

KHANDELWAL EXTRACTIONS LIMITED

Registered office: 51/47, Nayaganj, Kanpur-208001

CIN: L24241UP1981PLC005282

Tel No: 2313195, 2318706(Fax)

Website: www.khandelwalextractions.com

Email: kelknp@yahoo.com

NOTICE

NOTICE is hereby given that the 37th Annual General Meeting of Khandelwal Extractions Ltd. will be held at 50 MIG Bungalow, W Block, Keshav Nagar Kanpur- 208014 on Saturday, the 28th September, 2019 at 4:00 P.M. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2019 and Report of the Board of Directors and Auditors' thereon.
2. To ratify the payment of dividend on 5000 Cumulative Redeemable Preference Shares of Series II & 5000 Cumulative Redeemable Preference Shares of Series III @ 12% for the period 01.04.2018 to 24.03.2019 out of surplus in Profit & Loss A/c.
3. To appoint a Director in place of Shri Dinesh Khandelwal (DIN: 00161831), who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS

To consider and if thought fit, to pass with or without modification(s), the following resolution(s)

As Special Resolution:

4. Re-appointment of Shri Dinesh Khandelwal as Whole-time Director (Finance) & CFO

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 of The Companies Act, 2013 and any other applicable provisions, if any and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Schedule V to the Companies Act, 2013, the consent of the members of the Company be and is hereby accorded for the re-appointment of Mr. Dinesh Khandelwal (DIN: 00161831) designated as Whole-time Director (Finance) & CFO, not liable to retire by rotation except for compliance of Section 152 (6) of the Companies Act, 2013, for three (3) years with effect from 01.04.2020, on the terms and conditions as recommended by Nomination and Remuneration Committee and as contained in the Explanatory Statement attached to the notice.”

“RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and /or Company secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

5. Re-appointment of Shri Ashok Gupta as an Independent Director

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Shri Ashok Gupta (DIN: 00135288), aged 66 years, who was appointed as an Independent Director and who holds office of Independent Director up to the conclusion of this Annual General Meeting and being eligible, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years on the Board of the Company i.e. up to conclusion of Annual General Meeting in the calendar year 2024.”

6. Re-appointment of Shri Atul Bagla as an Independent Director

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Shri Atul Bagla (DIN: 00159563), aged 53 years, who was appointed as an Independent Director and who holds office of Independent Director up to the conclusion of this Annual General Meeting and being eligible, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years on the Board of the Company i.e. up to conclusion of Annual General Meeting in the calendar year 2024.”

7. Re-appointment of Shri Anil Kamthan as an Independent Director

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the

Act”) and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Shri Anil Kamthan (DIN: 00159819), aged 66 years, who was appointed as an Independent Director and who holds office of Independent Director up to the conclusion of this Annual General Meeting and being eligible, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years on the Board of the Company i.e. up to conclusion of Annual General Meeting in the calendar year 2024.”

8. Re-appointment of Mrs. Rekha Kejriwal as an Independent Director

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mrs. Rekha Kejriwal (DIN: 06889864), aged 44 years, who was appointed as an Independent Director and who holds office of Independent Director up to the conclusion of this Annual General Meeting and being eligible, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing her candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years on the Board of the Company i.e. up to conclusion of Annual General Meeting in the calendar year 2024.”

By order of the Board of Directors

Regd. Office:
51/47, Nayaganj, Kanpur – 208 001
Dated: 10th August, 2019

(SURABHI PASARI)
COMPANY SECRETARY

Notes:

- a) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE “MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in aggregate not more than 10% of total share capital of the company carrying voting rights. 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 a proxy for any other person or shareholder. The instrument of proxy in order to be effective must be received by the Company not less than 48 hours before the meeting. A Proxy form is annexed herewith. Proxies submitted on behalf of the Companies must be supported by an appropriate resolution/authority as applicable.

