

NOTICE

NOTICE is hereby given that the **Forty Second Annual General Meeting of Krishna Ventures Limited** will be held at 02, 7th Floor, Crystal Paradise Premise, Veera Desai Road Shah Ind. Estate, Andheri (W), Mumbai – 400058, India on **Friday, September 20, 2024** at **03.00 P.M.** to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on March 31, 2024, including the Audited Balance Sheet, the Statement of Profit & Loss and Cash Flow Statement for the Financial Year ended on that date including any explanatory note annexed to or forming part of, the aforementioned documents together with the Board's Report and Statutory Auditor's Report thereon.

2. **Appointment of Director retiring by rotation:**

To appoint a director in place of Mr. Arunkumar Verma (DIN- 02546086), who retires by rotation and being eligible, offers himself for re-appointment:

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 Mr. Arunkumar Verma (DIN- 02546086), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby reappointed as an Executive Director of the Company, liable to retire by rotation.”

3. **To appoint Statutory Auditors and fix their remuneration in consultation with the Board and in this regard, to pass the following resolution as an Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 139(8) of the Companies Act, 2013 read with the Companies (Audit and Auditors Rules), 2014 (the Rules), including any statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to the recommendation made by the Board of Directors through resolution passed on August 14, 2024, M/s. Vivek Mittal & Associates, Chartered Accountants (Firm Registration No. 005847C), be and are hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s Rajiv Malhotra & Associates, Chartered Accountants.

RESOLVED FURTHER THAT M/s. Vivek Mittal & Associates, Chartered Accountants (Firm Registration No. 005847C), be and are hereby appointed as the Statutory Auditors of the Company from this Annual General Meeting and that they shall hold the office of the Statutory Auditors of the Company from the conclusion of this meeting until the conclusion of the 47th Annual General Meeting and that they shall conduct the Statutory Audit for the period of Five (5) years and such other audit/review/certification/work as may be required and/or deemed expedient, on such remuneration

and out-of-pocket expenses, as may be fixed by the Management of the Company, in consultation with them.

RESOLVED FURTHER THAT all the KMPs be and are hereby severally authorized to do all acts, deeds, matters and things as considered necessary and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolutions.”

SPECIAL BUSINESS:

4. Re-Appointment of Mr. Arunkumar Verma as the Whole-Time Director of the company:

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

“**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force) approval of the Members of the Company be and is hereby accorded for re-appointment of Mr. Arunkumar Verma (DIN:02546086) as Whole-Time Director and Key Managerial Personnel of the Company for a period of 5 (Five) years with effect from 20th September 2024 on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment including remuneration in such manner as may be agreed between the Board of Directors and Mr. Arunkumar Verma.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts and take such steps as may be necessary, proper or expedient to give effect to this resolution.”

5. Change in designation of Ms. Renu Kaur, from Additional Independent Non-Executive Director to Independent Non-Executive Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**

“**RESOLVED THAT** pursuant to the provisions of sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], **Ms. Renu Kaur,**

(DIN: 10080402), who was appointed as an Additional Non-Executive Independent Director of the Company by the Board of Directors of the Company and who holds office of the Additional Non-Executive Independent Director up to the conclusion of the Annual General Meeting and who is eligible for being appointed as Non-Executive Independent Director, be and is hereby appointed as Non-Executive Independent Director of the Company, not liable to retire by rotation and to hold office for a term of five consecutive years commencing from January 29, 2024 to January 28, 2029.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to sign the requisite forms, documents, and to do all such acts, deeds, and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution.”

6. Change in designation of Ms. Namrata Sharma, from Additional Independent Non-Executive Director to Independent Non-Executive Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**

“**RESOLVED THAT** pursuant to the provisions of sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], **Ms. Namrata Sharma** (DIN: 10204473), who was appointed as an Additional Non-Executive Independent Director of the Company by the Board of Directors of the Company and who holds office of the Additional Non-Executive Independent Director up to the conclusion of the Annual General Meeting and who is eligible for being appointed as Non-Executive Independent Director, be and is hereby appointed as Non-Executive Independent Director of the Company, not liable to retire by rotation and to hold office for a term of five consecutive years commencing from February 12, 2024 to February 11, 2029.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to sign the requisite forms, documents, and to do all such acts, deeds, and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution.”

