

**KRISHNA VENTURES LIMITED**

CIN: L45400MH1981PLC025151

**Registered Office:** Corporate Centre. 7th Floor, Andheri Kurla Road, Andheri (East). Mumbai- 400 059

**Mobile:** +91- 9910616750;

**Email Id:** [infokrishnaventuresltd@gmail.com](mailto:infokrishnaventuresltd@gmail.com), **Website:** [www.krishnaventuresltd.com](http://www.krishnaventuresltd.com)

**Notice of Postal Ballot**

**(Pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014)**

**Dear Shareholder(s),**

Notice is hereby given pursuant to Section 110 and 108 of the Companies Act, 2013, *(including any statutory modification(s) or re-enactment(s) thereof for the time being in force* hereinafter referred to as the "**Act**") read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (hereinafter referred to as the "**Rules**") read with the General Circular Nos. 14/2020 dated April 8, 2020, No. 17/ 2020 dated April 13, 2020, No. 22/ 2020 dated June 15, 2020, No. 33/ 2020 dated September 28, 2020, No. 39/ 2020 dated December 31, 2020, No10/2021 dated June 23, 2021 , No 20/2021 dated December 08, 2021 and No 3/2022 dated May 05, 2022 in relation to "Clarification on passing of ordinary and special resolution by companies under the Companies Act, 2013 and the rules made there under on account of the threat posed by Covid - 19" issued by the Ministry of Corporate Affairs, Government of India (collectively, referred to as the "**MCA Circulars**"), and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company proposes to pass a special resolutions as appended below through Postal Ballot/Electronic voting ("**e-voting**") in compliance with Section 161 of the Companies Act, 2013 read with sub-rule 1C of Rule 17 of Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015, Section 12 and Section 13 of the Companies Act, 2013 and Sub Rule 16 of Rule 22 of Companies (Management and Administration) Rules, 2014 and other relevant sections, rule and provisions as applicable.

An explanatory statement pursuant to Section 102 of the Act, setting out the material facts and the reasons pertaining to the said resolutions, is also appended. The said resolutions and explanatory statement are being sent to you along with a postal ballot form ("**Postal Ballot Form**") for your consideration.

Pursuant to Rule 22(5) of the Rules, the Board of Directors of your Company has appointed Mr. Aakash Goel, Proprietor of G Aakash & Associates, Company Secretaries (Membership No. A57213, CP No. 21629) to act as the Scrutinizers ("**Scrutinizer**") for conducting the Postal Ballot and e-voting process in a fair and transparent manner. The Scrutinizer has given their consent to act as the Scrutinizers to conduct the voting process by e-voting and Postal Ballot.

The Scrutinizer will submit their report to the Chairman of the Company or to any other Director authorized by the Board in writing, after completion of scrutiny of Postal Ballot (including e-voting) in a fair and transparent manner. The results along with the Scrutinizer's Report will be announced on **June**

**10, 2023** and will be displayed at the Registered Office of the Company and hosted on the website of the Company i.e. [www.krishnaventuresltd.com](http://www.krishnaventuresltd.com) as well as on the website of the Depository and communicated to BSE Limited (“**BSE**” or “**Stock Exchange**”), being the stock exchange where the equity shares of the Company are presently listed.

The resolutions, which are assented to by the requisite majority of the Public Shareholders by means of Postal Ballot (which shall also include the results of e-voting), will be deemed to have been duly passed at a general meeting convened on that behalf and the same shall be considered having been passed on **June 10, 2023** i.e. the date of declaration of Postal Ballot results.