- b) The Register of the members and Share Transfer books of the Company will remain closed from **21st September, 2019 to 28th September, 2019** (both days inclusive).
- c) Brief resume of the Directors proposed to be re-appointed along with such other details as stipulated under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and Secretarial Standards on General Meetings (SS-2), are provided as Annexure to this Notice.
- d) The Company has entered into necessary arrangements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) to enable the shareholders to dematerialize their shareholding in the Company for which they may contact the Depository Participant of the above Depositories. The Company's ISIN No. is INE687W01010. **In view of applicability of Securities and Exchange Board of India ("SEBI") notification dated 08th June, 2018, which has mandated that the requests for transfer of securities shall take place only in dematerialized form w.e.f 01st April, 2019, members are requested to dematerialize their securities with NSDL/CDSL in order to avoid any hassle while transferring the securities in future.**
- e) Members are requested to lodge Share Transfer documents and all other correspondences and queries relating to Share Transfer, Share Certificates, Change of Address etc., to the Company's Registrar and Transfer Agent ("RTA") i.e. M/s Alankit Assignments Limited having its office at 1E/13, Alankit Heights, Jhandewalan Extension , New Delhi- 110055
- f) Member's cooperation is solicited to furnish their latest address, e mail address, contact details and PAN No. to their Depository participants in respect of electronic holdings and to the Company's RTA in respect of physical holdings. **For any assistance, the member(s) may contact Mr. Dinesh Khandelwal –Director (Finance) & CFO on mobile no. 9415330630 or 8081252221 or e-mail at kelknp@yahoo.com**
- g) In terms of Section 108 of the Companies Act 2013 read with relevant applicable rules and pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has made arrangement of e -voting through CDSL. Members have option to cast their vote by using electronic voting system from a place other than the venue of the meeting (remote e-voting).Members who wish to cast the vote at AGM shall be provided a Ballot to cast their vote. The members who have cast their vote by remote e-voting may also attend the meeting but shall not be entitled to cast/change their vote again in the meeting.
- h) The voting rights of the Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e 21st September, 2019. The poll process shall be conducted and scrutinized and report thereon will be prepared in

accordance with Section 109 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended from time to time.

- i) The Company has appointed M/s. Banthia & Co. (Prop. Mr. G.K. Banthia) of Kanpur, Practicing Company Secretaries (C.P. No. 1405) as the Scrutinizer for conducting the e-voting and polling process in fair and transparent manner who have consented to be available for the same.
- j) The Scrutinizer, after scrutinizing the votes cast at the meeting and through remote e-voting, will, not later than three days of conclusion of the meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.khandelwalextractions.com and on the website of CDSL www.evotingindia.com. The results will simultaneously be communicated to the Stock Exchange(s).
- k) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e 28th September, 2019.
- l) All documents referred to in the accompanying notice are open for inspection at the Registered Office of Company between 2:00 P.M. to 4:00 P.M. on all working days except Saturday up to the date of Annual General Meeting.
- m) A Route Map showing directions to reach the venue of AGM is attached at the end of this Annual Report as per the requirement of the Secretarial Standard -2 on General Meetings.
- n) A copy of this notice has been placed on the website of the Company www.khandelwalextractions.com and on the website of CDSL www.evotingindia.com.

Instructions for the voting through electronic means

- (i) The voting period begins on 25th September, 2019 (10:00 am) and ends on 27th September, 2019 (5:00 p.m). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21st September, 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders / Members
- (iv) Now enter your User ID:
 - a. For NSDL: 8 Character DP ID followed by 8 Digits Client Id
 - b. For CDSL: 16 digits Beneficiary ID
 - c. Members holding shares in physical form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company are requested to enter 10 digits sequence number printed on address label pasted on cover page of Annual Report
DOB OR Dividend Bank Details	Enter the Dividend Bank Details or Date of Birth (in DD/MM/YYYY) as recorded in your demat account or with the Company in order to login.
OR	If both the details are not recorded with the Depository or Company please enter the number of shares held by you as on 21 st September, 2019 (e voting cut off date) in the Dividend Bank details field.

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that the Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN of Khandelwal Extractions Limited on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User Id and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store.

Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xx) Any person, who acquires shares of the Company and become the members after dispatch of the Notice and hold shares as on the cut off date i.e 21st September, 2019 may follow the same instructions as mentioned above for E-voting.

(xxi) In case if you have any queries or issues regarding e-voting, you may refer the Frequently Asked questions (“FAQs”) and e-voting manual available at www.evotingindia.com , under help section or write an email to helpdesk.evoting@cdslindia.com

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

Item No. 4

Mr. Dinesh Khandelwal, who has been associated with the Company's activities since inception, has been holding office in the capacity of Whole-Time Director (Finance) & CFO in terms of approval accorded by members of the Company in the 34th Annual General Meeting held on 24th September, 2016 for a period of 3 years w.e.f. 01.04.2017. His present tenure would expire on 31.03.2020. The Board of Directors on the basis of recommendation of Nomination and Remuneration Committee has re-appointed him as Whole-Time Director (Finance) & CFO for another period of three (3) years w.e.f 01.04.2020 on the remuneration package which is within the maximum permissible limit under Schedule V of the Companies Act, 2013. Fresh approval of the members by way of Special Resolution is being sought for the same.

