



KRITI INDUSTRIES (INDIA) LIMITED

BRILLIANT SAPPHIRE, 801-804, 8th FLOOR, PLOT NO. 10, SCHEME 78-II, VIJAY NAGAR,
INDORE - 452 010 (M.P.) INDIA. PHONE No.: (+91-731) 2719100.
REGD. OFF.: "MEHTA CHAMBERS", 34, SIYAGANJ, INDORE - 452007 Phone: (+91-731) 2540963
E-mail: info@kritiindia.com Website: <http://www.kritiindia.com>

CIN : L25206MP1990PLC005732

KIIL/SE/2021-22

16th July, 2021

Online filing at: www.listing.bseindia.com

To,
The Listing Department
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai (M.H.) 400 001

BSE Scrip Code: 526423

Sub: Filing of the Notice of 31st Annual General Meeting to be held on 7th August, 2021.

Dear Sir/Madam,

We are pleased to submit a copy of the Notice of the 31st Annual General Meeting of the Company to be held on Saturday, the 7th August, 2021 at 3:00 P.M. through Video Conferencing or Other Audio Video Means (OAVM) for which purposes the corporate office of the Company situated at **8th Floor, Brilliant Sapphire Plot No.10, PSP, IDA, Scheme No.78, Part II, Indore (M.P.) 452010** shall be deemed as the venue for the Meeting and the proceedings of the AGM shall be deemed to be made thereat.

You are requested to please take on record the above said document for your reference and further needful.

Thanking You,

Yours Faithfully,
For, **KRITI INDUSTRIES (INDIA) LIMITED**

**APEKSHA BAISAKHIYA
COMPANY SECRETARY &
COMPLIANCE OFFICER**

Encl.: Notice of 31st Annual General Meeting.

NOTICE

NOTICE is hereby given that the 31st Annual General Meeting (AGM) of the Members of Kriti Industries (India) Limited will be held on Saturday the 7th August, 2021 at 3:00 PM through Video Conferencing (VC) or Other Audio Video Means (OAVM) for which purposes the corporate office of the company situated at 8th Floor, Brilliant Sapphire Plot No.10, PSP, IDA, Scheme No.78, Part II, Indore (M.P.) shall be deemed as the venue for the Meeting and the proceedings of the Annual General Meeting shall be deemed to be made thereat, to transact the following businesses:

ORDINARY BUSINESSSES

1. To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements containing the Balance Sheet as at 31st March, 2021, the Statement of Profit & Loss, Cash Flow, Changes in Equity and notes thereto of the Company for the Financial Year ended 31st March 2021 and the reports of the Board of Directors and Auditors thereon as on that date.
2. To consider and declare dividend on 4,96,03,520 equity shares of ₹1/- each for the Financial Year ended 31st March, 2021.
3. To appoint a director in place of Mrs. Purnima Mehta (DIN: 00023632) who retires by rotation at this Annual General Meeting and being eligible offers herself for re-appointment.

SPECIAL BUSINESSSES

4. TO RATIFY THE REMUNERATION PAYABLE TO THE COST AUDITORS

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 section 148 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), the members of the Company be and hereby ratify the payment of remuneration of ₹30,000 (Rupees Thirty Thousand Only), plus applicable taxes and reimbursement of out of pocket expenses at actual to Shri S.P.S. Dangi, Cost Accountant, Indore (Registration No. 100004) appointed by the Board of Directors of Company on the recommendation of the Audit Committee, as the Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year ending 31st March, 2022."

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

5. RE-APPOINTMENT OF SHRI SHIV SINGH MEHTA (DIN: 00023523) AS A CHAIRMAN AND MANAGING DIRECTOR:

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

"RESOLVED THAT pursuant to the recommendation of the Nomination and Remuneration Committee and Board of Directors and subject to the provisions of sections 196, 197, 198 and 203 and other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification or re-enactment thereof) read with Schedule V of the Companies Act, 2013 and Articles of Association of the company, the consent of the members be and is hereby accorded for the re-appointment of Shri Shiv Singh Mehta (DIN:00023523) as the Chairman and Managing Director of the company, who also hold the office of the Managing Director of Kriti Nutrients Limited for a further period of five years commencing w.e.f. 1st October, 2021 to 30th September, 2026 and shall also attain the age of 70 years during this term on such remuneration and terms and conditions as are annexed herewith as explanatory statement.