#### **SPECIAL BUSINESSES:**

#### **ITEM No. 1: REGULARIZING THE APPOINTMENT OF MS. SALONI MEHRA (DIN: 10062907) AS DIRECTOR IN THE CATEGORY OF (NON- EXECUTIVE INDEPENDENT DIRECTOR)**

**To consider and if thought fit, to accord assent/dissent to the following resolution as a Special Resolution:**

“**RESOLVED THAT** Ms. Saloni Mehra (DIN: 10062907), who was appointed as an Additional Director in the category of Non- Executive Independent Director with effect from March 13, 2023 in terms of Section 161 of the Companies Act, 2013 and other relevant provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Articles of Association of the Company, approvals and recommendations of the nomination and remuneration committee and that of the Board and who holds office up to the date of this General Meeting, be and is hereby appointed as a Non- Executive Independent Director of the Company not liable to retire by rotation, for a period of five years up to March 13, 2028.

**FURTHER RESOLVED THAT** the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, usual or expedient, to give effect to the aforesaid resolution, usual or expedient, to give effect to the aforesaid resolution.”

#### **ITEM No. 2: THE SHIFTING OF THE REGISTERED OFFICE OF THE COMPANY FROM THE STATE OF MAHARASHTRA TO THE STATE OF UTTAR PRADESH**

“**RESOLVED THAT** pursuant to the provisions of Sections 12, 13 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s), or re-enactments, thereof for the time being in force), read with Rule 30 of the Companies (Incorporation) Rules, 2014 and subject to the confirmation of the Central Government/Regional Director or any other authority, the consent of the Members be and is hereby accorded to shift the Registered Office of the Company from the State of Maharashtra to the State of Uttar Pradesh.

**FURTHER RESOLVED THAT** the Clause No. II of the Memorandum of Association of the Company be substituted by the following new clause II:

“II. The Registered Office of the Company will be situated in the State of Uttar Pradesh”

**FURTHER RESOLVED THAT** in pursuance to the aforesaid resolution, the registered office of the Company be shifted from the State of Maharashtra to the State of Uttar Pradesh, at such place as may be

decided by the Board of Directors of the Company in due course of time.

**FURTHER RESOLVED THAT** the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred to it by this resolution) be and are hereby severally authorized to sign the petition, application, affidavits and such other documents as may be necessary and to file the petition, affidavits and other documents before the Central Government/Regional Director, Registrar of Companies and other authorities for and on behalf of the Company and to accept modifications as may be advised/recommended by the authority(s).

**FURTHER RESOLVED THAT** the Board of Directors of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as it may in its absolute discretion considers necessary, expedient and proper for giving effect to this resolution and matters incidental & consequential thereto.”

**By order of the Board of Directors**  
**For Krishna Ventures Limited**

**(NEERAJ GUPTA)**

**Managing Director**

**DIN: 07176093**

**Date: May 08, 2023**

**Place: Noida**

## NOTES AND INSTRUCTIONS

1. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 and other applicable provisions in respect of the business specified above is annexed hereto.
2. The resolutions as enclosed are proposed to be passed as a special resolutions and shall be declared as passed, if the number of votes cast by the public shareholders in favour of the resolution is three times more than the number of votes cast by the public shareholder against the said resolutions. The resolutions, if passed, shall be deemed to have been passed on **June 10, 2023**.
3. The relevant documents referred to in the Notice and accompanying Explanatory Statement are available for inspection by the shareholders of the Company at the Corporate Office of the Company on all working days except Saturday, Sunday and public holidays between 10.00 am IST to 4.00 pm IST from the date of the notice up to **June 09, 2023**.
4. The notice of the postal ballot will also be available on the Company's website: [www.krishnaventuresltd.com](http://www.krishnaventuresltd.com) and on the website of the National Securities Depository Limited ("NSDL") at <https://www.evoting.nsdl.com>.
5. As per Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, the item of business set out in the attached Notice are proposed to be passed by postal ballot.
6. The Board of Directors of the Company has appointed Mr. Aakash Goel, Proprietor of G Aakash & Associates, Company Secretaries (Membership No. A57213, CP No.21629), as the Scrutinizers for conducting the postal ballot process in accordance with law in a fair and transparent manner.
7. The Company is pleased to provide Electronic Voting (hereinafter referred as "e-voting") facility to its shareholders as an alternative mode to cast their votes electronically instead of dispatching the physical Postal Ballot Form through post. The Company has engaged services of National Securities Depository Limited to provide e-voting facility to its shareholders.. In case a shareholder votes through e-voting facility, he/she is not required to send physical Postal Ballot Form and vice versa. In case a shareholder casts his vote through e-voting and physical Postal Ballot Form both, the vote cast through e-voting facility shall only be considered and the voting through physical Postal Ballot Form shall not be considered by the Scrutinizer and will be treated as invalid.
8. The e-voting facility is available at the link [www.evoting.nsdl.com](http://www.evoting.nsdl.com). Please refer to the instructions for e-voting given along with this Notice in Note No. 17 for the process and manner in which e-voting can be carried out.
9. The Notice is being sent to all shareholders, whose names appear in the Register of members/List of Beneficial Owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on the cut-off date being May 05, 2023. The Notice of Postal Ballot is being sent to members in electronic form to the e-mail Ids registered

