

REGISTERED OFFICE:
"Bommidala House" # 5-87-15/A,
Lakshmiapuram Main Road,
GUNTUR – 522007, A.P., INDIA
Tel : +91 863 2355108
Fax : +91 863 2358453
PAN : AACCB3364P
CIN : L05005AP1993PLC015304
e-mail : bkvind@bommidala.co.in
www : bkvindustries.in

BKV INDUSTRIES LIMITED

Date: 21.08.2024

To
Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Scrip Code No. 519500

Sub: Notice of the 31st Annual General Meeting of the Company for the financial year 2023-24 as per regulation 30 of the SEBI (LODR) Regulations, 2015.

This is to inform you that Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (as amended) intimating the date of 31st Annual General Meeting of the Company (AGM) we are submitting the Notice of AGM for the financial year 2023-24 schedule to be held on Monday, 16th September, 2024 at 03.30 P.M. at Bommidala Cold Complex, Bye pass Road, Lalpuram, Guntur – 522017 through physical mode.

The notice of 31st AGM is also uploaded on the Company's website www.bkvindustries.in

Kindly take the same on your record.

Thanking you.
Yours faithfully,

For BKV Industries Limited,

Budavaram Virat Vishnu,
(Company Secretary & Compliance Officer).

CC to The Calcutta Stock Exchange Limited, Kolkata.

NOTICE is hereby given that the **THIRTY FIRST ANNUAL GENERAL MEETING** of the members of BKV INDUSTRIES LIMITED will be held on Monday 16th September 2024 at 03.30 P.M, at Bommidala Cold Complex, By Pass Road, Lalpuram, Guntur – 522017, to transact the following business:

Special Business:

1. To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the year ended 31st March, 2024 and together with the reports of the Board of Directors and Auditors there on.
2. To appoint a Director in place of Smt. Bommidala Anitha (DIN 00112766), who retires by rotation and being eligible, offers herself for re- appointment.

Special Resolution:

3. To re-appoint Sri Bommidala Rama Krishna (DIN:00105030) as a Managing Director and in this regard to consider and if thought fit, to pass with or without modifications, the following Resolution as an **Special Resolution**.

“RESOLVED THAT pursuant to the provisions of Sections 196,197, 203 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with Schedule V of the said Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the Articles of Association of the Company and subject to other approvals as may be required, the approval of the Members be and is hereby accorded for re-appointment of Mr. Bommidala Rama Krishna (DIN: 00105030) as the Managing Director of the Company, for a term of 5 (Five) years with effect from March 10th, 2024 upto March 9th, 2029 on such terms and conditions as set out in this resolution and the explanatory statement annexed hereto including payment of such remuneration, as may be determined by the Board (including any Committee thereof), from time to time, within the maximum limits approved by the Members of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board (including any Committee thereof), be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or desirable, including without limitation to settle any question, difficulty or doubt that may arise in this regard.”

for and on behalf of Board of Directors

For BKV Industries Limited

Place: Guntur

Date : 28-05-2024

BOMMIDALA RAMA KRISHNA

Managing Director

DIN:00105030

1. The Register of Members and Share Transfer Books of the Company shall remain closed from Monday 09th September, 2024 to Monday 16th September, 2024 (both days inclusive), for the purpose of Annual General Meeting.
2. This AGM Notice is being sent to all the Members, whose names appear in the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited (“NSDL”) / Central Depository Services (India) Limited (“CDSL”) as on the date of dispatch of AGM notice.
3. The Board of Directors of the Company (the “Board”, which term shall deem to include any Committee(s) constituted/ to be constituted by the Board, from time to time) has appointed Mr. K. Srinivasa Rao (Membership No. F5599), Partner of M/s. K.Srinivasa Rao & Co., Practicing Company Secretaries, as the Scrutinizer to scrutinize the e- voting process in a fair and transparent manner.
4. Pursuant to the provisions of Section 105 the Companies Act, a Member entitled to attend and vote at the AGM is entitled to appoint a Proxy to attend and vote on his/ her behalf and the Proxy need not be a Member of the Company. Accordingly, the Proxy Form and Attendance Slip are annexed to this AGM Notice, which should be deposited at the Registered Office of the Company duly completed and signed, not later than 48 hours before the commencement of the Meeting. Proxies submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions/authority, as applicable.