FURTHER RESOLVED THAT in the event of there being any loss or inadequacy of profit for any financial year the remuneration payable to Shri Shiv Singh Mehta shall be minimum remuneration payable by the Company.

FURTHER RESOLVED THAT there shall be clear relation of the Company with Shri Shiv Singh Mehta as "the Employer-Employee" and each party may terminate the above said appointment with six months notice in writing or salary in lieu thereof.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things and to decide breakup of his remuneration within the permissible limits in its absolute discretion as may considered necessary, expedient or desirable and to vary, modify the terms and conditions and to settle any question, or doubt that may arise in relation thereto in order to give effect to the foregoing resolution, or as may be otherwise considered by it to be in the best interest of the Company."

6. RE-APPOINTMENT OF MRS. PURNIMA MEHTA (DIN: 00023632) AS 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 pursuant to the recommendation of the Nomination and Remuneration Committee and Board of

Directors and subject to the provisions of sections 196, 197, 198 and 203 and other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification or re-enactment thereof) read with Schedule V of the Companies Act, 2013 and Articles of Association of the company, consent of the members be and is hereby accorded to re-appoint and the remuneration Mrs. Purnima Mehta (DIN:00023632) as the Whole-time Director of the Company for a term of 3 years with effect from 1st July, 2022 to 30th June, 2025 on such remuneration and terms and conditions as are annexed herewith as explanatory statement.

FURTHER RESOLVED THAT in the event of there being any loss or inadequacy of profit for any financial year the remuneration payable to Mrs. Purnima Mehta shall be minimum remuneration payable by the Company.

FURTHER RESOLVED THAT there shall be clear relation of the Company with Mrs. Purnima Mehta as "the Employer-Employee" and each party may terminate the above said appointment with six months notice in writing or salary in lieu thereof.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things and to decide breakup of her remuneration within the permissible limits in its absolute discretion as may considered necessary, expedient or desirable and to vary, modify the terms and conditions and to settle any question, or doubt that may arise in relation thereto in order to give effect to the foregoing resolution, or as may be otherwise considered by it to be in the best interest of the Company.

Date: 15th May, 2021
Place: Indore

Kriti Industries (India) Limited
CIN: L25206MP1990PLC005732
Registered Office:
Mehta Chamber, 34 Siyaganj,
Indore-452007

By order of the Board

Apeksha Baisakhiya
Company Secretary
& Compliance officer
ACS 53813

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020 issued by the Ministry of Corporate Affairs (MCA) followed by Circular No. 20/2020 dated 5th May, 2020 and Circular No. 2/2021 dated 13th January, 2021, physical attendance of the Members to the AGM venue is not required and Annual General Meeting (AGM) be held through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM only and no physical presence at the meeting is required.
2. Pursuant to the Circular No. 14/2020 dated 8th April, 2020 followed by Circular No. 2/2021 dated 13th January, 2021, issued by the MCA, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. However, this number does not include the large Shareholders holding 2% or more share capital, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, Secretarial Auditors, Scrutinizers, etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the MCA dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13th January, 2021 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has made an arrangement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, and independent agency for providing necessary platform for Video Conference/OAVM and necessary technical support as may be required. Therefore, the facility of casting votes by a member using remote e-voting system as well as e-voting on the day of the AGM will be provided by CDSL.
6. The Notice calling the AGM alongwith complete Annual Report has been uploaded on the website of the Company. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Ltd. at www.bseindia.com and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility and providing necessary platform for Video Conference/OAVM) i.e. www.evotingindia.com.
7. This AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated 8th April, 2020 and MCA Circular No. 17/2020 dated 13th April, 2020, MCA Circular No. 20/2020 dated 5th May, 2020 and Circular No. 2/2021 dated 13th January, 2021.
8. The recorded transcript of the forthcoming AGM shall also be made available on the website of the Company - <http://kritiindustries.com/> as soon as possible after the Meeting is over.
9. In compliance with the aforesaid MCA Circulars dated 5th May, 2020 and SEBI Circular dated 12th May, 2020, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website - <http://kritiindustries.com>, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com, and on the website of CDSL <https://www.evotingindia.com>. However, if any specific request received from the members for demanding of the physical copy of the Annual Report will be provided by the company but subject to time taken by the courier and Postal Department looking to the Covid-19.
10. Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.
11. Pursuant to Finance Act, 2020, dividend income if any declared by the Company will be taxable in the hands of shareholders w.e.f. 1st April, 2020 and the Company shall be required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the Ankit Consultancy Private Limited, the Share Transfer