7. Change in designation of Mr. Mahesh Chandra Sharma, from Additional Independent Non-Executive Director to Independent Non-Executive Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**

“RESOLVED THAT pursuant to the provisions of sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], **Mr. Mahesh Chandra Sharma** (DIN: 09088347), who was appointed as an Additional Non-Executive Independent Director of the Company by the Board of Directors of the Company and who holds office of the Additional Non-Executive Independent Director up to the conclusion of the Annual General Meeting and who is eligible for being appointed as Non-Executive Independent Director, be and is hereby appointed as Non-Executive Independent Director of the Company, not liable to retire by rotation and to hold office for a term of five consecutive years commencing from February 12, 2024 to February 11, 2029.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to sign the requisite forms, documents, and to do all such acts, deeds, and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution.”

8. Approval to make investments, give loans, guarantees and provide securities under Section 186 of the Companies Act, 2013

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

“RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Meeting of Board and its powers) Rules, 2014, (including any statutory modification thereof for the time being in force and as may be enacted from time to time), the consent of the members be and is hereby accorded, to give loans to any person or any other body Corporate and/ or give any guarantee or provide security in connection with a loan to any person or any other body Corporate and / or acquire by way of subscription, purchase or otherwise, the securities of any body-corporate up to an aggregate amount not exceeding Rs. 50 Crores (Rupees Fifty Crores) notwithstanding that the aggregate of the loans or guarantees or securities so far given or to be given and/ or securities so far acquired or to be acquired by the Company may collectively exceed the limits prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of the Company be and is hereby authorized to take from time to time all decisions and such steps as may be necessary for giving loans, guarantees or providing securities or for making such investments and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion, deem fit, necessary or appropriate.”

9. To approve transactions under Section 185 of the Companies Act, 2013

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

“RESOLVED THAT pursuant to Section 185 of the Companies Act, 2013 (as amended by Companies (Amendment) Act, 2017) (“said sections”) read with section 186 of Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) the consent of the Members of the Company be and is hereby accorded for advancing loan and / or giving of guarantee(s), and / or providing of security(ies) in connection with any loan taken / to be taken from financial institutions / banks / insurance companies / other investing agencies or any other person(s) / bodies corporate by any entity (said entity(ies) covered under the category of ‘a person in whom any of the director of the company is interested’ as specified in the explanation to Sub-section (b) of Section 2 of the said section, of an aggregate outstanding amount not exceeding Rs. 50 Crore/- (Rupees Fifty Crores only).

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include any committee thereof) be and is hereby authorized to negotiate, finalise and agree to the terms and conditions of the aforesaid Loans / Guarantees / Securities, and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deed and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable.”

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

Sd/-
(DIVYA GAUR)
Company Secretary
M. No: 47360
Date: August 20, 2024
Place: Noida

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholders.
2. The Register of Member and Transfer Books will remain closed from the September 14, 2024 to the September 20, 2024 (both days inclusive) for the purpose of the Annual General Meeting.
3. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
4. In case shares are jointly held, this form should be completed and signed (as per the specimen signature registered with the Company) by the first named member and in his/her absence, by the next named member.
5. Members/Proxies are requested to bring their attendance slips duly filed in along with their copies of Annual Report to the Annual general Meeting.
6. Copy of relevant documents referred to in this notice are open for inspection at the registered office of the Company on all working days between 11.00 A.M to 2.00 P.M, except holidays the date of declaration of the results of e-voting.
7. Any member desirous of getting any information on the accounts of the Company is required to forward his/her queries at least 7 days prior to the meeting so that the required information can be made available at the meeting.
8. Members are requested to intimate change in their address if any immediately to Skyline Financial Services Private Limited, the Company's Registrar and Share Transfer Agents, at their office at D-

153A, 1st Floor, Okhla Industrial Area, Phase-1, New Delhi, 110020 Phone: +91011 - 30857557, Email Id: info@skylinerta.com.