A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in 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, then such person shall not act as a proxy for any other person or shareholder.

5. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/RTA.
6. The Company's Registrar and Transfer Agents for its Share Registry Work (Physical and Electronic) are M/s. KFin Technologies Limited (“Kfintech”) having their office at Selenium Building, Tower B, Plot Nos 31 - 32, Gachibowli, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad- 500 032. In compliance with the aforesaid MCA Circulars and SEBI Circulars. AGM Notice is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Kfintech / Depositories. Members may note that the AGM Notice will also be available on the Company's website www.bkvindustries.in and website of the Stock Exchanges respectively and on the website of Kfintech <https://evoting.kfintech.com> for any communication, the Members may also send a request to the Company's email: bkvind@bommidala.co.in
7. Pursuant to the provisions of Section 108 of the Companies Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Listing Regulations and the MCA Circulars, the Company is providing the facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. The facility of casting votes by a member using remote e - voting system will be provided by KFin Technologies Limited.
Procedure for Remote E-voting In compliance with the provisions of Section 108 of the Companies Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and provisions of Regulation 44 of the Listing Regulations, the MCA Circulars and the circulars issued by the SEBI, the Members are provided with the facility to cast their vote electronically, through the e- voting services provided by Kfin Technologies Limited, on the Resolution set forth in this AGM Notice, through remote e - voting.
 - i. The remote e-voting facility will be available during the following period: Day, date and time of Commencement of remote e-voting From: Friday 13th September, 2024 at 10:00 A.M. Day, date and time of end of remote e-voting beyond which remote e-voting will not be allowed To: Sunday, 15th September, 2024 at 5:00 P.M. Cut off date for e- voting: 09th September, 2024.
 - ii. The remote e - voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by Kfintech upon expiry of the aforesaid period.
 - iii. Details of Website: <https://evoting.kfintech.com> once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently.

- iv. This AGM Notice is being sent to all the Members, whose names appear in the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on date of dispatch of AGM notice. Any person who acquires Equity Shares and becomes a Member after dispatch of AGM notice and holds shares as on the cut-off date, i.e. 22nd August 2024, may obtain the User ID and Password in the manner as mentioned below:
- a. If email address or mobile number of the Member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com>, the Member may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password.
 - b. Member may call Kfintech's Toll free number 1-800-309- 4001.
 - c. Member may send an email request to einward.ris@kfintech.com However, Kfintech shall endeavor to send User ID and Password to those new Members whose email ID's are available.
- v. Details of person(s) to be contacted for issues relating to e- voting: N. Shyam Kumar Manager -RIS, KFin Technologies Limited Unit: BKV Industries Limited, Selenium Building, Tower B, Plot Nos. 31-32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad - 500032.

Tel. No.: +91 40 67162222; Toll Free No.: 1-800-309-4001;

Fax No.: +91 40 2342 0814. E-mail: einward.ris@kfintech.com

The instructions for remote e-voting are as under:

- i. Launch internet browser by typing the URL: <https://evoting.kfintech.com>
- ii. Enter the login credentials provided in the email and click on Login.
- iii. Password change menu appears when you login for the first time with default password. You will be required to mandatorily change the default password.
- iv. The new password should comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.,).
- v. Update your contact details like mobile number, email address, etc. if prompted. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.
- vi. Login again with the new credentials.
- vii. On successful login, the system will prompt you to select the “EVENT” i.e. “BKV Industries Limited”.
- viii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off date under “FOR / AGAINST” or alternatively, you may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/AGAINST” taken together shall not exceed your total shareholding as mentioned above. If the member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
- ix. Members holding multiple folios may choose to vote differently for each folio / demat account.
- x. You may then cast your vote by selecting an appropriate option and click on “Submit”. A confirmation box will be displayed. Click “OK” to confirm or “CANCEL” to modify. Once you confirm the voting on the resolution, you will not be allowed to modify your vote thereafter. During the voting period, members can login multiple times and vote until they confirm the voting on the resolution by clicking “SUBMIT”.
- xi. Corporate/institutional members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned image (PDF / JPG format) of certified true copy of relevant board resolution/authority letter, etc. together with attested specimen signature of the duly authorised signatory(ies) who is / are authorised to vote, to the Scrutinizer through email: ksrao21@gmail.com at and may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format 'CLEL_EVENT No'
- xii. In case of any queries/grievances, you may refer the Frequently Asked Questions (FAQs) for Members at [https://evoting.kfintech.com / public / Faq.aspx](https://evoting.kfintech.com/public/Faq.aspx) or call KFin on 1-800-309-4001 (toll free).