Agent (in case of shares held in physical mode) and to the concerned depositories. (in case of shares held in demat mode)

A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by email to cs1@kritiindia.com by 11:59 p.m. IST on or before 1st August, 2021. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an email to cs1@kritiindia.com. The aforesaid declarations and documents need to be submitted by the shareholders by 11:59 p.m. IST on or before 1st August, 2021.

12. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013, which sets out details relating to special businesses at the meeting is annexed and forms part of the Notice.

13. Register of Members and Share Transfer Books of the Company will remain closed from Sunday, 1st August, 2021 to Saturday, 7th August, 2021 (both days inclusive) for the Annual General Meeting and ascertainment for entitlement of payment of dividend to the members whose names appear in the Register of members and the records of the beneficiaries of the CDSL and NSDL on the date of the Annual General Meeting.

The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date 31st July, 2021 (Saturday).

14. CS Ishan Jain, Practicing Company Secretary (F.R.No. S2021MP802300., M. No. FCS 9978 & C.P. No. 13032) and Proprietor of M/s. Ishan Jain & Co., Company Secretaries, Indore has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting at the AGM and remote e-voting process in a fair and transparent manner.

15. Members desirous of obtaining any information concerning Accounts and Operations of the Company are requested to address their questions in writing to the Company at least 7 days before the date of the Meeting at its email ID cs1@kritiindia.com so that the information required may be made available at the Meeting.

16. The Members are requested to:

a)- Intimate changes, if any, in their registered addresses immediately.

b) -Quote their ledger folio number in all their correspondence.

c) -Send their Email address to us for prompt communication and update the same with their D.P to receive softcopy of the Annual Report of the Company

17. Members are requested to notify immediately any change in their address and also intimate their active E-Mail ID to their respective Depository Participants (DPs) in case the shares are held in demat form and in respect of shares held in physical form to the Registrar and Share Transfer Agent Ankit Consultancy Pvt. Ltd., Plot No. 60, Electronic Complex, Pardeshipura, Indore (M.P.) having email Id ankit4321@yahoo.com, compliance@ankitonline.com to receive the soft copy of all communication and notice of the meetings etc., of the Company.

18. The report on the Corporate Governance and Management Discussion and Analysis also form part to the Board's Report.

19. The Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the directors are interested, maintained under the Companies Act, 2013 will be available for inspection by the Members electronically during the 31st AGM. Members seeking to inspect such documents can send an email to cs1@kritiindia.com.

20. Pursuant to the Investors Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (Rules), the Company is in process to transfer the equity shares in respect of which (Dividend year 2013-14) dividend has not been claimed or encashed for 7 or more consecutive years to the Investor Education and Protection Fund Authority (IEPF) of the Central Government. The Company has sent letters to the concerning shareholders whose dividend has not been claimed/encashed for 7 or more consecutive years. The details of such shareholders are posted on the website of the Company at <http://kritiindustries.com>. Please note that the shares so transferred to the IEPF can be claimed from the IEPF Authority as per the procedure prescribed under the Rules.