with their Depository Participants (in case of electronic shareholding)/ the Company or its Registrar & Share Transfer Agents (RTA) (in case of physical shareholding). In case of shareholders whose e-mail ID is not registered, physical copy of Notice of Postal Ballot, explanatory statement and Postal Ballot Form along with pre-paid postal envelopes are being sent by permitted mode.

10. The voting rights of shareholders shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date being May 05, 2023. A person who is not a shareholder as on the cut-off date should treat this notice for information purpose only.
11. The shareholders opting to vote through physical Postal Ballot Form are requested to carefully read the instructions printed overleaf the Postal Ballot Form so as to reach the Scrutinizer on or before 5:00 P.M. on June 09, 2023. The Postal Ballot Forms received after close of working hours (5.00 pm IST), June 09, 2023 will be treated as if the same has not been received from the Member.
12. The period for voting through physical Ballot and e-voting starts from May 10, 2023 at 9.00 am IST and ends on June 09, 2023 at 5.00 pm IST and any physical ballots received thereafter shall not be considered and e-voting shall be disabled by NSDL.
13. The Scrutinizer will submit their report to the Chairman of the Company or to any other Director authorized by the Board after completion of scrutiny of Postal Ballot in a fair and transparent manner. The results of the Postal Ballot along with the Scrutinizer's Report will be displayed at the Registered Office of the Company and hosted on the website of the Company: [www.krishnaventuresltd.com](http://www.krishnaventuresltd.com) as well as on the website of NSDL. The results will also be communicated to the Stock Exchanges where the shares of the Company are listed.
14. The resolutions, where assented to by the requisite majority of the public shareholders by means of postal ballot (which shall also include the results of e-voting), will be deemed to have been duly passed at a general meeting convened in that behalf and the same shall be considered having been passed on June 10, 2023 i.e. the date of declaration of Postal Ballot results.
15. Any query/grievances connected with the postal ballot including voting by electronic means, may be addressed to, Mr. Neeraj Gupta, Managing Director at Krishna Ventures Limited at Office No. A 603 & A 604, Logix Technova Plot No. A4, Sector 132, Noida, Uttar Pradesh 201305, India or at [infokrishnaventuresltd@gmail.com](mailto:infokrishnaventuresltd@gmail.com) or [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
16. Information and other instructions relating to e-voting are as under:  
In compliance with the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its shareholders facility to exercise their right to vote by electronic means and the business may be transacted through e-voting services provided by NSDL.

## **PROCEDURE TO LOGIN TO E-VOTING WEBSITE**

### **How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*





#### **Step 1: Access to NSDL e-Voting system**

##### **A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

<b>Type of shareholders</b>	<b>Login Method</b>
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li>1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li><li>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>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 “<b>Login</b>” which is available under ‘<b>Shareholder/Member</b>’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit</li></ol>

	<p>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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1. Existing users who have opted for Easi / Easiest, they can login through their 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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</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 link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. 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 provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</li> </ol>

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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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. NSDL and CDSL.