Those members who have not yet registered their email addresses are requested to get their email addresses registered with KFin, by following the procedure mentioned below:

Visit the link: AGM/EGM - Mobile & Email Registration <https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx>

- i. Select the company name i.e. BKV INDUSTRIES LIMITED
- ii. Select the Holding type from the drop down i.e. - NSDL/ CDSL/ Physical
- iii. Enter DPID - Client ID (in case shares are held in electronic form)/ Physical Folio No. (in case shares are held in physical form) and PAN.
- iv. If PAN details are not available in the system, the system will prompt to upload a self-attested copy of the PAN card for updating records.
- v. In case shares are held in physical form and PAN is not available in the records, please enter any one of the Share Certificate No. in respect of the shares held by you.
- vi. Enter the email address and mobile number.
- vii. System will validate DP ID – Client ID/ Physical Folio No. and PAN / Share certificate No., as the case may be, and send the OTP at the registered Mobile number as well as email address for validation.
- viii. Enter the OTPs received by SMS and email to complete the validation process. OTPs validity will be for 5 minutes only.
- ix. The Notice and e-voting instructions along with the User ID and Password will be sent on the email address updated by the member.
- x. Alternatively, members may send an email request addressed to einward.ris@kfintech.com along with scanned copy of the request letter duly signed by the first shareholder, providing the email address, mobile number, self-attested copy of PAN and Client Master copy in case shares are held in electronic form or copy of the share certificate in case shares are held in physical form, to enable KFin to register their email address and to provide them the Notice and the e-voting instructions along with the User ID and Password.
- xi. Please note that in case the shares are held in electronic form, the above facility is only for temporary registration of email address for receipt of the Notice and the e-voting instructions along with the User ID and Password. Such members will have to register their email address with their DPs permanently, so that all communications are received by them in electronic form.
- xii. In case of queries, members are requested to write to inward.ris@kfintech.com or call at the toll free number 1- 800 - 309 - 4001

Login method for e-Voting and 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	<ol style="list-style-type: none"> 1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: http://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e- Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS portal or click at https://eservices.nsd.com/SecureWeb/Ideas Direct Reg.jsp

	<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 held 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing user who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi / Easiest the user will be able to see the E Voting Menu. The Menu will have links of e - Voting service provider KFINTECH, click on e - Voting service provider name to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi./Registration/EasiR8registration. 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 provided links for the respective ESP where the E Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	<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. Once login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website 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 above mentioned 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
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free No.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL help desk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 22- 23058542-43

Corporate/ Institutional Members (i.e. other than Individuals, HUF, NRIs, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter etc., together with attested specimen signature (s) of the duly authorised representative (s), to the Scrutinizer at email ID. ksrao21@gmail.com They may also upload the same in the e - voting module in their login. The scanned image of the above mentioned documents should be in the naming format "Corporate Name - EVENT NO". In case of any query pertaining to e-voting, please visit Help & FAQs section and e-voting User Manual available at the download section of KFinTech's website <https://evoting.kfintech.com> or at evoting@kfintech.com or call Toll free No. 1- 800-309-4001, for any further clarifications.