21. As per SEBI Circular dated 20th April, 2018 such shareholders holding shares of the company in the physical form are required to provide details of the Income Tax Permanent Account No. and Bank Account Details to the Share Transfer Agent of the Company, Ankit Consultancy Pvt. Ltd., Plot No. 60, Electronic Complex, Pardeshipura, Indore (M.P.) having email Id ankit_4321@yahoo.com, compliance@ankitonline.com

22. Due dates for transfer of unclaimed/unpaid dividends and the amount remained unclaimed which may be transferred if continuing remain unpaid and or the balance amount if claimed by the shareholders for transfer thereafter the same to IEPF are as under:

F.Y. Ended	Declaration Date	Due Date for transfer to IEPF	Amount remains unpaid/unclaimed as at 31.03.2021 (₹)
2013-14	25/09/2014	01/11/2021	273279.60
2014-15	N.A.	N.A.	-
2015-16	11/08/2016	18/04/2023	325919.34
2016-17	12/09/2017	19/10/2024	291355.65
2017-18	31/07/2018	12/09/2025	194989.05
2018-19	14/08/2019	19/09/2026	165891.30
2019-20	08/08/2020	13/09/2027	157,900.15

23. Voting through electronic means

Members are requested to carefully read the below mentioned instructions for remote e-voting before casting their vote.

- (i) The voting period begins on 4th August, 2021 (Wednesday) and ends on 6th August, 2021, (Friday). During this period shareholders of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date (record date) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of SEBI (LODR) Regulations, 2015; listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to

listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 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. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users of who have opted for CDSL's 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 URLs for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting Menu. On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL/ NSDL/ KARVY/ LINK INTIME as per information provided by Issuer / Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 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 during or before the AGM.

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: https://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/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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 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
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful 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's website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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. CDSL and NSDL

Login type	Declaration Date
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 022- 23058738 and 022-23058542-43.
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

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|---|---|
| <p>(v) Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders & physical shareholders.</p> <ol style="list-style-type: none"> (i) The shareholders should log on to the e-voting website www.evotingindia.com. (ii) Click on "Shareholders" module (iii) Now Enter your User ID <ol style="list-style-type: none"> a. For CDSL: 16 digits beneficiary ID, b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID, | <ol style="list-style-type: none"> c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company. (iv) Next enter the Image Verification as displayed and Click on Login. (v) 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. (vi) If you are a first time user follow the steps given below: |
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For Shareholders 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) <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant the first two letters of their name and the 8 digits of the sequence number in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(vii) After entering these details appropriately, click on "SUBMIT" tab.

(viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, Shareholders 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 also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that 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.

(ix) For Shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(x) Click on the EVSN for the relevant "Kriti Industries (India) Limited" on which you choose to vote.

(xi) 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.

(xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiii) 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.

(xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xvi) 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.

(xvii) Facility for Non – Individual Shareholders and Custodians –Remote Voting

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

- 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 linked in the login 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.

- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorised signatory who are authorised to vote, to the Scrutinizer and to the Company at the email address viz; cs1@kritiindia.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

24. Instructions for shareholders attending the AGM through VC/ OAVM & E-Voting during meeting are as under:

(i) The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.

- (ii) The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
- (iii) Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
- (iv) Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.
- (v) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- (vi) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- (vii) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
- (viii) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- (ix) Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- (x) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like 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 Company/RTA email id.

2. For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company/RTA email id.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Shri Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

24. Members can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
25. Any person, who acquires shares of the Company and become member of the Company after mailing of the notice and holding shares as on the cut-off date i.e. 31st July, 2021 (Saturday), may obtain the login ID and password by sending a request at rtaindore@gmail.com.
26. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. 31st July, 2021 (Saturday) only shall be entitled to avail the facility of remote e-voting as well as e- voting at the AGM.
27. The Chairman shall, at the AGM at the end of discussion on the resolutions on which voting is to be held, allow e-voting to all those members who are present/logged in at the AGM but have not cast their votes by availing the remote e-voting facility.
28. The Results of the voting on the resolutions along with the report of the Scrutinizer shall be declared and placed on the website of the Company - <http://kritiindustries.com> and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorised by him in writing. The results shall also be immediately forwarded to the BSE Ltd.
29. For any other queries relating to the shares of the Company, you may contact the Share Transfer Agents at the following address:

