

February 13, 2024

BSE Limited

1st Floor New Trading Ring, Rotimda Building, P.J.Towers, Dalal Street, Fort, **MUMBAI - 400 001**

Scrip Code: 532899

Dear Sirs/Madam,

National Stock Exchange of India Ltd.

Exchange Plaza, 5th Floor, Plot No.C/1, G Block, Bandra Kurla Complex, Bandra (E) **MUMBAI - 400 0051**

Scrip Code: KSCL

Sub: Submission the Public Announcement of Newspaper Publications- Reg.,

With reference to the above, please find enclosed herewith the Public Announcement dated 12th February, 2024 and copies of newspaper publications published in all India editions of Business Standard (English) & (Hindi) and Praja Shakti (Telugu) (Hyderabad edition) on February 13, 2024, in connection with the Buy-back of Equity Shares of the Company through Tender Offer Route.

This is for your information and records.

Thanking you,

Yours faithfully,

For KAVERI SEED COMPANY LIMITED

V. SREELATHA

COMPANY SECRETA

Encl: As above

Corporate Identity Number (CIN): L01120TG1986PLC006728

Registered Office: 513-B, 5th Floor, Minerva Complex, SD Road, Secunderabad – 500003, Telangana

Tel: +91 40-49192345 / 55 | Fax: +91-40-27811237 | Email Id: cs@kaveriseeds.in | Website: www.kaveriseeds.in

Contact Person: Ms. Sreelatha Vishnubhotla, Company Secretary & Compliance Officer



PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF KAVERI SEED COMPANY LIMITED ("THE COMPANY" OR "KSCL") FOR THE BUYBACK OF EQUITY SHARES ON A PROPORTIONATE BASIS THROUGH TENDER OFFER UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED

This public announcement (the "Public Announcement") is being made in relation to the Buyback of Equity Shares (as defined below) of the Company from the shareholders/beneficial owners of the Company through the tender offer route using the stock exchange mechanism, pursuant to Regulation 7(i) and other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (including any statutory modification(s), amendment(s) or re-enactments from time to time) ("Buyback Regulations") along with the requisite disclosures as specified in Schedule II of the Buyback Regulations read with Schedule I of the Buyback Regulations read with the SEBI circular CIR/ CFD/POLICYCELL/1/2015 dated April 13, 2015, read with SEBI circular CFD/DCR2/CIR/P/2016/131 dated December 9, 2016 and SEBI circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 including any further amendments thereof.

OFFER TO BUYBACK NOT EXCEEDING 44.82.758 (FORTY FOUR LAKHS EIGHTY TWO THOUSAND SEVEN HUNDRED AND FIFTY EIGHT ONLY) FULLY PAID-UP EQUITY SHARES HAVING A FACE VALUE OF ₹2/- (INDIAN RUPEES TWO ONLY) EACH OF THE COMPANY ("EQUITY SHARES") AT A PRICE OF ₹725/- (INDIAN RUPEES SEVEN HUNDRED AND TWENTY FIVE ONLY) PER EQUITY SHARE, PAYABLE IN CASH, ON A PROPORTIONATE BASIS FROM ALL THE EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF THE COMPANY THROUGH THE TENDER OFFER ROUTE USING THE STOCK EXCHANGE MECHANISM.

Certain figures contained in this Public Announcement, including financial information, have been subject to rounding-off adjustments. All decimals have been rounded off to 2 (two) decimal points. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row.

- 1. DETAILS OF THE BUYBACK OFFER AND BUYBACK OFFER PRICE
- 1.1 The Board of Directors of the Company (hereinafter referred to as the "Board", which expression includes any committee constituted by the Board to exercise its powers) at its meeting held on Friday, January 05, 2024 ("Board Meeting Date") has, subject to approval of the shareholders of the Company by way of a special resolution through postal ballot, and subject to approvals of statutory, regulatory or governmental authorities, lenders as may be required under applicable laws, approved the buyback of its Equity Shares from the shareholders of the Company, not exceeding 44,82,758 (Forty Four Lakhs Eighty Two Thousand Seven Hundred And Fifty Eight only) Equity Shares (representing 8.01% of the of the total number of Equity Shares in the total paid-up Equity Share capital of the Company, as on March 31, 2023) at a price of ₹725/- (Indian Rupees Seven Hundred And Twenty Five only) per Equity Share ("Buyback Price") payable in cash, for an aggregate maximum amount not exceeding ₹3,25,00,00,000 (Indian Rupees Three Hundred and Twenty Five Crores only), excluding any expenses incurred or to be incurred for the buyback viz. brokerage, costs, fees, turnover charges, taxes such as tax on buyback, securities transaction tax and goods and services tax (if any), stamp duty, printing and dispatch expenses, if any, filing fees to SEBI and any other Appropriate Authorities, stock exchange charges, advisor/ legal fees, public announcement publication expenses and other incidental and related expenses and charges ("Transaction Costs") which represents 23.79% and 23.31% of the aggregate of the Company's fully paid up equity share capital and free reserves as per the latest Standalone and Consolidated Audited Financial Statement of the Company for the financial year ended March 31, 2023 (which is within the limit of 25% of the aggregate of the fully paid up equity share capital and free reserves of the Company) on a proportionate basis through the Tender Offer route through Stock Exchange Mechanism ("Tender Offer") as prescribed under the SEBI Buyback Regulations, from all the shareholders / beneficial owners who hold equity shares as on the Record Date i.e. Friday, February 23, 2024 ("Eligible Shareholders").
- 1.2 In accordance with Section 68(2)(b) of the Act, the Board had sought the approval of the shareholders of the Company by way of a special resolution since the Buyback Size is more than 10% of the total paid-up equity share capital and free reserves of the Company. The shareholders of the Company approved the Buyback, by way of special resolution, through postal ballot, pursuant to the postal ballot notice dated January 05, 2024 (hereinafter referred to as the "Notice", which expression includes the explanatory statement laying out the terms and conditions with respect to the Buyback) the results of which were announced on Friday, February 09, 2024. In terms of Regulation 5(via) of the Buyback Regulations, the Board may, till one working day prior to the Record Date, increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back, such that there is no change in the Buyback Size.
- The Buyback is pursuant to Article 75 of the Articles of Association of the Company, Sections 68, 69, 70 and all other applicable provisions, if any, of the Act and the relevant rules made thereunder including the Share Capital and Debentures Rules, and Management Rules, to the extent applicable, the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"), the Buyback Regulations, subject to such other approvals, permissions, and sanctions and exemptions of Securities and Exchange Board of India ("SEBI"), Reserve Bank of India ("RBI"), Registrar of Companies, Hyderabad ("ROC"), BSE Limited ("BSE"), National Stock Exchange of India Limited ("NSE") (together, the "Stock Exchanges") and/or other authorities, institutions or bodies, (together with SEBI, RBI and ROC, the "Appropriate Authorities"), as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions, sanctions and exemptions, which may be agreed by the Board.
- The Equity Shares are listed on the Stock Exchanges. The Buyback shall be undertaken on a proportionate basis from the holders of the Equity Shares of the Company as on the Record Date ("Eligible Shareholders") through the tender offer process prescribed under Regulation 4(iv)(a) of the Buyback Regulations and shall be implemented using the "Mechanism for acquisition of shares through Stock Exchange pursuant to Tender-Offers under Takeovers, Buy Back and Delisting" notified by SEBI vide circular CIR/CFD/ POLICYCELL/1/2015 dated April 13, 2015, read with SEBI circular CED/ DCR2/CIR/P/2016/131 dated December 9, 2016, SEBI circular SEBI/HO/ CED/DCR-III/CIR/P/2021/615 dated August 13, 2021 and such other circulars or notifications, as may be applicable, including any amendment or statutory modifications for the time being in force ("SEBI Buyback Circulars"). In this regard, the Company has requested to National Stock Exchange of India Limited to provide the acquisition window for facilitating tendering of Equity Shares under the Buyback. For the purposes of this Buyback, BSE will be the designated stock exchange ("Designated Stock
- 1.5 The maximum amount required for the Buyback will not exceed ₹325,00,00,000/- (Indian Rupees Three Hundred and Twenty Five Crores Only) excluding the Transaction Costs, being 23.79% and 23.31% of the total of the fully paid-up equity share capital and free reserves as per the latest audited standalone and consolidated financial statements of the Company, as on March 31, 2023, respectively. which does not exceed 25% of the aggregate of the total paid-up capital and free reserves of the Company as per latest audited standalone and consolidated financials of the Company as on March 31, 2023. Further, under the Act and Buyback Regulations, the number of Equity Shares that can be bought back in any financial year cannot exceed 25% of the total paid-up equity capital of the Company in that financial year. Since the Company proposes to Buyback not exceeding 44,82,758 Equity Shares, representing 8.01% of the total issued and paid-up share capital of the Company as
- Participation in the Buyback by Eligible Shareholders may trigger tax on distributed income to such Eligible Shareholders ("Buyback Tax") in India and such Buyback Tax is to be discharged by the Company, Any income received by Eligible Shareholders pursuant to the Buyback of shares will not be included in the total taxable income of such shareholders. The transaction of Buyback would also be chargeable to securities transaction tax in India. In due course, the Eligible Shareholders will receive a letter of offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, the Eligible Shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the Buyback.

per audited financial statements as of March 31, 2023, the same is within the aforesaid 25% limit.

- The Buyback will not result in any benefit to the Promoter and Promoter Group and Directors of the Company except to the extent of the cash consideration received by them pursuant to their respective participation in the Buyback in their capacity as equity shareholders of the Company, and the change in their shareholding as per the response received in the Buyback, as a result of the extinguishment of Equity Shares which will lead to reduction in the equity share capital of the Company post Buyback.
- 1.8 A copy of this Public Announcement is available on the website of the Company at www.kaveriseeds.in. the website of the Manager to the Buyback at www.bajaicapital.com and is expected to be available on the websites of SEBI at www.sebi.gov.in during the period of buyback and on the websites of the Stock Exchanges at www.nseindia.com and www.bseindia.com during the period of the Buyback.
- NECESSITY FOR THE BUYBACK AND DETAILS THEREOF
 - The Buyback is being undertaken by the Company after taking into account the operational and strategic cash requirements of the Company in the medium term and for returning surplus funds to the members in an effective and efficient manner. The Buyback is being undertaken for the following
 - The Buyback will help the Company to distribute surplus cash to its members holding Equity Shares thereby enhancing the overall return for them:
 - The Buyback, which is being implemented through the tender offer route as prescribed under the Buyback Regulations, would involve a reservation of up to 15% of the Equity Shares, which the Company proposes to buyback, for small shareholders or the actual number of Equity Shares entitled as per the shareholding of small shareholders on the Record Date, whichever is higher. The Company believes that this reservation for small shareholders would benefit a significant number of the Company's public shareholders, who would be classified as "Small Shareholders";
 - The Buyback is generally expected to improve return on equity through distribution of cash and improve earnings per share by reduction in the equity base of the Company, thereby leading to long term increase in shareholders' value; and
 - The Buyback gives an option to the Eligible Shareholders (as defined below) to either (A) participate in the Buyback and receive cash in lieu of their Equity Shares which are accepted under the Buyback, or (B) not to participate in the Buyback and get a resultant increase in their percentage shareholding in the Company post the Buyback, without additional investment.
 - v. Optimizes the capital structure

- MAXIMUM AMOUNT OF FUNDS REQUIRED FOR THE BUYBACK. ITS PERCENTAGE OF THE TOTAL PAID UP CAPITAL AND FREE RESERVES AND SOURCES OF FUNDS FROM WHICH **BUYBACK WOULD BE FINANCED**
- 3.1. The maximum amount required for Buyback will not exceed ₹325,00,00,000/- (Indian Rupees Three Hundred and Twenty Five Crores only) (excluding Transaction Costs).
- 3.2. The maximum amount mentioned aforesaid is 23.79% and 23.31% of the aggregate of the fully paid-up equity share capital and free reserves as per the latest audited standalone and consolidated financial statements of the Company, as on March 31, 2023 respectively, which does not exceed 25%of the aggregate of the fully paid-up equity share capital and free reserves of the Company as per latest audited standalone and consolidated financials of the Company as on March 31, 2023.
- 3.3. The funds for the implementation of the proposed Buyback will be sourced out of free reserves of the Company (retained earnings) and/or such other source as may be permitted by the Buyback Regulations or the Act.
- 3.4. The Company shall transfer from its free reserves, a sum equal to the nominal value of the Equity Shares so bought to the Capital Redemption Reserve Account and details of such transfer shall be disclosed in its subsequent audited financial statements
- 3.5. The borrowed funds from banks and financial institutions, if any, will not be used for the purpose of the
- 4. BUYBACK PRICE AND THE BASIS OF ARRIVING AT BUYBACK PRICE
- 4.1. The Equity Shares of the Company are proposed to be bought back at a price of ₹725/- (Indian Rupees Seven Hundred and Twenty Five only) per share ("Buyback Price")
- 4.2. The Buyback Price has been arrived at after considering various factors including, but not limited to the trends in the volume weighted average prices and closing price of the Equity Shares on the Stock Exchanges where the Equity Shares of the Company are listed.
- 4.3. The Buyback Price represents:
- premium of 18.28% and 18.34% over the closing price of the Equity Shares on the BSE and the NSE respectively, as on the Intimation Date (i.e. December 30, 2023 being the trading holiday). we have considered the closing price on December 29, 2023 i.e., One day prior to the date of
- premium of 9.41% and 9.43% over the closing price of the Equity Share on BSE and NSE, as on January 05, 2024, being the Board Meeting Date.

The closing market price of the Equity Shares as on the Intimation Date was ₹612.95/- and ₹612.60/and as on the Board Meeting Date was ₹662.60/- and ₹662.55/- on BSE and NSE, respectively. The Company confirms that as required under Section 68(2)(d) of the Act, the ratio of the aggregate of secured and unsecured debts owed by the Company will be not more than twice the paid-up share capital and free reserves both on the basis of audited standalone and audited consolidated financial statements as on March 31, 2023 after the Buyback.

In accordance with Regulation 5(via) of the Buyback Regulations, the Board/Buyback Committee may increase the maximum Buyback price and decrease the number of Equity Shares proposed to be bought back provided that there is no change in the Buyback Offer Size, till one working day prior to the Record Date fixed for the purpose of Buyback

MAXIMUM NUMBER OF SECURITIES THAT THE COMPANY PROPOSES TO BUYBACK

The Company proposes to buy back not exceeding 44.82.758 (Forty Four lakhs Eighty Two Thousand Seven Hundred Fifty Eight) Fully paid up Equity Shares of face value of ₹2/- (Indian Rupees Two only) each representing 8.01% of the total issued and paid-up equity share capital of the Company as per the audited financial statements as of March 31, 2023.