9. Members holding shares in physical form in the same set of names under different folios are requested to apply for consolidation of such folios along with relevant Share Certificates to M/s. Skyline Financial Services Private Limited, Registrar and Share Transfer Agents of the Company, at their address given above.
10. Pursuant to SEBI Circular, the Shareholders holding shares in physical form are requested to submit self-attested copy of PAN at the time of sending their request for share transfer/transmission of name/transposition of name.
11. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the meeting. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
12. For members who have not registered their email address, physical copies of the Notice of the Annual General Meeting of the Company inter alia indicating the process and manner of evoting along with Attendance Slip and Proxy Form is being sent in the permitted mode. Members may also note that Notice of Annual General Meeting and Annual Report for 2023-2024 will be available on Company's website www.krishnaventuresltd.com for their download.
13. Members who have not registered their email addresses so far are requested to register their email address for receiving all communications including annual report, notices, circulars etc. from the company electronically.
14. At present the Company's equity shares are listed on the BSE Limited. Members are informed that the scripts of the Company have been activated both in Central Depositories Services (India) Limited (CDSL) and National Securities & Depository Limited (NSDL) and may be dematerialized under the ISIN- INE537L01010. The custodian fees for the current financial year 2023- 2024 have been paid to all the aforesaid Depositories.
15. For any assistance or information about shares etc. members may contact the Company.
16. **VOTING THROUGH ELECTRONIC MEANS**

Mr. Aakash Goel, the proprietor of M/s. G Aakash & Associates, Company Secretaries (ACS No. A57213; CP No.: 21629) has been appointed as Scrutinizer for the purpose of facilitating E-Voting for the Annual General Meeting of the Company for the Financial Year 2023-24. It is being updated that Mr. Aakash Goel, Practicing Company Secretary was acting as Scrutinizer for the previous Annual General Meeting of the Company.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Tuesday September 17, 2024 at 09:00 A.M. and ends on Friday, September 19, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. September 13, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 13, 2024.

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 CSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting 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:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ 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 “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 i.e. NSDL and you will be re-directed to e-Voting

	<p>website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2. If you are 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 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.</p> <p>Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;">NSDL Mobile App is available on</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"> 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 users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 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

	<p>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, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</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. 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.</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. NSDL and CDSL.

Login type	Helpdesk details
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000</p>

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 toll free no. 1800 22 55 33

B) Login Method for e-Voting and joining virtual meeting 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 :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
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	16 Digit Beneficiary ID

demat account with CDSL.	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.

b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on 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 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 and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting 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 and General Meeting is In active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
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 to cs.goelaakash@gmail.com with a copy marked to 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 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 or call on 022 - 4886 7000 and 022 - 2499 7000 or send a request to (Mr. Rahul Rajbhar) at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories/ company 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.
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 (selfattested scanned copy of Aadhar Card) to infokrishnaventuresltd@gmail.com. If you are an Individual shareholders 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 and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to 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.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
3. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

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

Sd/-
(DIVYA GAUR)
Company Secretary
M. No: 47360

Date: August 20, 2024
Place: Noida

STATEMENT ANNEXED TO THE NOTICE
(Pursuant to section 102 (1) of the Companies Act, 2013)

Item No. 4

Re-Appointment of Mr. Arunkumar Verma as the Whole-Time Director of the company

Based on the recommendation of Nomination and Remuneration Committee duly approved by the resolution passed at its meeting, the Board of Directors has reappointed Mr. Arunkumar Verma as the Whole-Time Director of the Company for a period of 5 (Five) years w.e.f. 20th September, 2024, subject to approval of the members in General Meeting upon terms and conditions set out in the draft agreement to be entered into by the Company with him as approved by the Board of Directors.

Mr. Arunkumar Verma's visionary guidance has been instrumental in driving company's remarkable growth. Throughout his tenure, he has exhibited exceptional leadership skills and a steadfast commitment towards Company's progress. Under his astute leadership, the Company has achieved steady growth, marked by consistent expansion, strategic initiatives, and a relentless pursuit of excellence. His ability to navigate through uncertainties and make well-informed decisions has ensured the sustainability of Company's operations. It would be therefore in the interest of the Company to re-appoint Mr. Arunkumar Verma as the Whole-Time Director of the Company.

The material terms and conditions of the said draft Agreement are as under:

1. Period of Agreement: 20th September 2024 to 19th September 2029
2. Remuneration:
 - a) Basic Salary: Basic Salary of 8,333/- per month with a power to the Board to give one or more annual increment subject to maximum basic salary of 8,333/- per month.
 - b) Perquisites/Allowances: In addition to salary, the Whole-Time Director shall be entitled to the following perquisites/ allowances: House rent allowance, conveyance allowance, leave travel allowance, bonus, reimbursement of medical expenses (whether in India or abroad) and medical insurance premium for self and family, fees of clubs subject to maximum of two clubs which will include admission fees but will not include life membership fees, use of car with driver and telephone and internet facilities at residence and mobile phone facility, personal accident insurance, assignment of key man and other insurance policies obtained by the Company and such other perquisites and special allowances as may be determined by the Board from time to time.
 - c) Whole-Time Director shall also be entitled to the following perquisites which shall not be included in the computation of the ceiling on remuneration specified herein:
 - i. contribution to the Provident Fund, Contribution to Gratuity Fund as per the rules of the Company.
 - ii. Gratuity payable at the rate not exceeding half a month's salary for every completed year of service.
 - iii. Encashment of leave as per rules of the Company. Explanation: For the purpose of this

Agreement, "Family" means the spouse and dependent children of Whole-Time Director.