M/s. Ankit Consultancy Pvt. Ltd.
60, Electronic Complex,
Pardeshipura, Indore (M.P.) 452010
Tel: 0731-4281333,4065797/99
E-mail: rtaindore@gmail.com;

30. As the 31stAGM is being held through VC, the route maps is not annexed to this Notice.

DETAILS OF DIRECTOR SEEKING APPOINTMENT/RE-APPOINTMENT/CONTINUANCE OF APPOINTMENT AT FORTHCOMING ANNUAL GENERAL MEETING

Name of the Director	Shri Shiv Singh Mehta	Smt. Purnima Mehta
DIN	00023523	00023632
Date of Birth	03.03.1954	25.05.1960
Date of Appointment	01.10.2010	01.10.1999
Qualification	B.E., MBA	B.A. (Hons), PGDBM
Expertise in specific area	Finance, Marketing, Technical and Business Administration	Accounts, Purchase, HR and Administration
List of Outside Directorship held	Sakam Trading Private Limited, Rajratan Global Wire Limited, Kriti Nutrients Limited, Kriti Auto & Engineering Plastics Pvt. Ltd.	Sakam Trading Private Limited, Kriti Nutrients Ltd., Kriti Specialities Private Limited
Chairman / Member of the Committees of the Board of Directors of the Company	Chairman:-1. Corporate Social Responsibility Committee Member:- 1. Stakeholder Relationship Committee	Chairman:-Nil Member:- 1. Audit Committee 2. Stakeholder Relationship Committee 3. Corporate Social Responsibility
No. of Equity Shares held	20,67,299 (4.17%)	2,97,587 (0.60%)

Brief Resume

Shri Shiv Singh Mehta

Shri Shiv Singh Mehta is the founder and Managing Director of the Kriti Group. Kriti Group of Industries with an annual turnover of ₹1280 Cr (approx.) comprises of Kriti Industries (I) Ltd., Kriti Nutrient Ltd. and Kriti Auto & Engineering Plastics Pvt. Ltd. These companies manufacture an umbrella of products under the brand names of 'Kasta', 'Kriti', 'Koresil', 'Mixwell' which are well known nationally & internationally in their respective spheres. The Kriti Group has a presence in over 17 states of India and is a recognised export house by Govt. of India.

Born on 3rd March 1954, Shri Mehta did his Bachelors of Engineering in Electronics with distinction and MBA. During these days he was involved in various sports activities at regional and national levels, social organizations and was also elected President of Student Council University of Indore (1975-1976)

He has been and continues to be actively involved with various associations:

1. Chairman: Indore Management Association, Indore
2. Past president: Organization of Plastic Processors of India (Apex body of Plastic Processors in India)
2. Member: Governing Board, Shri Sathya Sai Vidhya Vihar, Indore & Guna.
3. Member: Executive committee SOPA (Soybean Oil Processors Association)
4. Past President: All India Manufacturers Organization, MP State Board
5. Past President: Jain International Trade Organization, Indore

He has been conferred various awards by organizations like Rotary International, Jaycee, Management Marshal, Arya Chanakya Udhyojak Shreshta Puraskar. He has also been awarded Chhavi Memorial Award for Excellence in Management

Shri Mehta is also a Chairman of CSR Committee and member of the Stakeholders Relationship Committee.

Mrs. Purnima Mehta

Mrs. Purnima Mehta is also one of the key founder and promoter of the company. Mrs. Mehta is an MBA, PGDPM and bachelor in Arts (Hons) in Economics and holding a rich experience in trade and industry. Mrs. Mehta has a vast knowledge and experience in Accounts & Finance, Purchase, IT, HR and Administration.

She is also holding the membership in Audit Committee, Financial Committee, Stakeholders Relationship Committee and CSR Committee.

EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4:

Members are hereby informed that upon the recommendation of the Audit Committee, Board of Directors of your Company have re-appointed Shri S.P.S. Dangi, Cost Accountant, Indore as Cost Auditors of the Company for the year 2021-22 on the remuneration of ₹30,000/-, plus applicable taxes and reimbursement of out of pocket expenses at actual. The Cost Auditor has given his consent and eligibility for appointment as Cost Auditor.