- DETAILS OF PROMOTERS, MEMBERS OF THE PROMOTER GROUP, PERSONS IN CONTROL AND DIRECTORS OF PROMOTERS AND MEMBERS OF THE PROMOTER GROUP SHAREHOLDING AND OTHER DETAILS
- 6.1. The aggregate shareholding in the Company of the (i) promoter and promoter group of the Company and persons in control (ii) Directors of companies which are a part of the Promoter and Promoter Group and (iii) Directors and Key Managerial Personnel of the Company as on the date of the Board Meeting and the Postal Ballot Notice i.e., January 05, 2024.
 - The aggregate shareholding of the Promoters, members of the Promoter Group and of persons who are in control of the Company, as on the date of Board Meeting and the Postal Ballot Notice i.e., January 05, 2024, are as follows:-

| Sr. No. | Name of Promoter / Promoter Group | No. of Equity Shares held | Shareholding Percentage (%) |
|------------|---|------------------------------|-----------------------------------|
| 1 | Gundavaram Venkata Bhaskar Rao | 53,58,530 | 9.58 |
| 2 | Vanaja Devi Gundavaram | 23,57,318 | 4.22 |
| 3 | Pawan Gundavaram | 22,28,876 | 3.99 |
| 4 | Vamsheedhar Chennamaneni | 9,76,587 | 1.75 |
| 5 | Mithun Chand Chennamaneni | 8,57,344 | 1.53 |
| 6 | G.V. Bhaskar Rao, Trustee of Pawan Private Trust | 1,08,59,244 | 19.42 |
| 7 | G.V. Bhaskar Rao, Trustee of Madhushree Private Trust | 1,08,59,244 | 19.42 |
| | Total | 3,34,97,143 | 59.91 |

- Aggregate shareholding of the Directors of companies who are a part of the Promoter and Promoter Group as on the date of the Board Meeting and the Postal Ballot Notice i.e.,
- iii. Except as disclosed below, none of the Directors and Key Managerial Personnel ("KMPs") of the Company hold any Equity Shares in the Company, as on the date of Board Meeting and the Postal Ballot Notice i.e. January 05, 2024:-

| S. No. | Name of the Directors / KMPs | Designation | Number of Equity Shares | % shareholding |
|-----------|-----------------------------------|-----------------------------------|----------------------------|-------------------|
| 1 | Gundavaram Venkata Bhaskar Rao | Chairman and Managing Director | 53,58,530 | 9.58 |
| 2 | Vanaja Devi Gundavaram | Whole-Time Director | 23,57,318 | 4.22 |
| 3 | Pawan Gundavaram | Whole-Time Director | 22,28,876 | 3.99 |
| 4 | Vamsheedhar Chennamaneni | Whole-Time Director | 9,76,587 | 1.75 |
| 5 | Mithun Chand Chennamaneni | Whole-Time Director | 8,57,344 | 1.53 |
| 6 | Dr. S. Raghuvardha Reddy | Independent Director | - | - |
| 7 | Dr. Purushotam Kalakala | Independent Director | - | - |
| 8 | Dr. Syed Mohammed Ilyas | Independent Director | - | |
| 9 | M. Chaya Ratan | Independent Director | - | - |
| 10 | Prof. R.R.Hanchinal | Independent Director | - | - |
| 11 | Venkata Chalapathi Reddy Kuppam | Chief Financial Officer | 12,000 | 0.02 |
| 12 | Sreelatha Vishnubhotla | Company Secretary | - | - |
| | TOTAL | 1,17,90,655 | 21.09 | |

- Aggregate shares purchased or sold by the Promoter and Promoter Group, persons in control, Directors of companies which are a part of the Promoter and Promoter Group and Directors and Key Managerial Personnel of the Company during a period of six months preceding the date of the Board Meeting at which the Buyback was approved and the Postal Ballot Notice i.e.,
 - (i) Aggregate number of shares purchased or sold by the Promoter and Promoter Group and persons who are in control: Nil
 - (ii) Aggregate shares purchased or sold by the Directors of companies which are part of the Promoter and Promoter Group: Nil
 - (iii) Aggregate shares purchased or sold by the Directors and Key Managerial Personnel of the Company: Nil
- INTENTION OF THE PROMOTERS, MEMBERS OF THE PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO TENDER THEIR EQUITY SHARES IN THE BUYBACK
- 7.1 In terms of the SEBI Buyback Regulations, under the tender offer route, the Promoter and Promoter Group have an option to participate in the Buyback. In this regard, the promoter and promoter group have expressed their intention, vide their letters dated January 05, 2024 to participate in the Buyback and offer up to their respective shareholding as on the Record Date or such number of shares based on their entitlement, as required in compliance with the SEBI Buyback Regulation

Please see below the maximum number of Equity Shares intended to be tendered by each of the

| Sr. No. | Name of the Promoter / Promoter Group | Maximum Number of Equity Shares intended to be offered in the Buyback | |
|------------|---------------------------------------|---|--|
| 1. | Gundavaram Venkata Bhaskar Rao | 3,79,913 | |
| 2. | Vanaja Devi Gundavaram | 1,67,130 | |
| 3. | Pawan Gundavaram | 1,58,024 | |
| 4. | Vamsheedhar Chennamaneni | 69,238 | |

| Total | | 23,74,901 |
|-------|---|-----------|
| 7. | G.V. Bhaskar Rao, Trustee of Madhushree Private Trust | 7,69,906 |
| 6. | G.V. Bhaskar Rao, Trustee of Pawan Private Trust | 7,69,906 |
| 5. | Mithun Chand Chennamaneni | 60,784 |

The details of the date and price of acquisition of the Equity Shares that the Promoters intend to tender are set out below:

| Gundavaram Venkata Bhaskar Rao | | | | | | | |
|--------------------------------|------------------|--|-------------------------|---|-----------------------------|--|--|
| Date | No. of Shares | Nature of Transaction | Nominal Value (In ₹) | Issue Price / Transfer Price (In ₹) | Cumulative No. Shares | | |
| 27.08.1986 | 100 | Subscription to Memorandum | 1,000 | 10.00 | 100 | | |
| 26.02.1991 | 12,400 | Allotment | 1,24,000 | 10.00 | 12,500 | | |
| 29.03.1996 | 44,000 | Allotment | 4,40,000 | 10.00 | 56,500 | | |
| 27.06.2005 | 3,90,000 | Allotment | 39,00,000 | 10.00 | 4,46,500 | | |
| 23.06.2006 | 6,50,000 | Allotment | 65,00,000 | 10.00 | 10,96,500 | | |
| 26.07.2006 | 1,43,500 | Purchase | 14,35,000 | 50.00 | 12,40,000 | | |
| 29.07.2006 | (3,00,000) | Sale | 30,00,000 | 50.00 | 9,40,000 | | |
| 01.08.2006 | (71,000) | Sale | 7,10,000 | 50.00 | 8,69,000 | | |
| 01.08.2006 | (5,79,000) | Sale | 57,90,000 | 10.00 | 2,90,000 | | |
| 04.08.2006 | 2,90,000 | Bonus | 29,00,000 | NA | 5,80,000 | | |
| 20.09.2006 | 5,80,000 | Rights | 58,00,000 | 10.00 | 11,60,000 | | |
| 20.09.2006 | 1,70,400 | Acquisition of Agritek | 17,04,000 | NA | 13,30,400 | | |
| 20.09.2006 | (82,400) | Gift to C.Vamsheedhar and C.Mithunchand | 8,24,000 | NA | 12,48,000 | | |
| 12.08.2009 | 45,852 | Market Purchase | 4,58,520 | 229.17 | 12,93,852 | | |
| 22.08.2009 | 43,401 | Market Purchase | 4,34,010 | 214.89 | 13,37,253 | | |
| 09.09.2009 | 21,145 | Market Purchase | 2,11,450 | 220.80 | 13,58,398 | | |
| 22.09.2009 | 48,000 | Market Purchase | 4,80,000 | 222.62 | 14,06,398 | | |
| 26.03.2011 | (50,000) | Gift | 5,00,000 | NA | 13,56,398 | | |
| 26.03.2011 | (50,000) | Gift | 5,00,000 | NA | 13,06,398 | | |
| 13.07.2012 | (50,000) | Gift | 5,00,000 | NA | 12,56,398 | | |
| 13.07.2012 | (50,000) | Gift | 5,00,000 | NA | 12,06,398 | | |
| Split of Each | equity share | of ₹10 each into Five | equity shares | of ₹2 Each | 60,31,990 | | |
| 03.08.2017 | (2,26,255) | Buyback of Shares | 4,52,510 | 675.00 | 58,05,735 | | |
| 12.09.2018 | (2,29,319) | Buyback of Shares | 4,58,638 | 675.00 | 55,76,416 | | |
| 21.01.2020 | (217,886) | Buyback of Shares | 4,81,004 | 700.00 | 53,58,530 | | |

| Vanaja Devi | Vanaja Devi Gundavaram | | | | | | | |
|---------------|------------------------|---|-------------------------|---|--------------------------|--|--|--|
| Date | No. of Shares | Nature of transaction | Nominal Value (In ₹) | Issue Price / Transfer Price (In ₹) | Cumulative No. Shares | | | |
| 27.08.1986 | 100 | Subscription to Memorandum | 1,000 | 10.00 | 100 | | | |
| 26.02.1991 | 8,900 | Allotment | 89,000 | 10.00 | 9,000 | | | |
| 29.03.1996 | 30,000 | Allotment | 3,00,000 | 10.00 | 39,000 | | | |
| 27.06.2005 | 5,95,000 | Allotment | 59,50,000 | 10.00 | 6,34,000 | | | |
| 26.07.2006 | (97,000) | Sale | 9,70,000 | 50.00 | 5,37,000 | | | |
| 04.08.2006 | 5,37,000 | Bonus issue | 53,70,000 | NA | 10,74,000 | | | |
| 20.09.2006 | 10,74,000 | Rights | 1,07,40,000 | 10.00 | 21,48,000 | | | |
| 20.09.2006 | 74,600 | Acquisition of Agritek | 7,46,000 | NA | 22,22,600 | | | |
| Split of Each | equity share of | ₹10 each into Five equi | ty shares of ₹2 | Each | 1,11,13,000 | | | |
| 09.07.2014 | (31,62,552) | Market sale | 63,25,104 | 836.15 | 79,50,448 | | | |
| 03.11.2014 | 73,20,000 | Gift | 1,46,40,000 | NA | 1,52,70,448 | | | |
| 24.08.2015 | 4,19,865 | Market purchase | 8,39,730 | 426.63 | 1,56,90,313 | | | |
| 26.08.2015 | 84,737 | Market purchase | 1,69,474 | 472.31 | 1,57,75,050 | | | |
| 03.08.2017 | (5,91,709) | Buyback of Shares | 11,83,418 | 675.00 | 1,51,83,341 | | | |
| 12.09.2018 | (5,99,723) | Buyback of Shares | 11,99,446 | 675.00 | 1,45,83,618 | | | |
| 21.01.2020 | (569,826) | Buyback of Shares | 11,39,652 | 700.00 | 1,40,13,792 | | | |
| 24.03.2020 | 11,626 | Market purchase | 23,252 | 294.58 | 1,40,25,418 | | | |
| 25.03.2020 | 23,458 | Market purchase | 46,916 | 318.96 | 1,40,48,876 | | | |
| 27.03.2020 | 30,868 | Market purchase | 61,736 | 330.27 | 1,40,79,744 | | | |
| 31.03.2020 | 10,413 | Market purchase | 20,826 | 331.29 | 1,40,90,157 | | | |
| 19.04.2021 | (1,17,32,839) | Inter se transfer between the Promoters | 2,34,65,678 | - | 23,57,318 | | | |

| Pawan Gundavaram | | | | | | | | |
|------------------|---|--------------------------|-------------------------|--|--------------------------|--|--|--|
| Date | No. of Shares | Nature of Transaction | Nominal Value (In ₹) | Issue Price / Transfer Price (In ₹) | Cumulative No. Shares | | | |
| 26.02.1991 | 2,000 | Allotment | 20,000 | 10.00 | 2,000 | | | |
| 29.03.1996 | 12,500 | Allotment | 1,25,000 | 10.00 | 14,500 | | | |
| 27.06.2005 | 99,000 | Allotment | 9,90,000 | 10.00 | 1,13,500 | | | |
| 26.07.2006 | (14,500) | Sale | 1,45,000 | 50.00 | 99,000 | | | |
| 04.08.2006 | 99,000 | Bonus issue | 9,90,000 | NA | 1,98,000 | | | |
| 20.09.2006 | 1,98,000 | Rights | 19,80,000 | 10.00 | 3,96,000 | | | |
| 20.09.2006 | 1,05,800 | Acquisition of Agritek | 10,58,000 | NA | 5,01,800 | | | |
| Split of Each | Split of Each equity share of ₹10 each into Five equity shares of ₹2 Each | | | | | | | |
| 03.08.2017 | (94,110) | Buyback of Shares | 1,88,220 | 675.00 | 24,14,890 | | | |
| 12.09.2018 | (95,385) | Buyback of Shares | 1,90,770 | 675.00 | 23,19,505 | | | |
| 21.01.2020 | (90,629) | Buyback of Shares | 1,81,258 | 700.00 | 22,28,876 | | | |

| Vamsheedhar | | | | | |
|-----------------|------------------|---|----------------------------|---|--------------------------|
| Date | No. of Shares | Nature of Transaction | Nominal Value (In ₹) | Issue Price / Transfer Price (In ₹) | Cumulative No. Shares |
| 20.09.2006 | 77,600 | Acquisition of Agritek | 7,76,000 | NA | 77,60 |
| 20.09.2009 | 22,400 | Gift from Gundavaram Venkata Bhaskar Rao | 2,24,000 | NA | 1,00,00 |
| 03.05.2010 | 2,060 | Off Market Purchase | 20,600 | 300.00 | 1,02,06 |
| 02.04.2011 | 44,135 | Market Purchase | 4,41,350 | 386.60 | 1,46,19 |
| 26.07.2011 | 6,000 | Off Market Purchase | 60,000 | 330.00 | 1,52,19 |
| 26.03.2011 | 50,000 | Gift From Gundavaram Venkata Bhaskar Rao | 5,00,000 | NA | 2,02,19 |
| 13.10.2011 | 57,138 | Market Purchase | 5,71,380 | 440.72 | 2,59,33 |
| 13.07.2012 | 50,000 | Gift From Gundavaram Venkata Bhaskar Rao | 5,00,000 | NA | 3,09,33 |
| 07.03.2013 | 5,000 | Market Purchase | 50,000 | 1,355.00 | 3,14,33 |
| 22.07.2013 | (39,682) | Market sale | 3,9,6820 | 1,590.00 | 2,74,65 |
| Split of Each e | quity share of | ₹10 each into Five equity | shares of ₹ | 2 Each | 13,73,25 |
| 10.06.2014 | (50,000) | Market sale | 1,00,000 | 658.93 | 13,23,25 |
| 23.06.2015 | (2,23,935) | Market sale | 4,47,870 | 806.70 | 10,99,32 |
| 03.08.2017 | (41,233) | Buyback of Shares | 82,466 | 675.00 | 10,58,08 |
| 12.09.2018 | (41,792) | Buyback of Shares | 83,584 | 675.00 | 10,16,29 |
| 21.01.2020 | (39,708) | Buyback of Shares | 79,416 | 700.00 | 9,76,58 |