- d) Perquisites and allowances together with the salary payable as aforesaid shall be restricted to and subject to the applicable overall maximum ceiling set out in Section 197 read with Schedule V of the Companies Act, 2013 or any amendments or modifications that may be made thereto by the Central Government in that behalf from time to time.
3. Where in any financial year during his tenure as Whole-Time Director, if the Company has no profit or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites/ allowances as aforesaid.
4. Whole-Time Director shall be entitled to annual leave for a period of thirty five days and shall be entitled to accumulate earned leave for a maximum of ninety days.
5. Whole-Time Director shall be entitled to:
 - a) the reimbursement of entertainment expenses actually incurred by him in the course of legitimate business of the Company in accordance with the rules and regulations of the Company in force from time to time or as may be approved by the Board of Directors; and
 - b) the reimbursement of travelling, hotel and other expenses incurred by him in India and abroad exclusively for the business of the Company in accordance with the rules and regulations of the Company in force from time to time or as may be approved by the Board of Directors.
6. No sitting fees shall be payable to him for attending the meeting of the Board of Directors or Committee thereof.
7. Notwithstanding anything to the contrary contained in the Agreement, either party shall be entitled to terminate the Agreement, at any time by giving to the other party 90 days notice in writing in that behalf without the necessity of showing any cause and on expiry of the period of such notice, this Agreement shall stand terminated and Whole-Time Director shall cease to be the Whole-Time Director of the Company. The said notice period of 90 days may be waived mutually.
8. The terms and conditions of the said appointment herein and/ or agreement may be altered and varied by the Board of Directors from time to time at its discretion as it may deem fit so as not to exceed the limits specified in the Schedule V to the Companies Act, 2013, or any other amendments made hereafter in that regard.
9. The other terms and conditions of the agreement are such as are customarily contained in the agreement of similar nature.
10. The said re-appointment / agreement including the remuneration payable to him, is subject to the approval of the members and all such sanctions as may be necessary and shall be given effect to as per the modification, if any, made/ approved.

Your Directors recommend the resolution at Item No. 4 of the Notice for your approval.

Mr. Arunkumar Verma is interested in the said resolution as it pertains to his own re-appointment.

None of the other Directors, Key Managerial Personnels of the Company and their relatives are, in any way, concerned or interested, financially, or otherwise, in the said resolution.

Item No. 5

Change in designation of Ms. Renu Kaur, from Additional Independent Non-Executive Director to Independent Non-Executive Director

The Board of Directors of the Company at their meeting held on Monday, January 29, 2024, based on the recommendation of Nomination and Remuneration Committee of the Board, has approved and recommended to the shareholders, the appointment of Ms. Renu Kaur (DIN: 10080402) as an Independent Director of the Company for a term of five years with effect from January 29, 2024 to January 28, 2029 (both days inclusive) and she shall not be liable to retire by rotation. Her appointment is subject to the approval of the shareholders by way of an Ordinary Resolution.

In the opinion of the Board, Ms. Renu Kaur (DIN: 10080402) is a person of integrity and fulfils the conditions specified under the Act read with Rules thereunder and SEBI (LODR) Regulations, 2015 for her appointment as an Independent Director (Non-Executive) of the Company. Brief Profile of Ms. Renu Kaur (DIN: 10080402) and other details as required under the Act and the SEBI (LODR) Regulations, 2015 are provided herein below and the manner in which she meets such requirements is provided in the Corporate Governance Report forming part of the Annual Report.

The Company has received from Ms. Renu Kaur, all statutory disclosures / declarations including:

- (i) Consent in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014,
- (ii) Intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013, and
- (iii) Declaration to the effect that she meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013, sub-rule (1) and (2) of Rule 6 of Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

She is eligible for appointment as a Director and is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. The terms and conditions of appointment of Ms. Renu Kaur (DIN: 10080402) as an Independent Director, would be made available for inspection to the members on sending a request along with their DP / Client ID or Folio No. from their registered email address to the Company at infokrishnaventuresltd@gmail.com

Concern or interest, financial or otherwise of Directors and Key Managerial Personnel and their relatives:

Except Ms. Renu Kaur being an appointee, none of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives are concerned or interested, financial or otherwise, in the Ordinary Resolution set out as Item No. 5.