The followings are the terms and conditions as regards to salary and perquisites payable to him:

- i) Salary: Rs.30000/- per month (reduced from existing 52500/- p.m.)

Category –A:

- a) Provident Fund: Company's contribution to Provident Fund will not be included in the computation of the ceiling on perquisite to the extent these, either singly or put together are not taxable under the Income Tax Act.

Category – B:

Provision of Car and cell phone for use on Company's business will not be considered as perquisites. Use of car for private purpose shall be billed by the Company.

He shall not be entitled for any sitting fees for meeting of the Board or of any committee thereof attended by him .In the event of loss or inadequacy of profits in any financial year(s), the aforesaid remuneration shall be paid as minimum remuneration in accordance with the provisions of Companies Act, 2013. The Board of Directors may revise upwards, the remuneration from time to time, within the maximum permissible limit under Schedule V of the Companies Act, 2013, but not exceeding Rs. 60000/- p.m. excluding perquisites.

So far the Company was engaged in Solvent Extraction Industry but it has closed its manufacturing operations during the year and is exploring new avenues. The re-appointment of Mr. Dinesh Khandelwal is required to comply with the statutory requirements as well as he shall be helpful to explore new activities. Remuneration has been kept very low in order to minimise the expenses during present financial constraints.

No Director and Key Management Personnel, except Mr. K N Khandelwal, Mr. Dinesh Khandelwal, and Mr. Vishwa Nath Khandelwal being relative to each other, are concerned and interested in the resolution.

Item No. 5, 6, 7 & 8

Shri Ashok Gupta, Shri Atul Bagla, Shri Anil Kamthan & Mrs. Rekha Kejriwal were appointed as Independent Directors of the Company by the members at the 32nd AGM of the Company held on 27th September, 2014 for a period of five consecutive years up to the conclusion of AGM in the calendar year 2019. As per Section 149(10) of the Act, an Independent Director shall hold office for a term of up to five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of up to five consecutive years on the Board of a Company.

Based on the performance evaluation report and as per the recommendation of Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions and the Rules made thereunder of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the above named directors, being eligible for re-appointment as Independent Directors and offering themselves for re-appointment, are proposed to be re-appointed as Independent Directors for second term of five consecutive years on the Board of the Company i.e. up to conclusion of Annual General Meeting in the calendar year 2024.

The Company has received declarations from them stating that they are not disqualified in terms of Section 164 and they meet the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013. They have also given their consent to continue to act as Independent Directors of the Company, if so appointed by the members.

The Company has received a notice in writing, for each of the directors separately, from member(s) under Section 160(1) of the Companies Act, 2013 proposing the candidature of above directors for the office of Independent Director of the Company. Copy of which is available on the website of the Company.

In the opinion of the Board, the above directors fulfils the conditions specified under Section 149 (6) of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 for their reappointment as an Independent Director of the Company and they are independent of the management. Copy of the draft letter of appointment of above directors as Independent Directors setting out terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours (9:00 am to 6:00 pm) on any working day, upto and including the date of AGM of the Company.

The Board considers that being familiar to companies affairs, their continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Shri Ashok Gupta, Shri Atul Bagla, Shri Anil Kamthan & Mrs. Rekha Kejriwal as Independent Directors. Accordingly, the Board recommends passing of the Special Resolution in relation to re-appointment of above directors as Independent Directors for another term of five consecutive years with effect from this Annual General Meeting up to the conclusion of Annual General Meeting to be held in calendar year 2024, for the approval by the shareholders of the Company.

Except Shri Ashok Gupta, Shri Atul Bagla, Shri Anil Kamthan & Mrs. Rekha Kejriwal and their relatives being appointees individually for their concerned resolution, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 5 to 8 of the accompanying Notice of the AGM.

ANNEXURE TO AGM NOTICE

Brief particulars of Directors seeking re-appointment pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in terms of Secretarial Standards on General Meetings (SS-2):

Particulars	Dinesh Khandelwal	Ashok Gupta	Atul Bagla	Anil Kamthan	Rekha Kejriwal
DIN	00161831	00135288	00159563	00159819	06889864
Designation	Whole-time Director (Finance) & CFO	Independent Director	Independent Director	Independent Director	Independent Director
Date of Birth	01/06/1953	06/06/1953	12/04/1966	23/07/1953	12/02/1975
Qualification	Commerce Graduate	Chartered Accountant	Chartered Accountant	Post Graduate & Degree in Law (Specialization in Company Law)	Company Secretary
Date of first appointment on the Board	24/04/1981	30/06/2004	30/06/2004	31/01/2009	29/07/2014
Brief resume /Expertise in specific functional areas of Director	One of the promoter Directors, Associated with the Company since inception , Experience of over 35 years in Company's finances, banking and commercial functions, Devotes	Over 30 years of experience in Finance, Accounts, Taxation and related matters.	Vast experience in field of Finance.	Vast experience in field of Company law matters, Secretarial Practices and accounts.	Over 16 years of experience in field of Company law matters, Finance and Accounts.

