.



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**ATTENDANCE SLIP**  
**THURSDAY, 14<sup>TH</sup> JANUARY, 2022**

**PLEASE FILL IN THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE**

Name	
Registered Address	
Regd. Folio No.	
DP ID*	
Client ID*	
No. of Shares held	

\* applicable for shareholders holding shares in electronic form.

I hereby record my/our presence at the Extra Ordinary General Meeting of Kai Manufacturing India Private Limited held on Friday, the 14<sup>th</sup> day of January, 2021 at 11:00 a.m. (IST) at the Registered Office of the Company at SP-87, Neemrana Industrial Complex, Japanese Zone, Neemrana, Alwar, Rajasthan- 301 705

.....  
**Signature of Member/Proxy**



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FORM NO.MGT-11

PROXY FORM

FRIDAY, 14<sup>TH</sup> JANUARY, 2022

[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./ DP ID\*: .....  
Client ID\*: .....

I/We, being the member(s) of Kai Manufacturing India Pvt. Ltd., holding  
..... shares of the Company, hereby appoint:

1. Name: .....Address: .....  
E-mail ID: ..... Signature: .....,  
or failing him/her
2. Name: ..... Address: .....  
E-mail ID: ..... Signature: .....,  
or failing him/her
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  
Extraordinary General Meeting of the Company, to be held on Friday, the 14<sup>th</sup> day of  
January, 2022 at 11:00 a.m. (IST) at the Registered Office of the Company at SP-87, Neemrana  
Industrial Complex, Japanese Zone, Alwar, Rajasthan- 301705, India and at any adjournment  
thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution Description
<b>Ordinary Business:</b>	
1.	To receive, consider and adopt: a) Increase in the Authorized Share Capital of the Company and Amendment of Capital Clause of the Memorandum of Association of the Company

Signed this ..... day of ..... 2022

Affix the  
revenue  
stamp of  
Re. 1/-



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Signature of Member.....

Signature of Proxy Holder(s).....

**Notes:**

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered/Corporate Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A member entitled to attend and vote is entitled to appoint a proxy to attend and on poll, to vote instead of himself/herself. A proxy need not be a member.
3. Signature of member should be across a Revenue Stamp of Re. 1.
4. \* applicable for members holding shares in dematerialised form.



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**ROUTE MAP OF VENUE OF THE MEETING**



**Regd. Office & Plant: SP-87, Neemrana Industrial Complex, Neemrana Japanese Zone, Neemrana, Alwar, Rajasthan - 301705, India**

**+91-124-4230500**

**info@kai-group.co.in**

**www.kaiindia.in**