Disclosure under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and details as required under Clause 1.2.5 of the Secretarial Standards on General Meetings (SS-2) can be referred below.

Item No. 6

Change in designation of Ms. Namrata Sharma, from Additional Independent Non-Executive Director to Independent Non-Executive Director

The Board of Directors of the Company at their meeting held on Monday, February 12, 2024, based on the recommendation of Nomination and Remuneration Committee of the Board, has approved and recommended to the shareholders, the appointment of Ms. Namrata Sharma (DIN: 10204473) as an Independent Director of the Company for a term of five years with effect from February 12, 2024 to February 11, 2029 (both days inclusive) and she shall not be liable to retire by rotation. Her appointment is subject to the approval of the shareholders by way of an Ordinary Resolution.

In the opinion of the Board, Ms. Namrata Sharma (DIN: 10204473) is a person of integrity and fulfils the conditions specified under the Act read with Rules thereunder and SEBI (LODR) Regulations, 2015 for her appointment as an Independent Director (Non-Executive) of the Company. Brief Profile of Ms. Renu Kaur (DIN: 10080402) and other details as required under the Act and the SEBI (LODR) Regulations, 2015 are provided herein below and the manner in which she meets such requirements is provided in the Corporate Governance Report forming part of the Annual Report.

The Company has received from Ms. Namrata Sharma, all statutory disclosures / declarations including:

- (i) Consent in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014,
- (ii) Intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013, and
- (iii) Declaration to the effect that she meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013, sub-rule (1) and (2) of Rule 6 of Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

She is eligible for appointment as a Director and is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. The terms and conditions of appointment of Ms. Namrata Sharma (DIN: 10204473) as an Independent Director, would be made available for inspection to the members on sending a request along with their DP / Client ID or Folio No. from their registered email address to the Company at infokrishnaventuresltd@gmail.com

Concern or interest, financial or otherwise of Directors and Key Managerial Personnel and their relatives:

Except Ms. Namrata Sharma being an appointee, none of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives are concerned or interested, financial or otherwise, in the Ordinary Resolution set out as Item No. 6.

Disclosure under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and details as required under Clause 1.2.5 of the Secretarial Standards on General Meetings (SS-2) can be referred below.

Item No. 7

Change in designation of Mr. Mahesh Chandra Sharma, from Additional Independent Non-Executive Director to Independent Non-Executive Director

The Board of Directors of the Company at their meeting held on Monday, February 12, 2024, based on the recommendation of Nomination and Remuneration Committee of the Board, has approved and recommended to the shareholders, the appointment of Mr. Mahesh Chandra Sharma (DIN: 09088347) as an Independent Director of the Company for a term of five years with effect from February 12, 2024 to February 11, 2029 (both days inclusive) and he shall not be liable to retire by rotation. His appointment is subject to the approval of the shareholders by way of an Ordinary Resolution.

In the opinion of the Board, Mr. Mahesh Chandra Sharma (DIN: 09088347) is a person of integrity and fulfils the conditions specified under the Act read with Rules thereunder and SEBI (LODR) Regulations, 2015 for his appointment as an Independent Director (Non-Executive) of the Company. Brief Profile of Mr. Mahesh Chandra Sharma (DIN: 09088347) and other details as required under the Act and the SEBI (LODR) Regulations, 2015 are provided herein below and the manner in which he meets such requirements is provided in the Corporate Governance Report forming part of the Annual Report.

The Company has received from Mr. Mahesh Chandra Sharma, all statutory disclosures / declarations including:

- (i) Consent in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014,
- (ii) Intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013, and
- (iii) Declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013, sub-rule (1) and (2) of Rule 6 of Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

He is eligible for appointment as a Director and is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. The terms and conditions of appointment of Mr. Mahesh Chandra Sharma (DIN: 09088347) as an Independent Director, would be made available for inspection to the members on sending a request along with their DP / Client ID or Folio No. from their registered email address to the Company at infokrishnaventuresltd@gmail.com

Concern or interest, financial or otherwise of Directors and Key Managerial Personnel and their relatives:

Except Mr. Mahesh Chandra Sharma being an appointee, none of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives are concerned or interested, financial or otherwise, in the Ordinary Resolution set out as Item No. 7.