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contd...pg/1

| Date | No. of Shares | Nature of Transaction | Nominal Value (In ₹) | Issue Price / Transfer Price (In ₹) | Cumulative No. Shares |
|--------------|------------------|---|----------------------------|---|--------------------------|
| 26.07.2006 | 4,000 | Gift received from Raghupathi Rao Rangineni | 40,000 | NA | 4,000 |
| 04.08.2006 | 4,000 | Bonus | 40,000 | NA | 8,000 |
| 20.09.2006 | 8,000 | Rights | 80,000 | 10.00 | 16,000 |
| 20.09.2006 | 60,000 | Gift received from Gundavaram Venkata Bhaskar Rao | 6,00,000 | NA | 76,000 |
| 10.12.2009 | 3,000 | Market Purchase | 30,000 | 211.31 | 79,000 |
| 03.05.2010 | 1,175 | Market purchase | 11,750 | 300.00 | 80,175 |
| 02.04.2011 | 22,614 | Market purchase | 2,26,140 | 333.57 | 1,02,789 |
| 26.07.2011 | 6,500 | Market purchase | 65,000 | 330.00 | 1,09,289 |
| 13.10.2011 | 5,200 | Market purchase | 52,000 | 479.00 | 1,14,489 |
| 26.03.2011 | 50,000 | Gift from Gundavaram Venkata Bhaskar Rao | 5,00,000 | NA | 1,64,489 |
| 19.01.2012 | 60,000 | Market purchase | 6,00,000 | 474.00 | 2,24,489 |
| 13.07.2012 | 50,000 | Gift from Gundavaram Venkata Bhaskar Rao | 5,00,000 | NA | 2,74,489 |
| 28.01.2013 | 70,800 | Market purchase | 7,08,000 | 1402.00 | 3,45,289 |
| 07.03.2013 | (2,512) | Market sale | 25,120 | 1295.00 | 3,42,777 |
| 28.03.2013 | (1,553) | Market sale | 15,530 | 1198.00 | 3,41,224 |
| 02.08.2013 | (22,245) | Market sale | 2,22,450 | 1534.64 | 3,18,979 |
| Split of Eac | h equity sha | re of ₹10 each into Five | equity shares | of ₹2 Each | 15,94,89 |
| 10.06.2014 | (6,66,000) | Market sale | 13,32,000 | 654.00 | 9,28,895 |
| 12.09.2018 | (36,690) | Buyback of Shares | 73,380 | 675.00 | 8,92,20 |
| 21.01.2020 | (34,861) | Buyback of Shares | 69,722 | 700.00 | 8,57,344 |

| Madhushree Private Trust | | | | | | | | | |
|-------------------------------|----|---|------|----------------------|--------------------------------|-----|---------------------------------|--|--|
| Na | Na | Nature of Transaction | Va | ninal lue ı ₹) | Issue P / Trans Price (I | fer | Cumulative No. Equity Shares | | |
| be | be | Inter se transfer between the Promoters | 21,7 | 18,488 | - | | 1,08,59,244 | | |
| 2021* between the Promoters | | | | | | | | | |

*Vide SEBI Order no: WTM/SKM/CFD/12/2021-22 dated April 19, 2021 and WTM/SM/CFD/5/2022-2023 dated November 30, 2022 respectively, 1,08,59,244 Equity Shares were transferred to Madhushree Private Trust from Vanaja devi Gunadavaram (8,73,595 Equity Shares) and Venkata HUF (99,85,649 Equity Shares)

| Pawan Pi | Pawan Private Trust | | | | | | | | | |
|--|---------------------|---|-------------------------|---|-----------------------------|--|--|--|--|--|
| Date | No. of Shares | Nature of Transaction | Nominal Value (In ₹) | Issue Price / Transfer Price (In ₹) | Cumulative No. Shares | | | | | |
| April 19, 2021* | 1,08,59,244 | Inter se transfer between the Promoters | 21,718,488 | • | 1,08,59,244 | | | | | |
| * Vide SEBI Order no: WTM/SKM/CFD/12/2021-22 dated April 19, 2021 and WTM/SM/CFD/5/2022- | | | | | | | | | | |

2023 dated November 30, 2022 respectively, 1,08,59,244 Equity Shares were transferred to Pawar

Private Trust from Vanaja devi Gundavaram (1,08,59,244 Equity Shares) 3. NO DEFAULTS

The Company confirms that there are no defaults subsisting in the repayment of deposits, interest payment thereon, redemption of debentures or payment of interest thereon or redemption of preference shares or payment of dividend due to any shareholder, or repayment of any term loans or interest payable thereon to any financial institution or banking company. In case any such default has ceased to subsist, a period of more than three years has lapsed;

9. CONFIRMATION BY THE BOARD OF DIRECTORS OF THE COMPANY

As required by clause (x) of Schedule I in accordance with Regulation 5(iv)(b) of the Buyback Regulations, the Board hereby confirms that it has made a full enquiry into the affairs and prospects of the Company and has formed an opinion that:

- (i) immediately following the board meeting, being January 05, 2024 ("Board Resolution") and the date on which the results of shareholders' resolution passed by way of postal ballot was declared ("Shareholder Resolution") approving Buyback offer, there will be no grounds on which the Company can be found unable to pay its debts;
- (ii) as regards the Company's prospects for the year immediately following date of the Board Resolution as well as the date of the Shareholder Resolution, having regard to Board's intentions with respect to the management of the Company's business during that year and to the amount and character of the financial resources which will, in the Board's view be, available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of 1 (one) year from the date of the Shareholder Resolution: and
- (iii) that in forming the aforesaid opinion, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Act or the Insolvency and Bankruptcy Code, 2016 (to the extent notified).
- 10. CONFIRMATIONS FROM THE COMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE ACT
- 10.1. All the Equity Shares of the Company are fully paid up;
- 10.2. The Company, as per provisions of Section 68(8) of the Act, shall not make further issue of the same kind of Equity Shares or other specified securities including allotment of new equity shares under clause (a) of sub-section (1) of Section 62 or other specified securities within a period of 6 (six) months after the completion of the Buyback except by way of bonus shares or Equity Shares issued to discharge subsisting obligations such as conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into Equity Shares:
- 10.3. The Company shall not raise further capital for a period of 1 (one) year from the expiry of the Buyback, i.e. the date on which the payment of consideration to shareholders who have accepted the Buyback offer is made except in discharge of subsisting obligations;
- 10.4. The Company shall not issue any shares or other securities from the date of the shareholders resolution (including by way of bonus issue or convert any outstanding employee stock options/ outstanding instruments into Equity Shares) till the expiry of the period of Buyback i.e., date on which the payment of consideration to shareholders who have accepted the offer of Buyback is made in accordance with the Act and the Buyback Regulations:
- 10.5. The Company shall not buyback locked-in Equity Shares and non-transferable Equity Shares till the pendency of the lock-in or till the Equity Shares become transferable;
- 10.6. The Company shall transfer from its free reserves a sum equal to the nominal value of the Equity Shares purchased through the Buyback to the Capital Redemption Reserve Account and the details of such transfer shall be disclosed in its subsequent audited financial statements;
- 10.7. The Company shall not directly or indirectly purchase its Equity Shares through any subsidiary company including its own subsidiary companies, if any or through any investment company or group of investment companies;
- 10.8. The Company shall not buyback its Equity Shares or other specified securities from any person through negotiated deal whether on or off the stock exchanges or through spot transactions or through any private arrangement in the implementation of the Buyback;
- 10.9. There are no defaults (either in past or subsisting) in the repayment of deposits, interest payment thereon, redemption of debentures or payment of interest thereon or redemption of preference shares or payment of dividend due to any shareholder, or repayment of any term loans or interest payable thereon to any financial institution or banking company; In case any such default has ceased to subsist, a period of more than three years has lapsed;
- $10.10. \ The \ Company \ has \ been \ in \ compliance \ with \ Sections \ 92, \ 123, \ 127 \ and \ 129 \ of \ the \ Act;$
- 10.11. The funds borrowed from banks and financial institutions will not be used for the Buyback;
- 10.12. The aggregate maximum amount of the Buyback i.e., ₹325,00,00,000/- (Indian Rupees Three Hundred and Twenty Five Crores only) does not exceed 25% of the total paid-up capital and free reserves based on both audited standalone or consolidated financial statements of the Company; whichever sets out a lower amount as on March 31, 2023;
- 10.13. The maximum number of Equity Shares proposed to be purchased under the Buyback (not exceeding 44,82,758 Equity Shares), does not exceed 25% of the total number of Equity Shares in the existing total paid-up Equity Share capital of the Company as on March 31, 2023;
- 10.14. The Company shall not make any offer of buyback within a period of 1 (one) year reckoned from the expiry of the Buyback period i.e. date on which the payment of consideration to shareholders who have accepted the buyback offer is made in accordance with the Act and the Buyback Regulations; and the Company has not undertaken a Buyback of any of its securities during the period of 1(one) year immediately preceding the date of the board meeting;
- 10.15. There is no pendency of any scheme of amalgamation or compromise or arrangement pursuant to the provisions of the Act involving the Company, as on date;
- 10.16. The ratio of the aggregate of secured and unsecured debts owed by the Company after the Buyback shall not be more than twice the paid-up share capital and free reserves based on both, audited standalone and consolidated financial statements of the Company as on March 31, 2023;
- 10.17. The Buyback shall be completed within a period of 1 (one) year from the date of passing of special resolution by way of postal ballot;
- 10.18. The Company shall not withdraw the Buyback offer after the Public Announcement of the offer of the Buyback is made, except where any event or restriction may render Company unable to effect Buyback;
- 10.19. The Buyback would be subject to the condition of maintaining minimum public shareholding requirements as specified in Regulation 38 of the Listing Regulations;
- 10.20. That the Company shall not allow buy back of its shares unless the consequent reduction of its share capital is affected;
- 10.21. The Company is not undertaking the Buyback to delist its Equity Shares or any other specified securities from the NSE and BSE:
- 10.22 The Company shall comply with the statutory and regulatory timelines in respect of the buyback in such manner as prescribed under the Act and/or the Buyback Regulations and any other applicable laws;
- 10.23. The Company shall not undertake the Buyback unless it has obtained prior consents of its lenders, in case of breach of any covenant with such lenders. The Company confirms that the covenants with lenders are not being breached pursuant to the Buyback;

- 10.24. Consideration of the Equity Shares bought back by the Company will be paid only by way of cash;
- 10.25. The Equity Shares bought back by the Company will be extinguished and physically destroyed in the manner prescribed under the Buyback Regulations and the Act; and
- 10.26. The information pertaining to the Company as may be set out in the Public Announcement, etter of Offer any corrigenda and all offer documents with respect to the Buyback shall be true, fair and adequate information in all material aspects and shall not contain any misleading information.

11. REPORT BY THE COMPANY'S STATUTORY AUDITOR

Report addressed to the Board of Directors by the Company's Auditors on the permissible Capital payment and the opinion formed by directors regarding insolvency:

The text of the Report dated January 05, 2024, by the Statutory Auditors of the Company addressed to the Board is reproduced below:

Quote

10

The Board of Directors

Kayeri Seed Company Limited

513-B, 5th Floor, Minerva Complex, SD Road, Secunderabad 500 003 Telangana

ar Sirs/Madam

Statutory Auditor's Report in respect of proposed buyback of equity shares by Kaveri Seed Company Limited (the "Company") pursuant to the requirements of the Companies Act, 2013 (the "Act") and Clause (xi) of Schedule I of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (the "SEBI Buyback Regulations") and Sections 68 to 70 of the Companies Act, 2013 (as amended) read with Rule 17 of the Companies (Share Capital and Debentures) Rules. 2014.

- 1. This report is issued in accordance with the terms of our engagement letter dated 30 December, 2023.
- The Board of Directors of Kaveri Seed Company Limited ("the Company") have approved a proposed buy-back of equity shares at its meeting held on 05 January 2024 (subject to shareholders approval), in pursuance of the provisions of section 68, 69 and 70 of the Companies Act, 2013 and the SEBI Buyback Populations
- 3. The proposal of the Company to buy back its equity shares in pursuance of the provisions of Section 68 and 70 of the Companies Act, 2013 (the "Act") and Clause (xi) of Schedule I of Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, as amended has been approved by the Board of Directors of the Company in their meeting held on 05 January 2024 (hereinafter referred to as the "Board Meeting"). The proposal for buyback is subject to the approval of the shareholders of the Company. The Company has prepared the attached "Statement of determination of the amount of permissible capital payment for proposed buyback of equity shares" (the "Statement") which we have initialed for identification purposes only. The Statement contains the computation of amount of permissible capital payment towards the buyback of equity shares in accordance with the requirements of section 68(2)(c) of the Companies Act and regulation 4(i) of the SEBI Buyback Regulations, based on the latest audited standalone and consolidated financial statements of the Company for the year ended 31 March 2023.

Management's Responsibility for the Statement

- 4. The preparation of the Statement in accordance with proviso (i) & (ii) of Section 68(2)(b) of the Companies Act, 2013 and the compliance with the SEBI Buyback Regulations, is the responsibility of the Management of the Company, including the computation of the amount of the permissible capital payment (including premium), the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
- 5. The Board of Directors is also responsible to make a full inquiry into the affairs and prospects of the Company and to form an opinion on reasonable grounds that the Company will be able to pay its debts from the date of Board meeting or date of declaration of results of the postal ballot for special resolution by the shareholders at which the proposal for buy-back was approved and will not be rendered insolvent within a period of one year from the date on which the results of the shareholders' resolution in which the buy-back was approved was declared (hereinafter referred to as ("the date of Approval") with regards to the proposed buyback and in forming the opinion, it has taken into the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Act or the Insolvency and Bankruptcy Code 2016. Further, a declaration is required to be signed by at least two directors of the Company in this respect in accordance with the requirements of the section 68 (6) of the Act and the SEBI Buyback Regulations.

Auditors' Responsibility

- Pursuant to the requirements of the SEBI Buyback Regulations, it is our responsibility to provide reasonable assurance:
- whether we have inquired into the state of affairs of the Company in relation to the audited standalone and consolidated financial statements as at and for the year ended 31 March 2023.
- ii. the amount of permissible capital payment as stated in **Annexure A**, has been properly determined considering the audited standalone and consolidated financial statements for the year ended 31 March 2023 in accordance Section 68(2)(c) of the Act and Regulation 4(i) of the Buyback Regulations
- iii. the Board of Directors in their meeting held on 05 January, 2024, have formed the opinion as specified in clause (x) of Schedule I to the SEBI Buyback Regulations, on reasonable grounds and that the Company, having regard to its state of affairs, will not be rendered insolvent within a period of one year from the date of approval.
- 7. A reasonable assurance engagement involves performing procedures to obtain sufficient appropriate evidence on the criteria mention in paragraph 6 above. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated with the report. We have performed the following procedures in relation to the Statement:
- We have inquired into the state of affairs of the Company in relation to its audited standalone and consolidated financial statements as at and for the year ended 31 March 2023;
- ii. Examined authorization for buyback from the Articles of Association of the Company
- Examined that the amount of permissible capital payment for the buyback as detailed in Annexure A in accordance with the requirements of section 68(2) (c) of the Act, based on the audited standalone and consolidated financial statements of the Company as at and for the year ended 31 March 2023;
- iv. Examined that the ratio of debt (secured and unsecured) owned by the Company, if any, is not more than twice the capital and its free reserve after such buyback based on audited standalone and consolidated financials of the Company as at and for the year ended 31 March 2023;
- v. Examined that all shares for buy-back are fully paid-up;
- vi. Read the resolutions passed in the meetings of the Board of Directors;
- vii. Obtained required explanations and representations from management; and
- Examined the Board of Directors' declaration for the purpose of buyback and solvency of the Company.
- 8. The audited standalone and consolidated audited financial statements, referred to in paragraph 5 above, have been audited by us, on which we have issued unmodified audit opinion vide our report dated 23 May 2023. Our audit of these financial statements was conducted in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India (the 'ICAI'). Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.
- 9. We conducted our examination of the Statement in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes (Revised 2016), issued by the Institute of Chartered Accountants of India (the "Guidance Note") and Standards on Auditing specified under Section 143(10) of the Act, in so far as applicable for the purpose of this certificate. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India
- 10. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements, issued by the ICAI. Further our examination did not extend to any other parts and aspects of a legal or proprietary nature in the aforesaid Buyback.