As per section 148(3) read with Rule 14 of Companies (Audit and Auditors) Rules 2014, the remuneration payable to the Cost Auditors is to be ratified by the Shareholders in General Meeting. Thus, the Members approval is solicited for the resolution set out in Item No. 4 of the Notice by way of an Ordinary Resolution.

None of the Directors, Key Managerial Personal or their relatives are concerned or interested financial or otherwise in the aforesaid resolution.

Item No. 5

The existing tenure of Shri Shiv Singh Mehta as Chairman and Managing Director of the company is expiring on 30th September, 2021. Upon the recommendation of the Nomination and Remuneration Committee of the Board, the Board of Directors at its meeting held on 15th May, 2021 passed the resolution for his re-appointment as the Chairman and Managing Director w.e.f. 1st October, 2021 for a period of 5 (Five) years subject to approval of member in ensuing Annual General Meeting of the company on the terms and conditions as mentioned below:

1. Salary: Upto ₹5.00 Lakhs Per Month
2. Perquisite: Upto ₹0.50 Lakh Per Month
3. Incentive/Commission

The aforesaid salary, perks and incentives/ commission shall be subject to the maximum amount of 5% of the net profits of the Company in the financial year as determined under section 197 and 198 of the Companies Act, 2013 Shri Shiv Singh Mehta shall have the option from which company Kriti Industries (India) Ltd and/or Kriti Nutrients Ltd. he wants to take the amount of incentive /commission as recommended by Nomination & Remuneration Committee and approval by the Board, which shall be paid at the end of the financial year.

Shri Shiv Singh Mehta is going to attain the age of 70 years on 3rd March 2024 and he is eligible for re-appointment for period of five year after passing special resolution pursuant to the proviso of section 196(3)(a) of the Companies Act, 2013.

In view of his attaining the age of 70 years on 3rd March, 2024, and proposed re-appointment for a period of five years from 1st October, 2021 to 30th Sept., 2026 the company needs to seek approval of members by way of special resolution u/s 196(3)(a) read with Schedule V of the Companies Act, 2013.

Further the remuneration payable may be revised from time to time as may be deemed suitable by the Board upon recommendation of the Nomination and Remuneration Committee within the limits of schedule V subject to approval of the members at the Annual General Meeting.

The notice and explanatory statement may be treated as an abstract of the terms and conditions of appointment and remuneration payable to Shri Shiv Singh Mehta, as required under section 102 of the Companies Act, 2013 as set out in the Item No. 5 of the notice and recommend to pass necessary special resolution at the Meeting.

None of the directors except Shri Shiv Singh Mehta, being the appointee interested financially and Smt. Purnima Mehta and Shri Saurabh Singh Mehta, being his relative are concerned or interested otherwise in the resolution. Shri Shiv Singh Mehta is in a promoter group and also holding 20,67,299 equity shares of ₹1/- each consisting of 4.17% of the total paid up capital of the Company.

The Information as required under section II, Part 2 of the Schedule V is being given with the Item No. 6 being the information are in common nature.

Item No.6

The existing term of Mrs. Purnima Mehta as Whole-time Director is expiring on 30th June, 2022. Upon the recommendation of the Nomination and Remuneration Committee of the Board, the Board of Directors at its meeting held on 15th May, 2021 passed the resolution for her re-appointment as the Whole-time Director w.e.f. 1st July, 2022 to 30th June, 2025 for a period of the 3 (three) years subject to approval of members in ensuing Annual General Meeting of the company on the terms and conditions as mentioned below:

- a. Salary : ₹4.00 Lakhs per month
- b. Perquisites and allowances: ₹0.50 Lakh per month
- c. Incentive / Commission

The aforesaid salary perks and incentives/ commission shall be subject to the maximum amount of 5% of the net profits of the Company in the financial year as determined under section 197 and 198 of the Companies Act, 2013 which shall be paid at the end of the Financial Year.

Further the remuneration payable may be revised from time to time as may be deemed suitable by the Board upon recommendation of the Nomination and Remuneration Committee within the limits of Schedule V subject to approval of the members at the Annual General Meeting.