Disclosure under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and details as required under Clause 1.2.5 of the Secretarial Standards on General Meetings (SS-2) can be referred below.

Item No. 8

Approval to make investments, give loans, guarantees and provide securities under Section 186 of the Companies Act, 2013

Pursuant to the provisions of Section 186(2) of the Companies Act, 2013 ('Act'), the Company shall not directly or indirectly: - (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is higher.

Pursuant to the provisions of Section 186(3) of the 'Act', where the giving of any loan or guarantee or providing any security or the acquisition of securities exceeds the limits specified in Section 186(2) of the 'Act', prior approval by means of a Special Resolution passed at a General Meeting is necessary.

In terms of Rule No.11(1) of the Companies (Meeting of Board and its Powers) Rules ('Rules'), where a loan or guarantee is given or security has been provided by a company to its wholly-owned subsidiary or a joint venture, or acquisition is made by a holding company, by way of subscription of securities of its wholly owned subsidiary, the requirement of Section 186(3) of the 'Act' shall not apply, however it will be included for the purpose of overall limit in the normal course of business, the Company may be required to give loans or guarantees or make investments in excess of the limits specified in Section 186(2) of the 'Act'.

Accordingly, it is proposed to seek prior approval of Members vide an enabling Resolution to provide loans, guarantees and make investments up to a sum of Rs. 50 Crores (Rupees Fifty Crores) over and above the aggregate of free reserves and securities premium account of the Company at any point of time.

The Board of Directors recommends resolution as set out in item No. 8 for approval of the members of the Company by way of passing a Special Resolution.

None of the Directors or Key Managerial Personnel of the Company (including relatives of Directors and Key Managerial Personnel) is in any way, whether financially or otherwise, concerned or interested, in the said resolution.

Item No. 9

To approve transactions under Section 185 of the Companies Act, 2013

As per the provisions of Section 185 of the Companies Act, 2013, no company shall, directly or indirectly, advance any loan including any loan represented by a book debt, to any of its Directors or to any other person in whom the Director is interested or give any guarantee or provide any security in connection with any loan taken by him or such other person. In terms of the amended Section 185 of the Act, a company may advance any loan, including any loan represented by a book debt, to any person in whom any of the Directors of the Company is interested or give any guarantee or provide any security in connection with any loan taken by any such person, subject to the condition that approval of the shareholders of the Company is obtained by way of passing a Special Resolution.

The management is of the view that the Company may be required to invest surplus funds, if available in its wholly owned subsidiary Companies or to any other body corporate(s) in which the Directors of the Company are interested, as and when required. Hence, as an abundant caution, the Board decided to seek approval of the shareholders pursuant to the amended provisions of Section 185 of the Act to provide financial assistance by way of loan or give guarantee or provide security in respect of loans taken by such any person, for their principal business activities.

The Members may note that Board of Directors would carefully evaluate proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, only for principal business activities of such Entities. The Board of Directors recommends resolution as set out in item No. 9 for approval of the members of the Company by way of passing a Special Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Companies Act, 2013 is, in any way, financially or otherwise, concerned or interested in the resolution.

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

Sd/-
(DIVYA GAUR)
Company Secretary and Compliance Officer

Place: Noida
Date: August 20, 2024

Additional Information on Directors recommended for appointment / re-appointment at the Annual General Meeting as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings (SS-2) issued by ICSI:

Name	Ms. Renu Kaur	Ms. Namrata Sharma	Mr. Mahesh Chandra Sharma	Mr. Arunkumar Verma
Director Identification Number (DIN)	10080402	10204473	09088347	02546086
Date of Birth	10 th February 1992	25 th March 1982	05 th January 1960	22 nd June 1972
Nationality	Indian	Indian	Indian	Indian
Date of first appointment on the Board	29 th January 2024	12 th February 2024	12 th February 2024	28 th May 2016
Brief Profile including areas of expertise and experience in the specific functional areas	Ms. Renu kaur having DIN: 10080402 is qualified Independent Director, registered in Independent Director Databank under Indian Institute of Corporate Affairs with the registration no. IDDB-PA-202210-038622. She is Associate, Company secretary from Institute of Company Secretary of India and holds the degrees of M.com and B.com. She has rich experience in the field of Corporate law, Securities law, SEBI Compliance, Financial Management,	Ms. Namrata Sharma is a seasoned legal professional specializing in Corporate Laws, boasting over 14 years of comprehensive experience, encompassing corporate governance as a Company Secretary, as well as employment law expertise. Throughout her career, she has served in pivotal roles, notably as a Legal Manager, where she has demonstrated mastery in Corporate Laws,	Mr. Mahesh Chandra Sharma having DIN 09088347 is qualified Independent Director. He carries more than 40 years of experience and has executed/supervised various projects including hotel, high rise buildings, thermal power plant and other infrastructure projects as construction project management Head. He has a very rich experience and has worked in Republic of Yemen, Turkey, and Muscat in Oman apart from	Mr. Arunkumar Verma is an Art graduate. He has a rich experience and knowledge in the field of real estate development and construction. He also has a good experience in dealing with the liasoning work relating to the real estate projects. He has done freelancing in sales and has a vast experience in leasing and selling of residential properties, commercial properties and plots. He has total