Opinion

- 11. Based on our examination as stated above and the representation, information and explanations given to us, we report that:
 - We have inquired into the state of affairs of the Company in relation to its audited standalone and consolidated financial statements as at and for the year ended 31 March, 2023 which have been approved by the Board of Directors of the Company on 23 May, 2023.
 - ii. The amount of permissible capital payment towards the proposed buyback of equity shares as computed in the Statement attached herewith, as Annexure A, in our view has been properly determined in accordance with Section 68(2)(c) of the Act and the SEBI Buyback Regulations based on the audited financial statements for the year ended 31st March, 2023. The amounts of share capital and free reserves have been extracted from the audited standalone and Consolidated financial statements of the Company as at and for the year ended 31st March, 2023.
 - iii. The Board of Directors of the Company, at their meeting held on 05 January 2024 have formed their opinion as specified in clause (x) of Schedule I to the Buyback Regulations, on reasonable grounds and that the Company having regard to its state of affairs, will not be rendered insolvent (as defined in management responsibility above) within a period of one year from the date of the approval: and
 - We are not aware of anything to indicate that the opinion expressed by the Directors in the declaration as to any of the matters mentioned therein is unreasonable in the circumstances as at the date of declaration.

Restriction on Use

- 12. Our work was performed solely to assist you in meeting your responsibilities in relation to your compliance with the provisions of section 68 and other applicable provisions of the Act read with rule 17 of the Companies (Share Capital and Debentures) Rules, 2014 (as amended) and the SEBI Buyback Regulations, pursuant to the proposed buyback of equity shares. Our obligations in respect of this report are entirely separate, and our responsibility and liability are in no way changed by, any other role we may have as auditors of the Company or otherwise. Nothing in this report, nor anything said or done in the course of or in connection with the services that are the subject of this report, will extend any duty of care we may have in our capacity as statutory auditors of the Company.
- 3. This report has been issued at the request of the Company solely for use of the Company (i) in connection with the proposed buyback of equity shares of the Company as mentioned in paragraph 2 above, (ii) to enable the Board of Directors of the Company to include in the public announcement and other documents pertaining to buyback to be filed with (a) the Registrar of Companies, Securities and Exchange Board of India, stock exchanges, and any other regulatory authority as per applicable

law; and (b) the Central Depository Services (India) Limited, National Securities Depository Limited; and (c) can be shared with the Merchant Bankers in connection with the proposed buyback of equity shares of the Company for onward submission to relevant authorities in pursuance to the provisions of Section 68 and other applicable provisions of the Act and the Buyback Regulations, and may not be suitable for any other purpose. This report should not be used for any other purpose without our prior written consent. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

for M. Bhaskara Rao & Co.

Chartered Accountants
Firm Registration No: 000459S

K.S. Mahidhar

Membership No.220881 UDIN: 24220881BKCRGD6016 Hyderabad, 05 January 2024

Annexure A - Statement of permissible capital payment (including Premium)

Computation of amount of permissible capital payment for the buy-back of equity shares in accordance with the proviso (i) & (ii) of Section 68(2)(b) of the Companies Act, 2013 and Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 based on audited standalone & consolidated financial statements as at and for the year ended 31 March 2023.

Amount (Rs. In Lakh

| Amount (Rs. In L | | | | | |
|--|-------------|--------------|--|--|--|
| Particulars | Standalone | Consolidated | | | |
| Paid up equity share capital as on 31 March 2023 (A) | 1,118.44 | 1,118.44 | | | |
| Free Reserves as on March 31, 2023 | | | | | |
| Securities Premium Account | | | | | |
| General Reserves | 1,000.00 | 1,002.00 | | | |
| Retained Earnings | 134,489.72 | 137,309.51 | | | |
| Total Free Reserves (B) | 1,35,489.72 | 1,38,311.51 | | | |
| Total paid up capital and free reserves (A+B) | 1,36,608.16 | 1,39,429.95 | | | |
| Maximum amount permissible towards buyback of equity shares in accordance with Section 68(2)(b) of the Companies Act, 2013 (25% of the Paid-up equity capital and free reserves) | 34,152.04 | 34,857.49 | | | |
| Amount approved by the Board of Directors for buy-back in the meeting held on 05 January 2024 approving buyback, subject to approval of shareholders | 32500.00 | 32500.00 | | | |
| Buy back size as a percentage of total paid-up Equity Share Capital and free reserves | 23.79% | 23.31% | | | |

Note: The amount of paid up equity share capital and free reserves as at 31 March 2023 have been extracted from the annual audited standalone and consolidated financial statements of the Company as at and for the year ended 31 March 2023.

For Kaveri Seed Company Limited

C. Mithun Chand Whole Time Director

Hyderabad, 05 January 2024

Statement referred to in our certificate of even date

Chartered Accountants

Firm Registration No.000459S

for M. Bhaskara Rao & Co.

K.S. Mahidhar Partner

Membership No.220881 Hyderabad, 05 January 2024

Unquote

12. RECORD DATE AND SHAREHOLDER'S ENTITLEMENT:

- 2.1 As required under 9(i) of the SEBI Buyback Regulations, the Company has fixed Friday, February 23, 2024 as the record date (the "Record Date") for the purpose of determining the entitlement and the names of the shareholders holding equity shares of the Company who will be Eligible Shareholders to participate in the Buyback. Eligible Shareholders will receive a letter of offer along with a Tender / Offer form indicating their entitlement.
- 12.2 As required under the SEBI Buyback Regulations, the dispatch of the letter of offer shall be through electronic mode in accordance with the provisions of the Companies Act within two (2) working days from the Record Date. If the Company receives a request from any Eligible Shareholder to receive a copy of the letter of offer in physical form, the same shall be provided.
- 12.3 The equity shares to be bought back as a part of this Buyback Offer is divided into two categories:

 Reserved category for Small Shareholders: and
 - General category for all other shareholders.
- 12.4 As defined in Regulation 2(i)(n) of the SEBI Buyback Regulations, a "Small Shareholder" is a shareholder who holds equity shares having market value, on the basis of closing price of shares on BSE being the Stock Exchange having highest trading volume as on the Record Date, of not more than ₹2,00,000/- (Rupees Two Lakhs Only).
- 12.5 In accordance with Regulation 6 of the SEBI Buyback Regulations, 15% of the number of equity shares which the Company proposes to buyback or number of equity shares entitled as per the shareholding of small shareholders as on the Record Date, whichever is higher, shall be reserved for the small shareholders as part of this Buyback.

12.6 Based on the holding as on the Record Date, the Company will determine the entitlement of

- each Eligible Shareholder to tender their shares in the Buyback. This entitlement for each Eligible Shareholder will be calculated based on the number of equity shares held by the respective shareholder as on the Record Date and the ratio of Buyback applicable in the category to which such shareholder belongs. In accordance with Regulation 9(ix) of the SEBI Buyback Regulations, in order to ensure that the same shareholder with multiple demat accounts / folios does not receive a higher entitlement under the Small Shareholder category, the Company proposes to club together the equity shares held by such shareholders with a common Permanent Account Number ("PAN") for determining the category (Small Shareholder or General) and entitlement under the Buyback. In case of joint shareholding, the Company will club together the equity shares held in cases where the sequence of the PANs of the joint shareholders is identical. In case of physical shareholders, where the sequence of PANs is identical and where the PANs of all joint shareholders are not available, the Company will check the sequence of the names of the joint holders and club together the equity shares held in such cases where the sequence of the PANs and name of joint shareholders are identical. The shareholding of institutional investors like mutual funds, pension funds / trusts, insurance companies etc., with common PAN will not be clubbed together for determining the category and will be considered separately, where these equity shares are held for different schemes and have a different demat account nomenclature based on information prepared by the Registrar and Transfer Agent as per the shareholder records received from the Depositories
- 12.7 After accepting equity shares tendered on the basis of entitlement, the equity shares left to be bought back, if any in one category shall first be accepted, in proportion to the equity shares tendered over and above the entitlement in the offer by the Eligible Shareholders in that category and thereafter from Eligible Shareholders who have tendered over and above their entitlement in other category.
- 12.8 The Eligible Shareholders participation in the Buyback shall be voluntary. Eligible Shareholders of the Company can choose to participate, in part or in full and get cash in lieu of equity shares to be accepted under the Buyback or they may choose not to participate. The Eligible Shareholder may also tender a part of their entitlement. Further, Eligible Shareholders of the Company also have the option of tendering additional equity shares (over and above their entitlement) and participate in the shortfall due to non-participation by some other Eligible Shareholders of the Company, if any.
- 12.9 The maximum tender under the Buyback by any Eligible Shareholder of the Company cannot exceed the number of equity shares held by such Eligible Shareholder of the Company as on the Record Date.
- 12.10 The equity shares tendered as per the entitlement by the Eligible Shareholders of the Company as well as additional equity shares tendered, if any, will be accepted as per the procedure laid down in SEBI Buyback Regulations.
- 12.11 Detailed instructions for participation in the Buyback (tendering of equity shares in the Buyback) as well as the relevant time table will be included in the letter of offer which will be sent in due course to the Eligible Shareholders of the Company.

13. PROCESS AND METHODOLOGY FOR BUYBACK:

- 13.1 The Buyback is open to all Eligible Shareholders of the Company holding equity shares either in physical and/or electronic form as on the Record Date.
- 13.2 The Buyback shall be implemented using the "Mechanism for acquisition of shares through Stock Exchange" vide the SEBI Circulars and following the procedure prescribed in the Companies Act and the SEBI Buyback Regulations and as may be determined by the Board and on such terms and conditions as may be permitted by law from time to time.
- 13.3 For implementation of the Buyback, the Company has appointed R.L.P Securities Private Limited as the registered broker of the Company (the "Company's Broker") to facilitate the process of tendering of equity shares through the stock exchange mechanism for the Buyback through whom the purchases and settlements on account of the Buyback would be made by the Company. The contact details of the Company's Broker are as follows:

R.L.P. Securities Private Limited (SEBI Regd No. INZ 000166638)

402, Nirmal Towers, Dwarakapuri Colony, Punjagutta, Hyderabad, Telangana – 500 082.

Tel No. +91 40 23352485; Fax: +91 40 23351238; Email: rlpsecurities@yahoo.com Contact Person: Mr.Ch.Varaparasad

shares in the Buyback. For the purpose of this Buyback, BSE would be the Designated Stock Exchange. The details of the Acquisition Window will be as specified by BSE from time to time.

13.5 During the tendering period, the order for selling the equity shares will be placed in the Acquisition Window by Eligible Shareholders through their respective stock brokers ("Shareholder Broker")

The Company will request BSE to provide the separate acquisition window (the "Acquisition

Window") to facilitate placing of sell orders by Eligible Shareholders who wish to tender equity

during normal trading hours of the secondary market. The Shareholder Broker can enter orders for demat shares as well as physical shares.

13.6 In the event Shareholder Broker(s) of any Eligible Shareholder is not registered with BSE as a trading member, then that Eligible Shareholder can approach any BSE registered stock broker and can register themselves by using quick unique client code (the "UCC") facility through that BSE registered stock broker (after submitting the details as may be required by such BSE registered

can register themselves by using quick unique client code (the "UCC") facility through that BSE registered stock broker (after submitting the details as may be required by such BSE registered stock broker in compliance with the applicable law). In case the Eligible Shareholders are unable to register using UCC facility through any other BSE registered stock broker then the Eligible Shareholder may approach Company's Broker to place their bids, subject to completion of know your customer requirements as required by the Company's Broker.

- 13.7 Modification/cancellation of orders and multiple bids from a single Eligible Shareholder will only be allowed during the tendering period of the Buyback. Multiple bids made by a single Eligible Shareholder for selling equity shares shall be clubbed and considered as "one bid" for the purposes
- 13.8 The cumulative quantity tendered shall be made available on website of BSE i.e., throughout the trading session and will be updated at specific intervals during the tendering period.
- 13.9 Further, the Company will not accept equity shares tendered for Buyback which are under restraint order of the court/any other competent authority for transfer/sale and /or title in respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and the duplicate share certificates have not been issued either due to such request being under process as per the provisions of law or otherwise
- 13.10 The Buyback from the Eligible Shareholders who are residents outside India including foreign corporate bodies (including erstwhile overseas corporate bodies), foreign portfolio investors, nonresident Indians, members of foreign nationality, if any, shall be subject to the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any, Income Tax Act, 1961 and rules and regulations framed thereunder, as applicable, and also subject to the receipt/provision by such Eligible Shareholders of such approvals, if and to the extent necessary or required from concerned authorities including, but not limited to, approvals from the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any.
- 13.11 The reporting requirements for non-resident shareholders under Reserve Bank of India. Foreign Exchange Management Act, 1999, and any other rules, regulations, guidelines, for remittance of funds, shall be made by the Eligible Shareholders and/or the Shareholder Broker through which the Eligible Shareholder places the bid.