8. Procedure for registering the email addresses and obtaining the AGM Notice and e-voting instructions by the Members whose email addresses are not registered with the Depositories (in case of Members holding shares in Demat form) or with Kfintech (in case of Members holding shares in physical form):
 - i. Those Members who have not yet registered their email addresses are requested to get their email addresses registered by following the procedure given below:
 - a. Members holding shares in demat form can get their email ID registered by contacting their respective Depository Participant.
 - b. Members holding shares in physical form may register their email address and mobile number with Company's Registrar and Transfer Agents, KFin Technologies Limited by sending an email request at the email ID: einward.ris@kfintech.com along with signed scanned copy of the request letter providing the email address, mobile number, self-attested copy of the PAN card and copy of the Share Certificate for registering their email address and receiving the AGM Notice and the e-voting instructions.
 - ii. To facilitate Members to receive this AGM Notice electronically and cast their vote electronically, the Company has made special arrangements with Kfintech for registration of email addresses of the Members in terms of the MCA Circulars. Eligible Members who have not submitted their email address to the Company or Kfintech are required to provide their email address to Kfintech, on or before 5:00 p.m. (IST) on 22nd August, 2024. Process to be followed for Registration of E-mail address with Kfintech for receiving the AGM Notice and login ID and password for e -voting is as under:
 - i. Visit the link: <https://ris.kfintech.com/emailregistration/>
 - ii. Select the Company name: BKV INDUSTRIES LIMITED.
 - iii. Enter the DP ID & Client ID / Physical Folio Number and PAN details. In the event the PAN details are not available on record for Physical Folio, Member shall enter one of the Share Certificate numbers.
 - iv. Upload a self-attested copy of the PAN card for authentication. If PAN details are not available in the system, the system will prompt the Member to upload a self-attested copy of the PAN card for update.
 - v. Enter your email address and mobile number.
 - vi. The system will then confirm the email address for receiving this AGM Notice. The process for registration of email address with the Company for receiving the AGM Notice and login ID and password for e - voting is as Members are requested to visit the website of the RTA <https://evoting.kfintech.com> for email registration and click on "Click here for temporary registration of email-id of Members for AGM 2024" and follow the process as mentioned on the landing page to receive the AGM Notice and Voting Instructions. After successful submission of the email address, Kfintech will email a copy of this AGM Notice along with the e - voting user Id and password. In case of any queries, Members are requested to write to Kfintech.

Those Members who have already registered their email addresses are requested to keep their email addresses validated / updated with their DPs / Kfintech to enable servicing of notices / documents / Annual Reports and other communications electronically to their email address in future.
9. Submission of Questions / Queries prior to AGM:
 - a. Members desiring any additional information or having any question or query pertaining to the business to be transacted at the AGM are requested to write to the Company Secretary on the Company's investor email-id: bkvind@bommidala.co.in at least 3 (three) days before the date of the AGM so as to enable the Management to keep the information ready. Please note that, Members' questions will be answered only if they hold the shares as on the cut - off date i.e. 13th September, 2024.
 - b. Alternatively, Members holding shares as on the cut off date may also visit <https://emeetings.kfintech.com> and click on the tab "Post Your Queries Here" to post their queries/views/questions in the window provided, by mentioning their name, demat account number/folio number, email ID and mobile number. The window shall be closed 72 hours before the time fixed for the AGM.
10. General Instructions/Information for Members for voting on the Resolution at the AGM:
 - a. Members who have already cast their votes by remote e-voting are eligible to attend the Meeting. However, these Members are not entitled to cast their vote again in the Meeting.
 - b. The voting rights of Members shall be in proportion to the paid-up value of their shares in the Equity Share capital of the

Company as on the cut-off date i.e. 09th September, 2024. Members are eligible to cast their vote either through remote e-voting only if they are holding Shares as on that date. A person who is not a Member as on the cut off date is requested to treat this AGM Notice for information purposes only.

- c. The Scrutinizer after scrutinizing the votes through remote e-voting will not later than 48 hours of conclusion of the Meeting, make a consolidated Scrutinizer's Report of the votes cast in favor or against, if any and submit the same forthwith to the Chairman or a person duly authorized by the Chairman who shall counter sign the same and declare the results of the voting. The results declared along with the consolidated Scrutinizer's Report will be placed on the website of the Company on or before 18th September, 2024 immediately after the results are declared and will simultaneously be forwarded to BSE Limited, where the Equity Shares are listed.
 - d. The Resolution shall be deemed to be passed on the date of the Meeting, i.e. 16th September, 2024, subject to receipt of the requisite number of votes in favour of the Resolution.
11. The Register of Directors and Key Managerial Personnel and their, shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to bkvind@bommidala.co.in in the same will be replied by the Company suitably.
 12. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities in view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. The proforma of the Forms for dematerialization and KYC are annexed in the annual report for their immediate usage. Members can contact the Company or Company's Registrars and Transfer Agent M/s Kfin Technologies Limited for assistance in this regard.
 13. The explanatory statement pursuant to Section 102 of the Company's Act., in respect of the business set out in the AGM notice is annexed hereto.