	<p>Trademark. She is Independent Women Director in Six Companies including listed and non listed company.</p>	<p>Securities Law, SEBI Compliances, Financial Management, Accounts, and Taxation. Her tenure in esteemed government bodies such as the Delhi Stock Exchange and Registrar of Companies has fortified her understanding of regulatory frameworks and procedures. Her specialized focus lies in navigating complex assignments within the realm of Corporate Laws. Namrata is adept at interfacing with a diverse array of regulatory bodies, including but not limited to the Registrar of Companies (ROC), Regional Director (RD), Ministry of Corporate Affairs (MCA), Reserve Bank of India (RBI), and various judicial authorities.</p>	<p>attending a 45 days course sponsored by JICA at Yokohama, Japan in Construction Technology as applied to third world Countries. With More than 34 years of experience in construction and real estate industry with NBCC (India) Ltd. A Navratna CPSE has provided him deep technical and Managerial Experience and understanding of variety of projects, as well as understanding different stages of construction projects i.e. Initiation, Planning, Execution, Monitoring & Closing. Earlier also he had worked with Shapooji Pallonji & Co. Mumbai. Presently he is an IBBI Registered Valuer (Land & Building) and Insolvency Professional (IP).</p>	<p>experience of more than thirty years where he has dealt with various kinds of assignments in the field of real estate development and construction.</p>
<p>Terms and Conditions of appointment / re-appointment</p>	<p>Appointment as an Independent Director for a period of 5 consecutive years effective from January 29, 2024 to January 28, 2029</p>	<p>Appointment as an Independent Director for a period of 5 consecutive years effective from February 12, 2024 to February 11, 2029</p>	<p>Appointment as an Independent Director for a period of 5 consecutive years effective from February 12, 2024</p>	<p>Pursuant to the provisions of Section 152 of the Companies Act, 2013 Mr. Arunkumar Verma (DIN- 02546086), who retires by</p>

	(both days inclusive), not liable to retire by rotation	(both days inclusive), not liable to retire by rotation	to February 11, 2029 (both days inclusive), not liable to retire by rotation	rotation at this meeting and being eligible has offered himself for re-appointment
Details of Remuneration last drawn (FY 2023-24)	Sitting fees only	Sitting fees only	Sitting fees only	Rs. 1,00,000/- (Rupees One Lakh only) (Per Annum)
Details of Remuneration sought to be paid	Sitting fees only	Sitting fees only	Sitting fees only	Rs. 1,00,000/- (Rupees One Lakh only) (Per Annum)
List of Directorships held in other companies (excluding foreign companies)	<ol style="list-style-type: none"> 1) Blue Pearl Texspin Limited 2) AAR Shyam India Investment Company Limited 3) Rajnish Retail Limited 4) Corporate Merchant Bankers Limited 5) S G N Telecoms Limited 6) Faalcon Concepts Limited 	<ol style="list-style-type: none"> 1. Quasar India Limited 2. Golkonda Aluminium Extrusions Limited 3. Spright Agro Limited 4. ETT Limited 	Nil	Nil
Chairmanship / Membership of Committees in other listed companies (excluding foreign companies)	<ol style="list-style-type: none"> 1. Chairperson of Audit Committee and Stakeholders Relationship Committee in Faalcon Concepts Limited. 2. Member of 	<ol style="list-style-type: none"> 1. Chairperson of Audit Committee and Member of Stakeholders Relationship Committee in Quasar India Limited. 2. Chairperson of 	Nil	Nil