$13.12 \quad Procedure \ to \ be \ followed \ by \ Eligible \ Shareholders \ holding \ Equity \ shares \ in \ the \ dematerialized \ form:$

- a. Eligible Shareholders who desire to tender their equity shares in dematerialized form under the Buyback would have to do so through their respective Shareholder Broker by indicating the details of equity shares they intend to tender under the Buyback.
- b. The Shareholder Broker would be required to place an order/bid on behalf of the Eligible Shareholders who wish to tender equity shares in the Buyback using the acquisition window of the BSE. For further details, Eligible Shareholders may refer to the circulars issued by the BSE and Indian Clearing Corporation Limited and the National Securities Clearing Corporation (collectively referred to as the "Clearing Corporations").
- c. The details and the settlement number under which the lien will be marked on the equity shares tendered for the Buyback will be provided in a separate circular to be issued by the BSE and/or the Clearing Corporation
- d. The lien shall be marked by the Shareholder Broker in demat account of the Eligible Shareholder for the shares tendered in tender offer. The details of shares marked as lien in the demat account of the Eligible Shareholders shall be provided by depositories to the Clearing Corporation. In case, the shareholders demat account is held with one depository and clearing member pool and Clearing Corporation Account is held with other depository, shares shall be blocked in the shareholders demat account during the tendering period. Inter depository tender offer (the "IDT") instructions shall be initialed by the shareholders at source depository to clearing member Clearing Corporation account at target depository. Source depository shall block the shareholder's securities (i.e. transfers from free balance to blocked balance) and send IDT message to target depository for confirming creation of lien. Details of shares blocked in the shareholders demat account shall be provided by the target depository to the Clearing Corporations.
- e. For custodian participant orders for demat equity shares, early pay-in is mandatory prior to confirmation of order/bid by custodian. The custodian participant shall either confirm or reject the orders not later than the closing of trading hours on the last day of the tendering period. Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, order modification shall revoke the custodian confirmation and the revised order shall be sent to the custodian again for confirmation.
- f. Upon placing the bid, the Shareholder Broker shall provide a Transaction Registration Slip ("TRS") generated by the BSE Exchange Bidding System to the Eligible Shareholder. TRS will contain the details of order submitted like bid ID no., application no., DP ID, client ID, no. of equity shares tendered etc. In case of non-receipt of the completed tender form and other documents. but lien marked on equity shares and a valid bid in the exchange bidding system, the bid by such Eligible Shareholder shall be deemed to have been accepted.
- g. It is clarified that in case of dematerialized Equity Shares, submission of the tender form and TRS to the Registrar is not required. After the receipt of the demat equity shares by the Clearing Corporation and a valid bid in the exchange bidding system, the bid shall be deemed to have been accepted for Eligible Shareholders holding equity shares in demat form
- h. Eligible Shareholders will have to ensure that they keep the depository participant (the "DP") account active and unblocked. Further, Eligible Shareholders will have to ensure that they keep the bank account attached with the DP account active and updated to receive credit remittance due to acceptance of Buyback of shares by the Company. In the event if any equity shares are tendered to Clearing Corporation, excess dematerialized equity shares or unaccepted dematerialized equity shares, if any, tendered by the Eligible Shareholders would be returned to them by Clearing Corporation. If the security transfer instruction is rejected in the depository system due to any issue then such securities will be transferred to the shareholder broker's depository pool account for onward transfer to the Eligible Shareholder. In case of custodian participant orders, excess dematerialized shares or unaccepted dematerialized shares, if any, will be refunded to the respective custodian depository pool account.
- i. Eligible Shareholders who have tendered their demat shares in the Buyback shall also provide all relevant documents, which are necessary to ensure transferability of the demat shares in respect of the tender form to be sent. Such documents may include (but not limited to): (a) duly attested power of attorney, if any person other than the Eliqible Shareholder has signed the tender form: (b) duly attested death certificate and succession certificate/legal heirship certificate, in case any Eligible Shareholder is deceased, or court approved scheme of merger/amalgamation for a company; and (c) in case of companies, the necessary certified corporate authorizations (including board and/or general meeting resolution) etc.

13.13 Procedure to be followed by Eligible Shareholders holding Equity shares in the Physical form:

- a. Eligible Shareholders who are holding physical equity shares and intend to participate in the Buyback will be required to approach their Shareholder Broker along with the complete set of documents for verification procedures to be carried including (A) Tender Form duly signed by all Eligible Shareholders (in case shares are in joint names, in the same order in which they hold the shares), (B) original share certificate(s), (C) valid share transfer form(s)/Form SH-4 duly filled and signed by the transferors (i.e. by all registered Shareholders in the same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favour of the Company. (D) self-attested copy of PAN card(s) of all Eligible Shareholders, (E) any other relevant documents such as power of attorney, corporate authorization (including board resolution/specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder is deceased, etc., as applicable. In addition, if the address of the Eligible Shareholder has undergone a change from the address registered in the register of members of the Company, the Eligible Shareholder would be required to submit a self-attested copy of address proof consisting of any one of the following documents: valid Aadhaar card, voter identity card or passport.
- b. Based on these documents, the Shareholder Broker shall place the bid on behalf of the Fligible Shareholders holding equity shares in physical form who wish to tender equity shares in the Buyback using the acquisition window of the Designated Stock Exchange. Upon placing the bid, the Shareholder Brokershall provide a TRS generated by the exchange bidding system to the Eligible Shareholder. TRS will contain the details of order submitted like folio no., certificate no., distinctive no., no. of equity shares tendered etc.
- c. The Eligible Shareholders / Shareholder's Broker has to deliver the original share certificate(s) and documents (as mentioned above) along with the TRS either by registered post or courier or hand delivery to the Registrar (at the address mentioned at paragraph 15 below) within 2 (two) days of bidding by the Shareholder Broker. The envelope should be super scribed as "Kaveri Seed Company Limited Buyback 2024". One copy of the TRS will be retained by Registrar to the Buyback and it will provide acknowledgement of the same to the Shareholder Broker/Eligible
- d. Eligible Shareholders holding physical equity shares should note that physical equity shares will not be accepted unless the complete set of documents are submitted. Acceptance of the physical equity shares for Buyback by the Company shall be subject to verification as per the SEBI Buyback Regulations and any further directions issued in this regard. The Registrar to the Buyback will verify such bids based on the documents submitted on a daily basis and till such verification, the Designated Stock Exchange shall display such bids as 'unconfirmed physical bids'. Once Registrar to the Buyback confirms the bids, they will be treated as 'confirmed bids'.
- e. In case any Eligible Shareholder has submitted equity shares in physical form for dematerialization, such Eligible Shareholders should ensure that the process of getting the equity shares dematerialized is completed well in time so that they can participate in the Buyback before the closure of the tendering period of the Buyback.
- f. An unregistered shareholder holding equity shares in physical form may also tender their equity shares in the Buyback by submitting the duly executed transfer deed for transfer of shares, purchased prior to the Record Date, in their name, along with the offer form, copy of their PAN card and of the person from whom they have purchased shares and other relevant documents as required for transfer, if any.

14. METHOD OF SETTLEMENT

Upon finalization of the basis of acceptance as per SEBI Buyback Regulations:

- The settlement of trades shall be carried out in the manner similar to settlement of trades in the
- The Company will pay the consideration to the Company's Broker who will transfer the funds pertaining to the Buyback to the Clearing Corporation's bank accounts as per the prescribed schedule. For Equity Shares accepted under the Buyback, the Clearing Corporation will make direct funds payout to respective Eligible Shareholders. If Eligible Shareholders' bank account details are not available or if the funds transfer instruction is rejected by the Reserve Bank of India/an Eligible Shareholder's bank, due to any reason, then such funds will be transferred to the concerned Stock Broker's settlement bank account for onward transfer to such Eligible Shareholders
- For the Eligible Shareholders holding Equity Shares in physical form, the funds pay-out would be given to their respective Stock Broker's settlement accounts for releasing the same to the respective
- In case of certain client types, i.e., NRI, foreign clients, etc. (where there are specific RBI and other regulatory requirements pertaining to funds pay-out) who do not opt to settle through custodians, the funds pay-out would be given to their respective Stock Broker's settlement accounts for releasing the same to the respective Eligible Shareholder's account. For this purpose, the client type details would be collected from the depositories, whereas funds payout pertaining to the bids settled through custodians will be transferred to the settlement bank account of the custodian, each in accordance with the applicable mechanism prescribed by BSE and the Clearing Corporation from time to time.
- Details in respect of shareholder's entitlement for tender offer process will be provided to the Clearing Corporations by the Company or Registrar to the Buyback. On receipt of the same, Clearing Corporations will cancel the excess or unaccepted blocked shares in the demat account of the shareholder. On settlement date, all blocked shares mentioned in the accepted bid will be transferred to the Clearing Corporations.
- In the case of inter depository, Clearing Corporations will cancel the excess or unaccepted shares in target depository. Source depository will not be able to release the lien without a release of IDT message from target depository. Further, release of IDT message shall be sent by target depository either based on cancellation request received from Clearing Corporations or automatically generated after matching with bid accepted detail as received from the Company or the Registrar to the Buyback. Post receiving the IDT message from target depository, source Depository will cancel/ release excess or unaccepted block shares in the demat account of the shareholder. Post completion of tendering period and receiving the requisite details viz., demat account details and accepted bid quantity, source depository shall debit the securities as per the communication/message received from target depository to the extent of accepted bid shares from shareholder's demat account and credit it to Clearing Corporation settlement account in target Depository on settlement date.

- 14.7 Any excess physical equity shares pursuant to proportionate acceptance/rejection will be returned back to the Eligible Shareholders directly by the Registrar. The Company is authorized to split the share certificate and issue a new consolidated share certificate for the unaccepted equity shares, in case the equity shares accepted by the Company are less than the equity shares tendered in the Buyback by Equity Shareholders holding equity shares in the physical form.
- The lien marked against unaccepted equity shares will be released, if any, or would be returned by registered post or by ordinary post or courier (in case of physical shares) at the Eligible Shareholders sole risk. Eligible Shareholders should ensure that their depository account is active till all formalities pertaining to the Buyback are completed.
- 14.9 The Company's Broker would also issue a contract note to the Company for the equity shares
- 14.10 The Equity Shares bought back in demat form would be transferred directly to the demat account of the Company opened for the Buyback (the "Company Demat Account") provided it is indicated by the Company's Broker or it will be transferred by the Company's Broker to the Company Demat Account on receipt of the equity shares from the clearing and settlement mechanism of the Stock
- 14.11 Eligible Shareholders who intend to participate in the Buyback should consult their respective Stock Broker for any cost, applicable taxes, charges and expenses (including brokerage), stamp duty etc., that may be levied including by the Shareholder's Broker upon the Eligible Shareholders for tendering equity shares in the Buyback (secondary market transaction). The Buyback consideration received by the Eligible Shareholders in respect of accepted equity shares could be net of such costs, applicable taxes, charges and expenses (including brokerage) and the Company accepts no responsibility to bear or pay such additional cost, charges and expenses (including brokerage and/or stamp duty) incurred solely by the Eligible Shareholders. The Shareholder's Brokers(s) would issue contract note and pay the consideration for the equity shares accepted under the Buyback.
- 14.12 The Equity Shares lying to the credit of the Company Demat Account and the equity shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the SEBI Buyback Regulations.

15. COMPANY SECRETARY & COMPLIANCE OFFICER:

The Company has appointed Sreelatha Vishnubhotla, Company Secretary as the compliance officer for the purpose of the Buyback ("Compliance Officer"). Investors may contact the Compliance Officer for any clarification or to address their grievances, if any, during office hours i.e. 10:00 a.m. to 5:00p.m. (IST) on any day except Saturday, Sunday and public holidays, at the following address:

Sreelatha Vishnubhotla, Company Secretary

Kaveri Seed Company Limited

Regd. Office:513-B, 5th Floor, Minerva Complex, SD Road, Secunderabad 500 003 Telangana Tel. No.: Tel.: +91 40-49192345/55; Fax: +91-40-27811237, Email: cs@kaveriseeds.in | Website: www.kaveriseeds.in

16. INVESTOR SERVICE CENTRE AND REGISTRAR TO THE BUYBACK

In case of any query, the shareholders may also contact Bigshare Services Private Limited, the Registrar to the Buyback / Investor Service Centre for the purposes of the Buyback, on any day except Saturday and Sunday and public holiday between 10:00 a.m. to 5.30 p.m. (IST) at the following

Bigshare Services Private Limited Office No S6-2, 6th Floor, Pinnacle Business Park,

Next to Ahura Centre, Mahakali Caves Road Andheri (Fast) Mumbai - 400093 India Tel: +91 22 6263 8200: Facsimile: +91 22 6263 8299 Email: buybackoffer@bigshareonline.com Investor grievance email: investor@bigshareonline.com Contact Person: Mr. Jibu John Website: www.bigshareonline.com SEBI Registration Number: INR000001385

17 MANAGER TO THE BUYBACK

The Company has appointed the following as Merchant Banker to the Buyback:

BajajCapital

Mezzanine Floor, Bajaj House, 97, Nehru Place, New Delhi -110019, India Tel No: 011-41693000: 011-67000000 Contact Person: P. Balrai Email: info@bajajcapital.com Website: www.bajajcapital.com

SEBI Registration Number: INM000010544

18. DIRECTORS' RESPONSIBILITY

As per Regulation 24(i)(a) of the Buyback Regulations, the Board accepts responsibility for the information contained in this Public Announcement and for the information contained in all other advertisements, circulars, brochures, publicity materials etc. which may be issued in relation to the Buyback and confirm that the information in such documents contains and will contain true, factual and material information and does not and will not contain any misleading information.

For and on behalf of Board of Directors of kaveri seed company limited

G. V. Bhaskar Rao Chairman & Managing Director (DIN: 00892232)

Date: February 12, 2024

Place: Secunderabad

C Mithunchand Whole Time Director (DIN: 00764906)

Sreelatha Vishnubhotla. Company Secretary & Compliance Officer Membership No. ACS10317

WEBFIL LIMITED

Regd. Office: "YULE HOUSE", 8, Dr. Rajendra Prasad Sarani, Kolkata - 700001 Phone: 033 2242 8210/8550/1988, 2248 4671, 2243 1555; FAX: +91 (33) 2242 1335 E-mail: webfil@webfilindia.com ; Website: www.webfilindia.com CIN: L36900WB1979SGC032046

Extract of the Statement of Unaudited Standalone Financial Results for the quarter and Nine months ended 31st December, 2023 (Rs. in lakhs)

| Particulars | Quarter ended 31.12.2023 (Unaudited) | Quarter ended 30.09.2023 (Unaudited) | Nine months ended 31.12.2023 (Unaudited) | Nine months ended 31.12.2022 (Unaudited) | Year ended 31.03.2023 (Audited) |
|--|---|---|---|---|--|
| Total Income from Operations (net) | 821.08 | 877.47 | 2,402.08 | 2,724.45 | 4,349.49 |
| Profit before Tax and Exceptional items | 75.26 | 38.80 | 125.31 | 135.46 | 273.74 |
| Profit before Tax | 75.26 | 38.80 | 125.31 | 135.46 | 273.74 |
| Net Profit for the period | 87.20 | 28.64 | 122.79 | 110.46 | 188.73 |
| Total Comprehensive Income for the period [Comprising Profit / (Loss) for the period (after tax) and Other Comprehensive Income (after tax)] | 87.20 | 28.64 | 122.79 | 110.46 | 186.77 |
| Paid-up Equity Share Capital (Face value Rs. 10/- per Equity Share) | 853.25 | 853.25 | 853.25 | 853.25 | 853.25 |
| Reserves (excluding Revaluation Reserve) as shown in the Audited Balance Sheet | 1 | 1 | | _ | 449.91 |
| Earnings Per Share (Face value Rs. 10/- per Equity Share) | | | | | |
| 1. Basic (Rs.): 2. Diluted (Rs.): | 1.02 1.02 | 0.34 0.34 | 1.44 1.44 | 1.29 1.29 | 2.21 2.21 |

Extract of the Statement of Unaudited Consolidated Financial Results for the quarter and Nine months ended 31st December, 2023 (Rs. in lakhs)

| Particulars | Quarter ended 31.12.2023 (Unaudited) | Half Year ended 30.09.2023 (Unaudited) | Year ended 31.03.2023 (Audited) |
|--|--|--|---------------------------------------|
| Total Income from Operations (net) | 821.08 | 877.47 | 4,349.49 |
| Profit before Tax, Exceptional items, and Share of Profit of Associates/Joint Ventures | 75.26 | 38.80 | 273.74 |
| Profit before Tax and Share of Profit of Associates/Joint Ventures | 75.26 | 38.80 | 273.74 |
| Profit before Share of Profit of Associates/Joint Ventures | 87.20 | 28.64 | 188.73 |
| Share of Profit of Associates/Joint Ventures (*) | 95.21 | 227.56 | 513.58 |
| Profit After Tax | 182.41 | 256.20 | 702.31 |
| Total Comprehensive Income for the period [Comprising Profit / (Loss) for the period (after tax) and Other Comprehensive Income (after tax)] | 182.41 | 256.20 | 700.36 |
| Paid-up Equity Share Capital (Face value Rs. 10/- per Equity Share) | 853.25 | 853.25 | 853.25 |
| Reserves (excluding Revaluation Reserve) as shown in the Audited Balance Sheet | _ | _ | 2,699.70 |
| Earnings Per Share (Face value Rs. 10/- per Equity Share) 1. Basic (Rs.): 2. Diluted (Rs.): | 2.14 2.14 | 3.00 3.00 | 8.23 8.23 |

Notes:

Place: Kolkata Date: 12.02.2024

- The above extract of standalone and consolidated financial results of the detailed format of Unaudited Financial Results for the Quarter and Nine months ended 31st December, 2023 filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing and Other Disclosure Requirements) Regulations, 2015 as amended. The full format of the Unaudited Financial Results for the Quarter and Nine months ender. 31st December, 2023 are available on the Company's website (www.webfilindia.com) and on the website of The Calcutta Stock Exchange Ltd. (www.webfilindia.com).
- The above results have been reviewed by the Audit Committee and approved by the Board of Directors of th Company at their meetings held on 12th February, 2024.
- The figures of the corresponding previous period/year have been regrouped wherever considered necessar The proportionate share of Associates/Joint Ventures in the net profits / losses is recognised in the Financial
- Results and the carrying value of the investment is adjusted by a like amount (referred as 'equity method') based on the un-audited Financial Statement of the Joint venture as available.