The notice and explanatory statement may be treated as an abstract of the terms and conditions of appointment and remuneration payable to Smt. Purnima Mehta, as required under Section 102 of the Companies Act, 2013 as set out in the Item No. 6 of the notice and recommends passing necessary special resolution at the Meeting.

None of the directors except Smt. Purnima Mehta, being the appointee interested financially and Shri Shiv Singh Mehta and Shri Saurabh Singh Mehta, being her relatives are concerned or interested otherwise in the resolution. Smt. Purnima Mehta is in a promoter group and also holding 2,97,587 equity shares of ₹1/- each consisting of 0.60% of the total paid up capital of the Company.

The Information as required under Section II, Part 2 of the Schedule V are as under:

I. General Information:

S. No.	Particulars	Shri Shiv Singh Mehta Chairman & Managing Director	Smt. Purnima Mehta Whole-time Director
(1)	Nature of industry	Manufacturing of Plastic Products and Pipes etc.	
(2)	Date or expected date of commencement of commercial production	Already in commercial operations since long	
(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A.	
(4)	Financial performance based on given indicators	The Company has achieved the following financial during the year 2019-20 and 2020-21 (₹ In Lakhs)	
		Parameter	2020-21 2019-20
		Turnover/ Income	58916.50 53421.73
		Profit Before Tax	5120.11 2155.85
		Profit after Tax	3823.00 1923.92
		Dividend	20% 15%
(5)	Foreign investments or collaborations, if any.	Nil	

II. Information about the appointee:

(1)	Background details	As stated above	
(2)	Past remuneration	During the year 2020-21, Shri Shiv Singh Mehta was paid salary of ₹269.65 Lakhs which includes perquisites and commission of 5% of Net Profit of the company.	During the year 2020-21, Mrs. Purnima Mehta was paid salary of ₹269.65 Lakhs which includes perquisites and commission of 3% of Net Profit of the company.
(3)	Recognition or awards	As stated above	
(4)	Job profile and his suitability	He is Chairman and Managing Director subject to the superintendence, control and direction of Board of Directors, entrusted with substantial powers of management in respect of the whole of the affairs of the Company and shall perform such duties and exercise such powers as have been or may be entrusted to or conferred upon him by the Board from time to time. He has been associated with the business of the Company since inception. Considering his background and experience, he is eminently suitable to continue to hold the position of Chairman and Managing Director of the Company.	She is Whole Time Director subject to the superintendence, control and direction of Board of Directors and shall perform such duties and exercise such powers as have been or may be entrusted to or conferred upon her by the Board from time to time. She has been associated with the business of the Company since inception. Considering her background and experience, she is eminently suitable to continue to hold the position of Whole Time Director of the Company.
(5)	Remuneration proposed	As stated above	
(6)	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 proposed remuneration is in line with remuneration payable to the Directorial personnel holding similar stature/position in the Industry.	
(7)	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Besides remuneration, Shri Shiv Singh Mehta holds 20,67,299 (4.17%) of the Equity Shares of the Company. He is also relative of Mrs. Purnima Mehta (Wife) Whole-time Director.	Besides remuneration, Smt. Purnima Mehta holds 2,97,587 (0.60%) of the Equity Shares of the Company. She is also relative of Shri Shiv Singh Mehta (Husband) Chairman & Managing Director.

III. Other information:

(1) Reasons of loss or inadequate profits	Not Applicable, since the Company reported a profit in the current year, and has been consistently earning profits since inception, and has a strong net worth and effective capital.
(2) Steps taken or proposed to be taken for improvement	The Company is continuing making efforts for improvement of the financial results and create worth for the stakeholders and investors of the company.
(3) Expected increase in productivity and profits in measurable terms	N.A.

Date: 15th May, 2021
Place: Indore

By order of the Board

Kriti Industries (India) Limited
CIN: L25206MP1990PLC005732
Registered Office:
Mehta Chambers, 34 Siyaganj,
Indore-452007

Apeksha Baisakhiya
Company Secretary
& Compliance officer
ACS 53813