	Nomination and Remuneration Committee in Faalcon Concepts Limited.	Audit Committee and Member of Stakeholders Relationship Committee in Spright Agro Limited.		
Names of listed companies from which the Director has resigned from Directorship in the past three years	1. Davin Sons Limited	Nil	Nil	Nil
No. of Board Meetings attended during the FY 2023-24	Three Meetings	Two Meetings	Two Meetings	All Meetings
Inter-se relationship with other Directors and Key Managerial Personnel of the Company	None	None	None	None
Number of shares held in the Company	Nil	Nil	Nil	Nil
Summary of Performance Evaluation of Independent Director to be re-appointed	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Justification for appointment of Independent Director	Refer to Explanatory Statement	Refer to Explanatory Statement	Refer to Explanatory Statement	Not Applicable

ATTENDANCE SLIP

Venue: 02, 7th Floor, Crystal Paradise Premise, Veera Desai Road Shah Ind. Estate, Andheri (W), Mumbai – 400058, India

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

Name	
Address	
DP-ID/CLIENT-ID*	
Regd. Folio No.#	
No. of shares held	
Whether the member is attending the meeting in person or by proxy or by authorized representative.	
Name of the proxy (to be filed in if proxy attends instead of the member).	

**Applicable for investors holding shares in Electronic form.*

Applicable for investors holding shares in Electronic form.

I certify that I am a registered Shareholders/Proxy for the registered Shareholder of the Company. I/we hereby record my/our presence at the Annual General Meeting of the Company held on 20th September, 2024 at the registered office of the Company situated at 02, 7th Floor, Crystal Paradise Premise, Veera Desai Road Shah Ind. Estate, Andheri (W), Mumbai – 400058, India



KRISHNA VENTURES LIMITED

Registered Office: 702, 7th Floor, Crystal Paradise Premise,
Veera Desai Road Shah Ind. Estate,
Andheri (w), Mumbai - 400058, India
E-mail: infokrishnaventuresltd@gmail.com

Form No. MGT11

PROXY FORM

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

CIN: L45400MH1981PLC025151
Name of the Company: KRISHNA VENTURES LIMITED
Registered Office: 02, 7th Floor, Crystal Paradise Premise, Veera Desai Road Shah Ind. Estate, Andheri (W), Mumbai – 400058, India

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

I/We, being the holder(s) of..... shares of the above named Company, hereby appoint

1.

Name: _____

Address: _____

E-mail Id: _____

Signature: _____

or failing him/her

2.

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 42nd Annual General Meeting of the Company, to be held on 20th September, 2024 at 03:00 P.M at the Registered Office of the Company at 02, 7th Floor, Crystal Paradise Premise, Veera Desai Road Shah Ind. Estate, Andheri (W), Mumbai – 400058, India, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions
Ordinary Business:	
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31 st March, 2024, including the Audited Balance Sheet as at 31 st March, 2024, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date and the reports of Board of Directors and Auditors thereon.
2.	Appointment of Director retiring by rotation
3.	To appoint Statutory Auditors and fix their remuneration in consultation with the Board and in this regard, to pass the following resolution as an Ordinary Resolution
Special Business:	
4.	Re-Appointment of Mr. Arunkumar Verma as the Whole-Time Director of the company
5.	Change in designation of Ms. Renu Kaur, from Additional Independent Non-Executive Director to Independent Non-Executive Director
6.	Change in designation of Ms. Namrata Sharma, from Additional Independent Non-Executive Director to Independent Non-Executive Director
7.	Change in designation of Mr. Mahesh Chandra Sharma, from Additional Independent Non-Executive Director to Independent Non-Executive Director
8.	Approval to make investments, give loans, guarantees and provide securities under Section 186 of the Companies Act, 2013
9.	To approve transactions under Section 185 of the Companies Act, 2013

Signed this day of 2024

Signature of shareholder(s)

Signature of Proxy holder(s)

Affix Revenue
Stamp

Note:

This form of proxy in order to be effective -should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Any alteration or correction made to this Proxy form must be initialled by the signatory / signatories.

Registered Office: 702, 7th Floor, Crystal Paradise Premise,
Veera Desai Road Shah Ind. Estate,
Andheri (w), Mumbai - 400058, India
E-mail: infokrishnaventuresltd@gmail.com

ROUTE MAP FOR AGM VENUE: 02, 7TH FLOOR, CRYSTAL PARADISE PREMISE, VEERA DESAI ROAD SHAH
IND. ESTATE, ANDHERI (W), MUMBAI – 400058, INDIA