For and on behalf of WEBFIL LIMITED Date: February 12, 2024

NIRLON LIMITED

Registered Office: Pahadi Village, off the Western Express Highway, Goregaon (East), Mumbai 400 063 Tele No.: + 91 (022) 4028 1919/ 2685 2257 / 58 / 59

Email: info@nirlonltd.com, Website: www.nirlonltd.com UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2023

| | (₹ in lakhs) | | | | | | | | |
|------------|---|-----------|--------------|---------------------------------------|-----------|-----------|---------------------------------------|--|--|
| | | C | Quarter ende | d | Nine Mon | ths ended | Year ended | | |
| Sr. No. | Particulars | 31-Dec-23 | 30-Sep-23 | 31-Dec-22 | 31-Dec-23 | 31-Dec-22 | 31-Mar-23 | | |
| NU. | 1 | Unaudited | Unaudited | Unaudited | Unaudited | Unaudited | Audited | | |
| 1 | Income: | | | | | | | | |
| | (a) Revenue from operations | 15,208.60 | 14,941.72 | 14,371.75 | 44,975.94 | 42,452.68 | 57,264.80 | | |
| | (b) Other income | 123.95 | 119.67 | 58.81 | 324.28 | 260.43 | 296.08 | | |
| | Total income | 15,332.55 | 15,061.39 | 14,430.56 | 45,300.22 | 42,713.11 | 57,560.88 | | |
| 2 | Expenses: | | | | | | | | |
| | (a) Employee benefits expense | 131.80 | 135.24 | 134.88 | 406.94 | 391.86 | 502.11 | | |
| | (b) Finance costs | 3,040.75 | 3,026.29 | 2,694.02 | 9,081.84 | 9,635.36 | 12,568.10 | | |
| | (c) Depreciation and amortisation expenses (Refer Note 3) | 1,404.97 | 1,389.41 | 1,338.71 | 4,178.44 | 8,786.85 | 10,277.58 | | |
| | (d) Property management expenses | 1,353.85 | 1,286.28 | 1,087.66 | 3,719.04 | 3,052.26 | 4,459.55 | | |
| | (e) Other expenses | 1,743.56 | 1,555.29 | 1,350.24 | 5,299.49 | 4,865.62 | 6,499.86 | | |
| | Total expenses | 7,674.93 | 7,392.51 | 6,605.51 | 22,685.75 | 26,731.95 | 34,307.20 | | |
| 3 | Profit before tax (1-2) | 7,657.62 | 7,668.88 | 7,825.05 | 22 614 47 | 15,981.16 | 23,253.68 | | |
| 4 | Tax expense | 1,001.02 | 1,000.00 | 7,020.00 | 22,014.41 | 10,901.10 | 23,233.00 | | |
| 4 | (a) Current Tax | 1,337.94 | 1,339.91 | 1,366.88 | 3,951.20 | 2,791.91 | 4,062.88 | | |
| | (b) Deferred Tax | 1,108.45 | 1 ' | , , , , , , , , , , , , , , , , , , , | , · | | , , , , , , , , , , , , , , , , , , , | | |
| \vdash | Total tax expense | 2,446.39 | | , | | , | -, | | |
| 5 | Profit after tax (3-4) | 5,211.23 | | 5.353.72 | | - | 15,791.68 | | |
| 6 | Other comprehensive income | 0,211.25 | 0,240.0. | 0,000 | 10,407.00 | 10,020.2. | 10,701.00 | | |
| | Items that will not be reclassified to profit and loss (net of tax) | _ | _ | _ | _ | _ | 21.45 | | |
| 7 | Total comprehensive income (5+6) | 5,211.23 | 5,248.37 | 5,353.72 | 15,437.63 | 10,820.27 | 15,813.13 | | |
| 8 | Paid-up equity share capital (Face value of ₹ 10/- per share) | 9,011.80 | 9,011.80 | 9,011.80 | 9,011.80 | 9,011.80 | 9,011.80 | | |
| 9 | Other Equity | | | | | | 31,168.15 | | |
| 10 | Earnings per share (EPS) of ₹ 10/- each (not annualised) | | | | | | | | |
| | (a) Basic (₹) | 5.78 | 5.82 | 5.94 | 17.13 | 12.01 | 17.52 | | |
| | (b) Diluted (₹) | 5.78 | 5.82 | 5.94 | 17.13 | 12.01 | 17.52 | | |
| | See accompanying notes to the financial results | 3 | | | | | | | |
| Note | otes: | | | | | | | | |

Place: Mumbai

I The results of the quarter and nine months ended December 31, 2023 were reviewed by the Audit Committee and approved by the Board of Directors of the Company at its meeting held on February 12, 2024.

2 The Company has determined "licensing of investment properties" as a reportable segment as evaluated by the chief operating decision makers for allocation of resources and assessing the performance. There are no other reportable segment as per Ind AS 108-Operating Segment. Accordingly, no segment information has been disclosed.

3 "The Company has changed its method of depreciation from written down value method to straight-line method w. e. f. October 1, 2022. Accordingly, depreciation is lower and net profit before tax is higher by ₹ 2,407.88 lakhs, ₹ 2,407.88 lakhs and ₹ 4,817.03 lakhs for the quarter ended December 31, 2022, nine months ended December 31, 2022 and year ended March 31, 2023 respectively.

The board of directors in its meeting held on February 12, 2024 have approved interim dividend of ₹ 15 per equity share on the face value of ₹ 10/- aggregating to ₹ 13517.71 Lakhs to its equity shareholders. The record date for payment will be February 23, 2024.

For and on behalf of the Board of Directors **NIRLON LIMITED**

RAHUL SAGAR

Executive Director & CEO

DIN: 388980

PPGCL

Regd Office: Shatabdi Bhawan, B12 & 13, Sector 4, Gautam Budh Nagar, Noida, Uttar Pradesh-201301 Plant Adress: PO- Lohgara, Tehsil-Bara, Prayagraj (Allahabad), Uttar Pradesh-212107 Phone: +91-120-6102000/6102009 CIN: U40101UP2007PLC032835

NOTICE INVITING EXPRESSION OF INTEREST

Prayagraj Power Generation Company Limited invites expression of interest (EOI) from eligible vendors for Services for Horticulture & Green Belt Management of 3x660 MW Thermal Power Plant at Prayagraj Power Generation Company Limited, Bara, Dist. Prayagra

Details of pre-qualification requirements, bid security, purchasing of tender document etc. may be downloaded using the **URL-https://www.ppgcl.co.in/tenders.php** Eligible vendors willing to participate may submit their expression of interest along with the tender fee for issue of bid document latest by 20th Feb 2024.



Dated: February 12, 2024

1C/O

PRESS COMMUNIQUE

It is notified for general information that the outstanding balance of 9.65% Tamil Nadu SDL, 2024 issued in terms of the Government of Tamil Nadu, Finance Department, Notification No.262(L)/W&M-II/2014, dated March 07, 2014 will be repaid at par on March 12, 2024 with interest due up to and including March 11, 2024. In the event of a holiday being declared on the aforesaid date by any State Government under the Negotiable Instruments Act, 1881, the loan will be repaid by the paying offices in that State on the previous working day. No interest will accrue on the loan from and after March 12, 2024.

2. As per sub-regulation 24(2) and 24(3) of Government Securities Regulations, 2007 payment of maturity proceeds to the registered holder of Government Security held in the form of Subsidiary General Ledger or Constituent Subsidiary General Ledger account or Stock Certificate shall be made by a pay order incorporating the relevant particulars of his bank account or by credit to the account of the holder in any bank having facility of receipt of funds through electronic means. For the purpose of making payment in respect of the securities, the original subscriber or the subsequent holders of such a Government Securities, as the case may be, shall submit to the Bank or Treasury and Sub-Treasury or branch of State Bank of India, where they are enfaced / registered for payment of interest, as the case may be, the relevant particulars of their bank account

3. However, in the absence of relevant particulars of bank account/ mandate for receipt of funds through electronic means, to facilitate repayment on the due date, holders of 9.65% Tamil Nadu SDL 2024, should tender their securities at the Public Debt Office, 20 days in advance. The securities should be tendered for repayment, duly discharged on the reverse thereof as under:-

"Received the Principal due on the Certificate".

- 4. It should be particularly noted that at places where the treasury work is done by a branch of the State Bank of India, the securities, if they are in the form of Stock Certificates, should be tendered at the branch of the bank concerned and not at the Treasury or Sub -Treasury.
- 5. Holders who wish to receive payment at places other than those where the securities have been enfaced for payment should send them duly discharged to the Public Debt Office concerned by Registered and Insured Post. The Public Debt Office will make payment by issuing a draft payable at any Treasury/Sub-Treasury or branch of State Bank of India conducting Government Treasury work in the State of Tamil Nadu.

T.Udhavachandran Principal Secretary to Government. Finance Department, Chennai-9.

DIPR/ 143 /DISPLAY/2024

ASOKE KUMAR DUTT DIRECTOR (DIN: 00488865)

Corporate Identity Number (CIN): L01120TG1986PLC006728

Registered Office: 513-B, 5th Floor, Minerva Complex, SD Road, Secunderabad – 500003, Telangana

Tel: +91 40-49192345 / 55 | Fax: +91-40-27811237 | Email Id: cs@kaveriseeds.in | Website: www.kaveriseeds.in

Contact Person: Ms. Sreelatha Vishnubhotla, Company Secretary & Compliance Officer



PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF KAVERI SEED COMPANY LIMITED ("THE COMPANY" OR "KSCL") FOR THE BUYBACK OF EQUITY SHARES ON A PROPORTIONATE BASIS THROUGH TENDER OFFER UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED

This public announcement (the "Public Announcement") is being made in relation to the Buyback of Equity Shares (as defined below) of the Company from the shareholders/beneficial owners of the Company through the tender offer route using the stock exchange mechanism, pursuant to Regulation 7(i) and other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (including any statutory modification(s), amendment(s) or re-enactments from time to time) ("Buyback Regulations") along with the requisite disclosures as specified in Schedule II of the Buyback Regulations read with Schedule I of the Buyback Regulations read with the SEBI circular CIR/ CFD/POLICYCELL/1/2015 dated April 13, 2015, read with SEBI circular CFD/DCR2/CIR/P/2016/131 dated December 9, 2016 and SEBI circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 including any further amendments thereof

OFFER TO BUYBACK NOT EXCEEDING 44.82,758 (FORTY FOUR LAKHS EIGHTY TWO THOUSAND SEVEN HUNDRED AND FIFTY EIGHT ONLY) FULLY PAID-UP EQUITY SHARES HAVING A FACE VALUE OF ₹2/- (INDIAN RUPES TWO ONLY) EACH OF THE COMPANY ("EQUITY SHARES") AT A PRICE OF ₹725/- (INDIAN RUPEES SEVEN HUNDRED AND TWENTY FIVE ONLY) PER EQUITY SHARE, PAYABLE IN CASH, ON A PROPORTIONATE BASIS FROM ALL THE EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF THE COMPANY THROUGH THE TENDER OFFER ROUTE USING THE STOCK EXCHANGE MECHANISM.

Certain figures contained in this Public Announcement, including financial information, have been subject to rounding-off adjustments. All decimals have been rounded off to 2 (two) decimal points. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row.

