

KAVANAR LATEX LIMITED
VALLIAMTHADATHIL BUILDINGS, ERATTUPETTA ROA, PALA
KOTTAYAM DT. KERALA 686575
CIN U25199KL 1990 PLC 005667

Notice to Members

The 30th Annual General meeting of the members of Kavanar Latex Ltd. Pala will be held on Saturday, the 19th December 2020 at the Factory premises at Vakakkadu, Moonnilavu P.O., Erattupetta, Kottayam Dt. Pin 686586 at 2.30 PM to transact the following business.

Ordinary Business

1. To receive, consider and if thought fit to adopt the Audited balance Sheet as at 31st March 2020 and the Profit and Loss account for the year ended on that date together with Directors and Auditors report thereon.
2. To appoint a Director in place of Sri. Devasia Sebastian, Ganapathiplackal House, Thekkumury, Puliyanloor P.O. Kottayam who retires by rotation and being eligible subject to the provisions of the Companies Act 2013 and offers himself for re-appointment.
3. To appoint a Director in place of Sri. Francis Jacob, Kavalammackal, Teekoy P.O., Kottayam who retires by rotation and being eligible subject to the provisions of the Companies Act 2013 and offers himself for re-appointment.
4. To appoint a Director in the vacancy existing from the conclusion of the 28th AGM, as no appointment of the Director could be made at the 28th AGM.
5. To appoint the Auditors of the Company from the conclusion of 30th AGM till the conclusion of the next AGM.

Special Business

1. To appoint Chairman of the Company
2. To appoint Managing Director of the Company

By Order of the Board

For KAVANAR LATEX LIMITED

Sd/-
MATHEW JOSEPH. C
MANAGING DIRECTOR (DIN 08771833)

Pala
19-11-2020

Explanatory statement on ordinary business.**Item No 2, 3 and 4****Right of persons other than retiring directors to stand for directorship (As per section 160 of the Companies Act 2013)**

A person who is not a retiring director in terms of section 152 shall, subject to the provisions of this Act, be eligible for appointment to the office of a director at any general meeting, if he, or some member intending to propose him as a director, has, not less than fourteen days before the meeting, left at the registered office of the company, a notice in writing under his hand signifying his candidature as a director or, as the case may be, the intention of such member to propose him as a candidate for that office, along with the deposit of one lakh rupees or such higher amount as may be prescribed which shall be refunded to such person or, as the case may be, to the member, if the person proposed gets elected as a director or gets more than twenty-five per cent. of total valid votes cast either on show of hands or on poll on such resolution.

The proposal if any for candidature for Directorship should contain the Director's Identification number of the candidate and that he is not disqualified to become Director as per the Act and the consent of the person to act as the Director of the Company.

The company shall inform its members of the candidature of a person for the office of director in such manner as may be prescribed by the Act.

Item No. 5 - Appointment of Statutory Auditors: The meeting may consider if thought fit to re-appoint M/s Nambiar and Thomas, Chartered Accountant Pala (FRN 002312S) as the Statutory Auditors of the Company from the conclusion of 30th AGM till the conclusion of the next AGM at a fee of Rs10000/- and pass appropriate resolutions in this regard as per the provisions of Companies Act 2013. The auditors have certified that they are eligible for being reappointed as per the provisions of the Companies Act 2013.

Explanatory Statement on Special Business

Item No. 1 Appointment of Chairman: As per the Articles of Association of the Company, the Annual General Meeting shall appoint a Director nominated by Rubber Board as Chairman of the Company. The Chairman shall hold office for a period of one year or till the next AGM whichever is later.

Item No:2 Appointment of Managing Director: The Board of Directors of the Company had in exercise of the powers conferred on the Board vide Article 21 of the Articles of Association of the Company passed a resolution on 10-7-2020 appointing Sri. Mathew Joseph C, Chamakkalayil, Kadapattoor P O, Pala, Kottayam District - 686574 (Asst. Development officer, Rubber Board)-a nominated Director of Rubber Board- as Managing Director for a period of one year or till his nomination is withdrawn by Rubber Board whichever is earlier at a remuneration according to the deputation rules of the Rubber Board. The AGM may kindly consider ratification of the appointment of Sri. Mathew Joseph.c as Managing Director w.e.f 10-7-2020 as aforesaid by the Board of Directors and to pass the following resolution with/without modification as thought fit.

"RESOLVED that pursuant to Section 196 and other applicable provisions of the Companies Act, 2013, approval is hereby accorded for the appointment of Sri. Mathew Joseph C, Chamakkalayil, Kadapattoor P O, Pala, Kottayam District - 686574 (Asst. Development officer, Rubber Board), DIN 08771833 -a nominee Director of Rubber Board-as the Managing Director of M/s

Kavanar Latex Limited with effect from the 10th day of July 2020, for a period of one year or till his nomination is withdrawn by Rubber Board whichever is earlier at a remuneration according to the deputation rules of the Rubber Board. Further resolved that the Board of Directors be authorised as per the powers conferred vide the articles of the Company to reappoint Sri. Mathew Joseph. C as the Managing Director upon expiry of his tenure on 9th July 2021 for a further period of four years or till the nomination of him is withdrawn by Rubber Board whichever is earlier on the same terms of remuneration if thought fit".

Note:

1. Rubber Board/Member RPS/Other Body Corporate who are members of the company may duly authorise a person on their behalf to attend and vote at the meeting and to take part in the discussions there at on behalf of the member. Such person should hand over at the venue of the meeting the enclosed authorisation duly filled in, signed and sealed for attending the meeting.
2. *The person entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and proxy need not be a member. In such case, 'the instrument appointing a proxy' should be deposited at the registered office of the Company not less than 48 hours before holding the meeting.*
3. Member/Proxy should also bring the enclosed attendance slip duly filled in, signed and sealed for attending the meeting. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, such proxy shall not act as a proxy for any other person or shareholder.
4. In view of the outbreak of the pandemic COVID 19 all protocols insisted by the Government from time to time including social distancing has to be strictly adhered to and facility for attending the meeting through video conferencing will be there. For arranging video conferencing members are required to return biodata updation form at the earliest. Members who desire to attend the meeting through video conferencing are advised to inform the same at least 48 hours before the meeting and link for the meeting shall be shared in advance.