	full time attention in the Company's affairs.				
Directorship/Membership/Chairmanship held in Committees of Board of other companies	Nil	Jaykay Enterprises Ltd., J.K. Cotton Ltd.,	Pioneer Projects Ltd., Jay Kay Cem (Eastern) Ltd., Ujala Merchants and Traders Ltd., Nebula3D Services Pvt. Ltd.,	Nil	Nil
Shareholding in the Company	42000 equity shares	100 equity shares	100 equity shares	100 equity shares	NIL
Relationship with other directors inter-se	Brother of Mr. Kailash Nath Khandelwal and Mr. Vishwa Nath Khandelwal	Nil	Nil	Nil	Nil
No. of Board meetings attended in the year 2018-19	4	4	4	4	4
Remuneration last drawn (FY 2018-19)	Details given in Form MGT-9	Details given in Form MGT-9	Details given in Form MGT-9	Details given in Form MGT-9	Details given in Form MGT-9

KHANDELWAL EXTRACTIONS LIMITED
(CIN: L24241UP1981PLC005282)
Regd. Office: 51/47 Naya Ganj, Kanpur-208001
E-mail:kelknp@yahoo.com Website: www.khandelwalextractions.com
Phone: 9415330630

Attendance Slip

I/We hereby record my/our presence at the 37th Annual General Meeting of the Company to be held on Saturday, 28th September 2019, at 4.00 P.M at 50 MIG Bungalow, W Block, Keshav Nagar, Kanpur 208014.

.....
Member's Folio No./BOID

.....
Member's/Proxy's name
In Block Letters

.....
Member's /Proxy's Signature

Note: Please complete the Folio No./BOID and name, sign this Attendance Slip and hand it over at the ENTRANCE OF THE MEETING HALL.

PROXY FORM

Name of the member(s):			
Registered address:			
E-mail ID:			
Folio No./BOID:			
I/We being the member(s) holdingshares of Khandelwal Extractions Limited hereby appoint:			
1	Name.....	Address.....	
	E-mail id.....	Signature.....	Or failing him;
2	Name.....	Address.....	
	E-mail id.....	Signature.....	Or failing him;
3	Name.....	Address.....	
	E-mail id.....	Signature.....	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 37th Annual General Meeting of the Company to be held at 50 MIG Bungalow, W Block, Keshav Nagar, Kanpur, 208014 on Saturday, 28th Sept, 2019 at 4.00 p.m. and at any adjournment thereof in respect of such resolutions as indicated below:

Resolution No.	RESOLUTIONS	Optional (✓)	
		For	Against
Ordinary Business			
1.	Adoption of Audited Financial Statements & Reports of the Directors and Auditors for the year ended 31 st March, 2019		
2.	Ratification of payment of Dividend on Preference Shares for the period 01.04.2018 to 24.03.2019		
3.	Re-appointment of Mr. Dinesh Khandelwal who retires by rotation.		
Special Business/Special Resolution			
4.	Re-appointment of Mr. Dinesh Khandelwal as Whole-Time Director (Finance) & CFO for 3 years w.e.f. 01.04.2020		
5.	Re-appointment of Mr. Ashok Gupta as an Independent Director for 5 years.		
6.	Re-appointment of Mr. Atul Bagla as an Independent Director for 5 years		
7.	Re-appointment of Mr. Anil Kamthan as an Independent Director for 5 years		
8.	Re-appointment of Mrs. Rekha Kejriwal as an Independent Director for 5 years		
		Affix Revenue Stamp of Rs.1/-	

Signed this.....day of September, 2019

Signature of shareholder.....

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

Note:

1. 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 Meeting.
2. For the Resolutions, Explanatory Statement and Notes please refer to the Notice of the 37th Annual General Meeting.

MAP SHOWING VENUE OF ANNUAL GENERAL MEETING OF KHANDLWAL EXTRACTIIONS LIMITED

VENUE: 50 MIG BUNGLOW, W BLOCK, KESHAV NAGAR, KANPUR-208014 (Near Aman Paradise)