- 1. DETAILS OF THE BUYBACK OFFER AND BUYBACK OFFER PRICE
- 1.1 The Board of Directors of the Company (hereinafter referred to as the "Board", which expression includes any committee constituted by the Board to exercise its powers) at its meeting held on Friday, January 05, 2024 ("Board Meeting Date") has, subject to approval of the shareholders of the Company by way of a special resolution through postal ballot, and subject to approvals of statutory, regulatory or governmental authorities, lenders as may be required under applicable laws, approved the buyback of its Equity Shares from the shareholders of the Company, not exceeding 44,82,758 (Forty Four Lakhs Eighty Two Thousand Seven Hundred And Fifty Eight only) Equity Shares (representing 8.01% of the of the total number of Equity Shares in the total paid-up Equity Share capital of the Company, as on March 31, 2023) at a price of ₹725/- (Indian Rupees Seven Hundred And Twenty Five only) per Equity Share ("Buyback Price") payable in cash, for an aggregate maximum amount not exceeding ₹3.25.00.00.000 (Indian Rupees Three Hundred and Twenty Five Crores only), excluding any expenses incurred or to be incurred for the buyback viz. brokerage, costs, fees, turnover charges taxes such as tax on buyback, securities transaction tax and goods and services tax (if any), stamp duty, printing and dispatch expenses, if any, filing fees to SEBI and any other Appropriate Authorities, stock exchange charges, advisor/ legal fees, public announcement publication expenses and other incidental and related expenses and charges ("Transaction Costs") which represents 23.79% and 23.31% of the aggregate of the Company's fully paid up equity share capital and free reserves as per the latest Standalone and Consolidated Audited Financial Statement of the Company for the financial year ended March 31, 2023 (which is within the limit of 25% of the aggregate of the fully paid up equity share capital and free reserves of the Company) on a proportionate basis through the Tender Offer route through Stock Exchange Mechanism ("Tender Offer") as prescribed under the SEBI Buyback Regulations, from all the shareholders / beneficial owners who hold equity shares as on the Record Date i.e. Friday, February 23, 2024 ("Eligible Shareholders").
- 1.2 In accordance with Section 68(2)(b) of the Act, the Board had sought the approval of the shareholders of the Company by way of a special resolution since the Buyback Size is more than 10% of the total paid-up equity share capital and free reserves of the Company. The shareholders of the Company approved the Buyback, by way of special resolution, through postal ballot, pursuant to the postal ballot notice dated January 05, 2024 (hereinafter referred to as the "Notice", which expression includes the explanatory statement laying out the terms and conditions with respect to the Buyback) the results of which were announced on Friday, February 09, 2024. In terms of Regulation 5(via) of the Buyback Regulations, the Board may, till one working day prior to the Record Date, increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back, such that there is no change in the Buyback Size.
- 1.3 The Buyback is pursuant to Article 75 of the Articles of Association of the Company, Sections 68 69, 70 and all other applicable provisions, if any, of the Act and the relevant rules made thereunder including the Share Capital and Debentures Rules, and Management Rules, to the extent applicable, the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"), the Buyback Regulations, subject to such other approvals, permissions, and sanctions and exemptions of Securities and Exchange Board of India ("SEBI"), Reserve Bank of India ("RBI"), Registrar of Companies, Hyderabad ("ROC"), BSE Limited ("BSE"), National Stock Exchange of India Limited ("NSE") (together, the "Stock Exchanges") and/or other authorities, institutions or bodies, (together with SEBI, RBI and ROC, the "Appropriate Authorities"), as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions, sanctions and exemptions, which may be agreed by the Board.
- The Equity Shares are listed on the Stock Exchanges. The Buyback shall be undertaken on a proportionate basis from the holders of the Equity Shares of the Company as on the Record Date ("Eligible Shareholders") through the tender offer process prescribed under Regulation 4(iv)(a) of the Buyback Regulations and shall be implemented using the "Mechanism for acquisition of shares through Stock Exchange pursuant to Tender-Offers under Takeovers, Buy Back and Delisting" notified by SEBI vide circular CIR/CFD/ POLICYCELL/1/2015 dated April 13, 2015, read with SEBI circular CFD/ DCR2/CIR/P/2016/131 dated December 9, 2016, SEBI circular SEBI/HO/ CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 and such other circulars or notifications, as may be applicable, including any amendment or statutory modifications for the time being in force ("SEBI Buyback Circulars"). In this regard, the Company has requested to National Stock Exchange of India Limited to provide the acquisition window for facilitating tendering of Equity Shares under the Buyback. For the purposes of this Buyback, BSE will be the designated stock exchange ("Designated Stock Exchange")
- The maximum amount required for the Buyback will not exceed ₹325,00,00,000/- (Indian Rupees Three Hundred and Twenty Five Crores Only) excluding the Transaction Costs, being 23.79% and 23.31% of the total of the fully paid-up equity share capital and free reserves as per the latest audited standalone and consolidated financial statements of the Company, as on March 31, 2023, respectively, which does not exceed 25% of the aggregate of the total paid-up capital and free reserves of the Company as per latest audited standalone and consolidated financials of the Company as on March 31, 2023. Further, under the Act and Buyback Regulations, the number of Equity Shares that can be bought back in any financial year cannot exceed 25% of the total paid-up equity capital of the Company in that financial year. Since the Company proposes to Buyback not exceeding 44,82,758 Equity Shares, representing 8.01% of the total issued and paid-up share capital of the Company as per audited financial statements as of March 31, 2023, the same is within the aforesaid 25% limit.
- Participation in the Buyback by Eligible Shareholders may trigger tax on distributed income to such Eligible Shareholders ("Buyback Tax") in India and such Buyback Tax is to be discharged by the Company. Any income received by Eligible Shareholders pursuant to the Buyback of shares will not be included in the total taxable income of such shareholders. The transaction of Buyback would also be chargeable to securities transaction tax in India. In due course, the Fligible Shareholders will receive a letter of offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, the Eligible Shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the Buyback.
- The Buyback will not result in any benefit to the Promoter and Promoter Group and Directors of the Company except to the extent of the cash consideration received by them pursuant to their respective participation in the Buyback in their capacity as equity shareholders of the Company, and the change in their shareholding as per the response received in the Buyback, as a result of the extinguishment of Equity Shares which will lead to reduction in the equity share capital of the Company post Buyback.
- 1.8 A copy of this Public Announcement is available on the website of the Company at www.kaveriseeds.in, the website of the Manager to the Buyback at www.bajajcapital.com and is expected to be available on the websites of SEBI at www.sebi.gov.in during the period of buyback and on the websites of the Stock Exchanges at www.nseindia.com and www.bseindia.com during the period of the Buyback.
- NECESSITY FOR THE BUYBACK AND DETAILS THEREOF

The Buyback is being undertaken by the Company after taking into account the operational and strategic cash requirements of the Company in the medium term and for returning surplus funds to the members in an effective and efficient manner. The Buyback is being undertaken for the following

- The Buyback will help the Company to distribute surplus cash to its members holding Equity Shares thereby enhancing the overall return for them;
- The Buyback, which is being implemented through the tender offer route as prescribed under the Buyback Regulations, would involve a reservation of up to 15% of the Equity Shares, which the Company proposes to buyback, for small shareholders or the actual number of Equity Shares entitled as per the shareholding of small shareholders on the Record Date, whichever is higher. The Company believes that this reservation for small shareholders would benefit a significant number of the Company's public shareholders, who would be classified as "Small Shareholders";
- The Buyback is generally expected to improve return on equity through distribution of cash and improve earnings per share by reduction in the equity base of the Company, thereby leading to long term increase in shareholders' value; and
- The Buyback gives an option to the Eligible Shareholders (as defined below) to either (A) participate in the Buyback and receive cash in lieu of their Equity Shares which are accepted under the Buyback, or (B) not to participate in the Buyback and get a resultant increase in their
- percentage shareholding in the Company post the Buyback, without additional investment. v. Optimizes the capital structure.

- MAXIMUM AMOUNT OF FUNDS REQUIRED FOR THE BUYBACK, ITS PERCENTAGE OF THE TOTAL PAID UP CAPITAL AND FREE RESERVES AND SOURCES OF FUNDS FROM WHICH **BUYBACK WOULD BE FINANCED**
- 3.1. The maximum amount required for Buyback will not exceed ₹325.00.00.000/- (Indian Rupees Three Hundred and Twenty Five Crores only) (excluding Transaction Costs).
- 3.2. The maximum amount mentioned aforesaid is 23.79% and 23.31% of the aggregate of the fully paid-up equity share capital and free reserves as per the latest audited standalone and consolidated financial statements of the Company, as on March 31, 2023 respectively, which does not exceed 25% of the aggregate of the fully paid-up equity share capital and free reserves of the Company as per latest audited standalone and consolidated financials of the Company as on March 31, 2023.
- 3.3. The funds for the implementation of the proposed Buyback will be sourced out of free reserves of the Company (retained earnings) and/or such other source as may be permitted by the Buyback Regulations or the Act. 3.4. The Company shall transfer from its free reserves, a sum equal to the nominal value of the Equity
- Shares so bought to the Capital Redemption Reserve Account and details of such transfer shall be disclosed in its subsequent audited financial statements
- 3.5. The borrowed funds from banks and financial institutions, if any, will not be used for the purpose of the
- BUYBACK PRICE AND THE BASIS OF ARRIVING AT BUYBACK PRICE
- 4.1. The Equity Shares of the Company are proposed to be bought back at a price of ₹725/- (Indian Rupees Seven Hundred and Twenty Five only) per share ("Buyback Price")
- 4.2. The Buyback Price has been arrived at after considering various factors including, but not limited to the trends in the volume weighted average prices and closing price of the Equity Shares on the Stock Exchanges where the Equity Shares of the Company are listed.
- - premium of 18.28% and 18.34% over the closing price of the Equity Shares on the BSE and the NSE respectively, as on the Intimation Date (i.e, December 30, 2023 being the trading holiday), we have considered the closing price on December 29, 2023 i.e., One day prior to the date of
 - premium of 9.41% and 9.43% over the closing price of the Equity Share on BSE and NSE, as on January 05, 2024, being the Board Meeting Date.

The closing market price of the Equity Shares as on the Intimation Date was ₹612.95/- and ₹612.60/and as on the Board Meeting Date was ₹662.60/- and ₹662.55/- on BSE and NSE, respectively. The Company confirms that as required under Section 68(2)(d) of the Act, the ratio of the aggregate of secured and unsecured debts owed by the Company will be not more than twice the paid-up share capital and free reserves both on the basis of audited standalone and audited consolidated financial statements as on March 31, 2023 after the Buyback.

In accordance with Regulation 5(via) of the Buyback Regulations, the Board/Buyback Committee may increase the maximum Buyback price and decrease the number of Equity Shares proposed to be bought back provided that there is no change in the Buyback Offer Size, till one working day prior to the Record Date fixed for the purpose of Buyback.

MAXIMUM NUMBER OF SECURITIES THAT THE COMPANY PROPOSES TO BUYBACK

The Company proposes to buy back not exceeding 44,82,758 (Forty Four lakhs Eighty Two Thousand Seven Hundred Fifty Eight) Fully paid up Equity Shares of face value of ₹2/- (Indian Rupees Two only) each representing 8.01% of the total issued and paid-up equity share capital of the Company as per the audited financial statements as of March 31, 2023.

- DETAILS OF PROMOTERS, MEMBERS OF THE PROMOTER GROUP, PERSONS IN CONTROL AND DIRECTORS OF PROMOTERS AND MEMBERS OF THE PROMOTER GROUP SHAREHOLDING AND OTHER DETAILS
- 6.1. The aggregate shareholding in the Company of the (i) promoter and promoter group of the Company and persons in control (ii) Directors of companies which are a part of the Promoter and Promoter Group and (iii) Directors and Key Managerial Personnel of the Company as on the date of the Board Meeting and the Postal Ballot Notice i.e., January 05, 2024.
 - The aggregate shareholding of the Promoters, members of the Promoter Group and of persons who are in control of the Company, as on the date of Board Meeting and the Postal Ballot Notice i.e., January 05, 2024, are as follows:-

| Sr. No. | Name of Promoter / Promoter Group | No. of Equity Shares held | Shareholding Percentage (%) |
|------------|---|------------------------------|-----------------------------------|
| 1 | Gundavaram Venkata Bhaskar Rao | 53,58,530 | 9.58 |
| 2 | Vanaja Devi Gundavaram | 23,57,318 | 4.22 |
| 3 | Pawan Gundavaram | 22,28,876 | 3.99 |
| 4 | Vamsheedhar Chennamaneni | 9,76,587 | 1.75 |
| 5 | Mithun Chand Chennamaneni | 8,57,344 | 1.53 |
| 6 | G.V. Bhaskar Rao, Trustee of Pawan Private Trust | 1,08,59,244 | 19.42 |
| 7 | G.V. Bhaskar Rao, Trustee of Madhushree Private Trust | 1,08,59,244 | 19.42 |
| | Total | 3,34,97,143 | 59.91 |

- Aggregate shareholding of the Directors of companies who are a part of the Promoter and Promoter Group as on the date of the Board Meeting and the Postal Ballot Notice i.e., January 05. 2024: NII
- iii. Except as disclosed below, none of the Directors and Key Managerial Personnel ("KMPs") of the Company hold any Equity Shares in the Company, as on the date of Board Meeting and the Postal Ballot Notice i.e. January 05, 2024:-

| S. No. | Name of the Directors / KMPs | Designation | Number of Equity Shares | % shareholding |
|-----------|--|-----------------------------------|----------------------------|-------------------|
| 1 | Gundavaram Venkata Bhaskar Rao | Chairman and Managing Director | 53,58,530 | 9.58 |
| 2 | Vanaja Devi Gundavaram Whole-Time Director | | 23,57,318 | 4.22 |
| 3 | Pawan Gundavaram | Whole-Time Director | 22,28,876 | 3.99 |
| 4 | Vamsheedhar Chennamaneni | Whole-Time Director | 9,76,587 | 1.75 |
| 5 | Mithun Chand Chennamaneni | Whole-Time Director | 8,57,344 | 1.53 |
| 6 | Dr. S. Raghuvardha Reddy | Independent Director | - | - |
| 7 | Dr. Purushotam Kalakala | Independent Director | - | - |
| 8 | Dr. Syed Mohammed Ilyas | Independent Director | - | - |
| 9 | M. Chaya Ratan | Independent Director | - | - |
| 10 | Prof. R.R.Hanchinal | Independent Director | - | - |
| 11 | Venkata Chalapathi Reddy Kuppam | Chief Financial Officer | 12,000 | 0.02 |
| 12 | Sreelatha Vishnubhotla | Company Secretary | - | - |
| | TOTAL | | 1,17,90,655 | 21.09 |

- d. Aggregate shares purchased or sold by the Promoter and Promoter Group, persons in control, Directors of companies which are a part of the Promoter and Promoter Group and Directors and Key Managerial Personnel of the Company during a period of six months preceding the date of the Board Meeting at which the Buyback was approved and the Postal Ballot Notice i.e.,
 - (i) Aggregate number of shares purchased or sold by the Promoter and Promoter Group and
 - Aggregate shares purchased or sold by the Directors of companies which are part of the Promoter and Promoter Group: Nil
- (iii) Aggregate shares purchased or sold by the Directors and Key Managerial Personnel of the Company: Nil
- INTENTION OF THE PROMOTERS, MEMBERS OF THE PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO TENDER THEIR EQUITY SHARES IN THE BUYBACK
- 7.1 In terms of the SEBI Buyback Regulations, under the tender offer route, the Promoter and Promoter Group have an option to participate in the Buyback. In this regard, the promoter and promoter group have expressed their intention, vide their letters dated January 05, 2024 to participate in the Buyback and offer up to their respective shareholding as on the Record Date or such number of shares based on their entitlement, as required in compliance with the SEBI Buyback Regulation.