<b>Login type</b>	<b>Helpdesk details</b>
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 <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
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542-43



**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to

- change your password.
- c) How to retrieve your 'initial password'?
- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically on NSDL e-Voting system.**

### **How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail [cs.goelaakash@gmail.com](mailto:cs.goelaakash@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Pallavi Mhatre, Senior Manager at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

### **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide 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 [infokrishnaventuresltd@gmail.com](mailto:infokrishnaventuresltd@gmail.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [infokrishnaventuresltd@gmail.com](mailto:infokrishnaventuresltd@gmail.com). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. [Login method for e-Voting for Individual shareholders holding securities in demat mode](#).
3. Alternatively, shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

**ITEM No. 1: REGULARIZING THE APPOINTMENT OF MS. SALONI MEHRA (DIN: 10062907) AS DIRECTOR IN THE CATEGORY OF (NON- EXECUTIVE INDEPENDENT DIRECTOR)**

The Board of Directors appointed Ms. Saloni Mehra (DIN: 10062907) as an Additional Director of the Company with effect from March 13, 2023. Pursuant to the provisions of Section 161(1) of the Act, she holds office up to the date of this General Meeting and is eligible to be appointed as an Independent Director.

The Board recommends the Resolution Item No. 1 of the Notice for approval of the Members.

Except Ms. Saloni Mehra and her relatives, none of the Directors and Key Managerial Personnel of the Company and their respective relatives is, in any way, concerned or interested, in the Resolution set out at Item No. 1 of the Notice.

The Board hereby declares that, the Independent Director proposed to be appointed fulfils the conditions specified in the Act and the rules made thereunder and that the proposed Director is independent of the Management.

**ITEM No. 2: THE SHIFTING OF THE REGISTERED OFFICE OF THE COMPANY FROM THE STATE OF MAHARASHTRA TO THE STATE OF UTTAR PRADESH**

The Board of Directors of the Company in their meeting held on May 08, 2023, proposed to shift the registered office from the State of Maharashtra to the State of Uttar Pradesh, subject to the approval of shareholders and Central Government /Regional Director.

The Board of Directors of the Company is of the opinion that shifting of the registered office of the Company to the State of Uttar Pradesh would be more beneficial to the Company as it will provide an edge to the Company and would be feasible from the point of administrative convenience, economical and efficient management of the affairs of the Company. Further, shifting of the registered office to the State of Uttar Pradesh will also enable the Company to attain the long-term strategic business objectives.

Accordingly, the Board of Directors of the Company decided to commence the process of shifting of the registered office of the Company, as contemplated above, afresh and in-principally approved the proposal

for shifting the registered office from State of Maharashtra to the State of Uttar Pradesh, in its meeting held on May 08, 2022. With a view of improving coordination and communication and for ease and effective management, the Board of Directors considered that the registered office of the Company to the State of Uttar Pradesh, India, so as to enable the Company to carry out its operation more economically and efficiently.

Since the proposal for shifting of the registered office is the subject to the approval of shareholders and Central Government/ Regional Director and further involves amendment to Clause II of the Memorandum of Association of the Company which can be effected by passing the special resolution subject to the confirmation of the Central Government/Regional Director in terms of Section 13 of the Companies Act, 2013, read with Rule 30 of Companies (Incorporation) Rules 2014, approval of the members is being sought by way of intended Special Resolution.

The Board recommends the Resolution set out under Item No. 2 of the accompanying Notice, for the approval of the Members of the Company as a Special Resolution.

None of the Directors, Key Managerial Personnel and relatives be considered as concerned or interested in the recommended resolution except to the extent of their shareholding.

**By order of the Board of Directors  
For Krishna Ventures Limited**

**(NEERAJ GUPTA)**  
**Managing Director**  
**DIN: 07176093**  
**Date: May 08, 2023**  
**Place: Noida**