Additional Information with respect to Item No.2 in this Notice, under regulation 36 of SEBI (LODR) Regulations & Secretarial Standard on General Meetings ("SS-2"), issued by The Institute of Company Secretaries of India Details of Directors Seeking Appointment Re-appointment are provided herein below.

Item No: 2

Name	Smt. Bommidala Anitha
DIN	00112766
Date of Birth	16 / 07 / 1968
Date of Appointment / Re-appointment	16 / 09 / 2024
Designation	Non – Executive Director
Qualification	LLB
Brief resume and justification for Appointment / Re-appointment and expertise in specific functional areas and nature of expertise the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Smt. Bommidala Anitha W/o. Bommidala Rama Krishna aged 56 Years resident of Guntur and she is a Law Graduate and underwent training in Personnel Management. Nature of Expertise. She has good experience and knowledge in areas like, legal, banking and HR related activities. Her knowledge of legal aspects will be considerable to the management in complying with ever changing various Government and Other Rules, Procedures and Regulations.
Directorships & Committees membership held in other listed companies.	Nil
Number of meetings of the Board attended during the financial Year 2023-24.	4
Listed entries from which the person has resigned in the past three Years.	Nil
Number of shares held	4,06,825
Relationship with other directors	She is a wife of Sri B. Rama Krishna, Managing Director of the Company

The above director is not disqualified from being a director as per the provisions of (i) SEBI (LODR) Regulations, 2015 and (ii) in terms of section 164 of the Companies Act, 2013 and have given their consent to act as a Director.

14. The following explanatory statement sets out all material facts relating to Item no: 3 of the Notice in accordance with Section 102 of the Companies Act., 2013.

The Board of Directors of the Company (“the Board”), at its meeting held on 02 March 2019 approved on the recommendation of the Nomination and Remuneration Committee, re-appointed Sri Bommidala Rama Krishna “DIN 00105030) as Managing Director of the Company for a period of 5 years commencing from 10th March 2019. The aforesaid was approved by the Members at the Annual General Meeting held on September 12, 2019. Thus, the tenure of Mr. Bommidala Rama Krishna was expiring on March 9, 2024.

In view of the aforesaid and based on the recommendation of the Nomination and Remuneration Committee (“the NRC”), the Board at its meeting held on February 12, 2024, subject to the approval of Members, has re-appointed Mr. Bommidala Rama Krishna as the Managing Director (“MD”) of the Company, for a period of 5 (Five) years with effect from March 10th, 2024 upto March 9th, 2029, on the terms and conditions as stated in the Letter of Appointment duly approved by the Board. Mr. Bommidala Rama Krishna is not disqualified from being re-appointed as a Director in terms of Section 164 of the Companies Act 2013 (“the Act”) and as required under Section 196(4) of the Act, the material terms and conditions of the appointment entered into with Mr. Bommidala Rama Krishna.

Particulars of the terms of re-appointment of and remuneration payable to Mr. Bommidala Rama Krishna (DIN: 00105030) as a Managing Director are as under

STATEMENT CONTAINING ADDITIONAL INFORMATION AS REQUIRED UNDER SCHEDULE V TO THE COMPANIES ACT, 2013

1. General Information:

Nature of Industry	Prawn Culture
Details of commencement of commercial production	Since 1993 (Now the farm is under lease)
Financial performance based on given indicators	Revenue from operations: Net profit:
Foreign investments or collaborations, if any	Nil
Reasons of loss or inadequate profits	NA
Steps taken or proposed to be taken for improvement	Asset is under lease
Expected increase in productivity and profits in measurable terms	NA

2. Information about the appointee:

Particulars	Bommidala Rama Krishna.
Background details	Given above
Past remuneration	Rs. 2,00,000/-
Recognition or awards	Nil
Job profile and his suitability	Given above
Remuneration proposed	As per resolution
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the Country of his origin)	The remuneration proposed to Bommidala Rama Krishna is comparable to that drawn by the peers in the similar capacity in the industry and is commensurate with the size of the Company .
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Besides the remuneration proposed, he has pecuniary relationship with the Company as a Director and promoter of the company.

Remuneration

In accordance with Schedule V of the Companies Act, 2013, wherein in any financial year during the currency of tenure of Managing Director, the company has no profits or its profits are inadequate, subject to the ceiling as specified in Schedule V of the Companies Act, 2013 from time to time and subject to the approval of Central Government, if required, the remuneration of the Managing Director by way of remuneration or perquisites or commission or all shall not exceed the following limits:

REMUNERATION:

Remuneration is increased from Rs. 2,00,000/- per month or Rs.24,00,000/- per annum to Rs. 3,00,000/- per month or Rs. 36,00,000/- per annum including dearness and other allowances, with effect from 10th March 2024.

PERQUISITES:

In addition to the above remuneration, the Managing Director shall be entitled for the following perquisites broadly classified as below.

The total amount of perquisites shall not exceed Rs. 1,50,000/- per month or Rs.18,00,000/- per annum, or 50% of the annual remuneration, whichever is less.

CATEGORY – A

a) **Medical expenses:**

Expenses incurred by the Managing Director and his family subject to a ceiling of one month's remuneration or three months' remuneration over a period of five years.

b) **Leave Travel Assistance:**

For the Managing Director and his family once in a year in accordance with any rules specified by the company.

c) **Club Fees:**

Fees of clubs subject to a maximum of two clubs. This will not include admission fees and Life membership fees.

d) **Personal Accident Insurance:**

Premium not exceeding Rs. 50,000/- per annum.

Explanation:

For the purpose of category A, Family, means spouse, the dependent children and dependent parents of the Managing Director.

CATEGORY – B

i) Contribution to Provident Fund, Superannuation fund, or Annuity fund to the extent either singly or put together not taxable under the Income Tax Act, 1961 and he shall be entitled for a gratuity not exceeding half a month's salary for each completed year of service.

ii) He shall be entitled for the encashment of leave at the end of his tenure, in accordance with the company's rules.

CATEGORY – C

He shall be provided with a car for use on company's business and telephone at residence. However, personal long distance calls on telephone and use of car for private purpose shall be paid by him to the company.

Sri Bommidala Rama Krishna is a post graduate in business administration from Jackson State University, Mississippi, USA and had experience of more than 35 years in the fields of Tobacco, Shrimp Culture, Hospitality Services and Merchandise Goods

Industries with wide business contracts and administrative capabilities. The Board believes that Sri Bommidala Rama Krishna by using his vast experience, expertise and knowledge would turn the Company into a profitable one.

Sri Bommidala Rama Krishna has given his consent to the reappointment. He satisfies all the conditions specified in Section 196(3) and part I of schedule V to the Companies Act, 2013. He is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013.

The Board of Directors of the company be and are hereby authorized to accept without any modification/s to the said revised remuneration to Sri Bommidala Rama Krishna as may be required by the Central Government if necessary and agreed by Board of Directors and Sri Bommidala Rama Krishna.

He shall not retire as Director by rotation during the tenure of his Managing Directorship. He shall oversee the day to day affairs of the Company subject to the superintendence of the Board. Since such re appointment requires confirmation of the shareholders by way of resolution in General Meeting the approval of the shareholders is sought.

Sri Bommidala Rama Krishna and Smt. Bommidala Anitha are interested in the resolution.

Your directors commend the proposed resolution for approval of the members.

for and on behalf of Board of Directors
For BKV Industries Limited

Place : Guntur
Date : 28.05.2024

BOMMIDALA RAMA KRISHNA
Managing Director
DIN: 0010503

BOMMIDALA ANITHA
Director
DIN: 00112766