Please see below the maximum number of Equity Shares intended to be tendered by each of the Promoter and Promoter Group:

| Sr. No. | Name of the Promoter / Promoter Group | Shares intended to be offered in the Buyback |
|------------|---------------------------------------|--|
| 1. | Gundavaram Venkata Bhaskar Rao | 3,79,913 |
| 2. | Vanaja Devi Gundavaram | 1,67,130 |
| 3. | Pawan Gundavaram | 1,58,024 |
| 4. | Vamsheedhar Chennamaneni | 69,238 |

| 5. | Mithun Chand Chennamaneni | 60,784 |
|-------|---|-----------|
| 6. | G.V. Bhaskar Rao, Trustee of Pawan Private Trust | 7,69,906 |
| 7. | G.V. Bhaskar Rao, Trustee of Madhushree Private Trust | 7,69,906 |
| Total | | 23,74,901 |
| | | |

The details of the date and price of acquisition of the Equity Shares that the Promoters intend to tender

| Gundavaram Venkata Bhaskar Rao | | | | | | | |
|--------------------------------|------------------|--|-------------------------|---|-----------------------------|--|--|
| Date | No. of Shares | Nature of Transaction | Nominal Value (In ₹) | Issue Price / Transfer Price (In ₹) | Cumulative No. Shares | | |
| 27.08.1986 | 100 | Subscription to Memorandum | 1,000 | 10.00 | 100 | | |
| 26.02.1991 | 12,400 | Allotment | 1,24,000 | 10.00 | 12,500 | | |
| 29.03.1996 | 44,000 | Allotment | 4,40,000 | 10.00 | 56,500 | | |
| 27.06.2005 | 3,90,000 | Allotment | 39,00,000 | 10.00 | 4,46,500 | | |
| 23.06.2006 | 6,50,000 | Allotment | 65,00,000 | 10.00 | 10,96,500 | | |
| 26.07.2006 | 1,43,500 | Purchase | 14,35,000 | 50.00 | 12,40,000 | | |
| 29.07.2006 | (3,00,000) | Sale | 30,00,000 | 50.00 | 9,40,000 | | |
| 01.08.2006 | (71,000) | Sale | 7,10,000 | 50.00 | 8,69,000 | | |
| 01.08.2006 | (5,79,000) | Sale | 57,90,000 | 10.00 | 2,90,000 | | |
| 04.08.2006 | 2,90,000 | Bonus | 29,00,000 | NA | 5,80,000 | | |
| 20.09.2006 | 5,80,000 | Rights | 58,00,000 | 10.00 | 11,60,000 | | |
| 20.09.2006 | 1,70,400 | Acquisition of Agritek | 17,04,000 | NA | 13,30,400 | | |
| 20.09.2006 | (82,400) | Gift to C.Vamsheedhar and C.Mithunchand | 8,24,000 | NA | 12,48,000 | | |
| 12.08.2009 | 45,852 | Market Purchase | 4,58,520 | 229.17 | 12,93,852 | | |
| 22.08.2009 | 43,401 | Market Purchase | 4,34,010 | 214.89 | 13,37,253 | | |
| 09.09.2009 | 21,145 | Market Purchase | 2,11,450 | 220.80 | 13,58,398 | | |
| 22.09.2009 | 48,000 | Market Purchase | 4,80,000 | 222.62 | 14,06,398 | | |
| 26.03.2011 | (50,000) | Gift | 5,00,000 | NA | 13,56,398 | | |
| 26.03.2011 | (50,000) | Gift | 5,00,000 | NA | 13,06,398 | | |
| 13.07.2012 | (50,000) | Gift | 5,00,000 | NA | 12,56,398 | | |
| 13.07.2012 | (50,000) | Gift | 5,00,000 | NA | 12,06,398 | | |
| Split of Each | equity share | of ₹10 each into Five | equity shares | of ₹2 Each | 60,31,990 | | |
| 03.08.2017 | (2,26,255) | Buyback of Shares | 4,52,510 | 675.00 | 58,05,735 | | |
| 12.09.2018 | (2,29,319) | Buyback of Shares | 4,58,638 | 675.00 | 55,76,416 | | |
| 21.01.2020 | (217,886) | Buyback of Shares | 4,81,004 | 700.00 | 53,58,530 | | |

| Vanaja Devi | Vanaja Devi Gundavaram | | | | | | | | |
|---------------|------------------------|---|-------------------------|---|--------------------------|--|--|--|--|
| Date | No. of Shares | Nature of transaction | Nominal Value (In ₹) | Issue Price / Transfer Price (In ₹) | Cumulative No. Shares | | | | |
| 27.08.1986 | 100 | Subscription to Memorandum | 1,000 | 10.00 | 100 | | | | |
| 26.02.1991 | 8,900 | Allotment | 89,000 | 10.00 | 9,000 | | | | |
| 29.03.1996 | 30,000 | Allotment | 3,00,000 | 10.00 | 39,000 | | | | |
| 27.06.2005 | 5,95,000 | Allotment | 59,50,000 | 10.00 | 6,34,000 | | | | |
| 26.07.2006 | (97,000) | Sale | 9,70,000 | 50.00 | 5,37,000 | | | | |
| 04.08.2006 | 5,37,000 | Bonus issue | 53,70,000 | NA | 10,74,000 | | | | |
| 20.09.2006 | 10,74,000 | Rights | 1,07,40,000 | 10.00 | 21,48,000 | | | | |
| 20.09.2006 | 74,600 | Acquisition of Agritek | 7,46,000 | NA | 22,22,600 | | | | |
| Split of Each | n equity share of | ₹10 each into Five equi | ty shares of ₹2 | Each | 1,11,13,000 | | | | |
| 09.07.2014 | (31,62,552) | Market sale | 63,25,104 | 836.15 | 79,50,448 | | | | |
| 03.11.2014 | 73,20,000 | Gift | 1,46,40,000 | NA | 1,52,70,448 | | | | |
| 24.08.2015 | 4,19,865 | Market purchase | 8,39,730 | 426.63 | 1,56,90,313 | | | | |
| 26.08.2015 | 84,737 | Market purchase | 1,69,474 | 472.31 | 1,57,75,050 | | | | |
| 03.08.2017 | (5,91,709) | Buyback of Shares | 11,83,418 | 675.00 | 1,51,83,341 | | | | |
| 12.09.2018 | (5,99,723) | Buyback of Shares | 11,99,446 | 675.00 | 1,45,83,618 | | | | |
| 21.01.2020 | (569,826) | Buyback of Shares | 11,39,652 | 700.00 | 1,40,13,792 | | | | |
| 24.03.2020 | 11,626 | Market purchase | 23,252 | 294.58 | 1,40,25,418 | | | | |
| 25.03.2020 | 23,458 | Market purchase | 46,916 | 318.96 | 1,40,48,876 | | | | |
| 27.03.2020 | 30,868 | Market purchase | 61,736 | 330.27 | 1,40,79,744 | | | | |
| 31.03.2020 | 10,413 | Market purchase | 20,826 | 331.29 | 1,40,90,157 | | | | |
| 19.04.2021 | (1,17,32,839) | Inter se transfer between the Promoters | 2,34,65,678 | _ | 23,57,318 | | | | |

| Pawan Gundavaram | | | | | | | |
|------------------|---|--------------------------|-------------------------|--|--------------------------|--|--|
| Date | No. of Shares | Nature of Transaction | Nominal Value (In ₹) | Issue Price / Transfer Price (In ₹) | Cumulative No. Shares | | |
| 26.02.1991 | 2,000 | Allotment | 20,000 | 10.00 | 2,000 | | |
| 29.03.1996 | 12,500 | Allotment | 1,25,000 | 10.00 | 14,500 | | |
| 27.06.2005 | 99,000 | Allotment | 9,90,000 | 10.00 | 1,13,500 | | |
| 26.07.2006 | (14,500) | Sale | 1,45,000 | 50.00 | 99,000 | | |
| 04.08.2006 | 99,000 | Bonus issue | 9,90,000 | NA | 1,98,000 | | |
| 20.09.2006 | 1,98,000 | Rights | 19,80,000 | 10.00 | 3,96,000 | | |
| 20.09.2006 | 1,05,800 | Acquisition of Agritek | 10,58,000 | NA | 5,01,800 | | |
| Split of Each | Split of Each equity share of ₹10 each into Five equity shares of ₹2 Each | | | | | | |
| 03.08.2017 | (94,110) | Buyback of Shares | 1,88,220 | 675.00 | 24,14,890 | | |
| 12.09.2018 | (95,385) | Buyback of Shares | 1,90,770 | 675.00 | 23,19,505 | | |
| 21.01.2020 | (90,629) | Buyback of Shares | 1,81,258 | 700.00 | 22,28,876 | | |

| Date | No. of Shares | Nature of Transaction | Nominal Value (In ₹) | Issue Price / Transfer Price (In ₹) | Cumulative No. Shares |
|-----------------|------------------|---|----------------------------|---|--------------------------|
| 20.09.2006 | 77,600 | Acquisition of Agritek | 7,76,000 | NA | 77,600 |
| 20.09.2009 | 22,400 | Gift from Gundavaram Venkata Bhaskar Rao | 2,24,000 | NA | 1,00,000 |
| 03.05.2010 | 2,060 | Off Market Purchase | 20,600 | 300.00 | 1,02,060 |
| 02.04.2011 | 44,135 | Market Purchase | 4,41,350 | 386.60 | 1,46,19 |
| 26.07.2011 | 6,000 | Off Market Purchase | 60,000 | 330.00 | 1,52,19 |
| 26.03.2011 | 50,000 | Gift From Gundavaram Venkata Bhaskar Rao | 5,00,000 | NA | 2,02,19 |
| 13.10.2011 | 57,138 | Market Purchase | 5,71,380 | 440.72 | 2,59,33 |
| 13.07.2012 | 50,000 | Gift From Gundavaram Venkata Bhaskar Rao | 5,00,000 | NA | 3,09,33 |
| 07.03.2013 | 5,000 | Market Purchase | 50,000 | 1,355.00 | 3,14,33 |
| 22.07.2013 | (39,682) | Market sale | 3,9,6820 | 1,590.00 | 2,74,65 |
| Split of Each e | quity share of | ₹10 each into Five equity | shares of ₹ | 2 Each | 13,73,25 |
| 10.06.2014 | (50,000) | Market sale | 1,00,000 | 658.93 | 13,23,25 |
| 23.06.2015 | (2,23,935) | Market sale | 4,47,870 | 806.70 | 10,99,32 |
| 03.08.2017 | (41,233) | Buyback of Shares | 82,466 | 675.00 | 10,58,08 |
| 12.09.2018 | (41,792) | Buyback of Shares | 83,584 | 675.00 | 10,16,29 |
| 21.01.2020 | (39,708) | Buyback of Shares | 79,416 | 700.00 | 9,76,58 |

| Date | No. of Shares | Nature of Transaction | Nominal Value (In ₹) | Issue Price / Transfer Price (In ₹) | Cumulative No. Shares |
|--------------|------------------|---|----------------------------|---|--------------------------|
| 26.07.2006 | 4,000 | Gift received from Raghupathi Rao Rangineni | 40,000 | NA | 4,000 |
| 04.08.2006 | 4,000 | Bonus | 40,000 | NA | 8,000 |
| 20.09.2006 | 8,000 | Rights | 80,000 | 10.00 | 16,000 |
| 20.09.2006 | 60,000 | Gift received from Gundavaram Venkata Bhaskar Rao | 6,00,000 | NA | 76,000 |
| 10.12.2009 | 3,000 | Market Purchase | 30,000 | 211.31 | 79,000 |
| 03.05.2010 | 1,175 | Market purchase | 11,750 | 300.00 | 80,17 |
| 02.04.2011 | 22,614 | Market purchase | 2,26,140 | 333.57 | 1,02,78 |
| 26.07.2011 | 6,500 | Market purchase | 65,000 | 330.00 | 1,09,28 |
| 13.10.2011 | 5,200 | Market purchase | 52,000 | 479.00 | 1,14,48 |
| 26.03.2011 | 50,000 | Gift from Gundavaram Venkata Bhaskar Rao | 5,00,000 | NA | 1,64,489 |
| 19.01.2012 | 60,000 | Market purchase | 6,00,000 | 474.00 | 2,24,48 |
| 13.07.2012 | 50,000 | Gift from Gundavaram Venkata Bhaskar Rao | 5,00,000 | NA | 2,74,489 |
| 28.01.2013 | 70,800 | Market purchase | 7,08,000 | 1402.00 | 3,45,28 |
| 07.03.2013 | (2,512) | Market sale | 25,120 | 1295.00 | 3,42,77 |
| 28.03.2013 | (1,553) | Market sale | 15,530 | 1198.00 | 3,41,22 |
| 02.08.2013 | (22,245) | Market sale | 2,22,450 | 1534.64 | 3,18,97 |
| Split of Eac | h equity sha | re of ₹10 each into Five | equity shares | of ₹2 Each | 15,94,89 |
| 10.06.2014 | (6,66,000) | Market sale | 13,32,000 | 654.00 | 9,28,89 |
| 12.09.2018 | (36,690) | Buyback of Shares | 73,380 | 675.00 | 8,92,20 |
| 21.01.2020 | (34,861) | Buyback of Shares | 69,722 | 700.00 | 8,57,34 |

| Madhush | Madhushree Private Trust | | | | | | | | |
|--------------------|--------------------------|---|---|---|---------------------------------|--|--|--|--|
| Date | No. of Shares | Nature of Transaction | Nominal Value (In ₹) | Issue Price / Transfer Price (In ₹) | Cumulative No. Equity Shares | | | | |
| April 19, 2021* | 1,08,59,244 | Inter se transfer between the Promoters | 21,718,488 | - | 1,08,59,244 | | | | |
| *1/2/- 055 | 1.0 | TI //O// I //OFD // 0/0004 00 | 1-1-1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 | 0004 UA/TA | VOLUMED /5 /0000 | | | | |

Vide SEBI Order no: WTM/SKM/CFD/12/2021-22 dated April 19, 2021 and WTM/SM/CFD/5/2022-2023 dated November 30, 2022 respectively, 1,08,59,244 Equity Shares were transferred to Madhushree Private Trust from Vanaja devi Gunadavaram (8,73,595 Equity Shares) and Venkata HUF (99,85,649 Equity Shares)

| Pawan Pi | Pawan Private Trust | | | | | | | | |
|--------------------|--|---|-------------------------|---|-----------------------------|--|--|--|--|
| Date | No. of Shares | Nature of Transaction | Nominal Value (In ₹) | Issue Price / Transfer Price (In ₹) | Cumulative No. Shares | | | | |
| April 19, 2021* | 1,08,59,244 | Inter se transfer between the Promoters | 21,718,488 | - | 1,08,59,244 | | | | |
| | * Vide SEBI Order no: WTM/SKM/CFD/12/2021-22 dated April 19, 2021 and WTM/SM/CFD/5/2022-2023 dated November 30, 2022 respectively, 1,08,59,244 Equity Shares were transferred to Pawan | | | | | | | | |

The Company confirms that there are no defaults subsisting in the repayment of deposits, interest payment thereon, redemption of debentures or payment of interest thereon or redemption of preference shares or payment of dividend due to any shareholder, or repayment of any term loans or interest payable thereon to any financial institution or banking company. In case any such default has ceased to subsist, a period of more than three years has lapsed

CONFIRMATION BY THE BOARD OF DIRECTORS OF THE COMPANY

Private Trust from Vanaja devi Gundavaram (1,08,59,244 Equity Shares)

As required by clause (x) of Schedule I in accordance with Regulation 5(iv)(b) of the Buyback Regulations, the Board hereby confirms that it has made a full enquiry into the affairs and prospects of the Company and has formed an opinion that:

- immediately following the board meeting, being January 05, 2024 ("Board Resolution") and the date on which the results of shareholders' resolution passed by way of postal ballot was declared ("Shareholder Resolution") approving Buyback offer, there will be no grounds on which the Company can be found unable to pay its debts;
- (ii) as regards the Company's prospects for the year immediately following date of the Board Resolution as well as the date of the Shareholder Resolution, having regard to Board's intentions with respect to the management of the Company's business during that year and to the amount and character of the financial resources which will, in the Board's view be, available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of 1 (one) year from the date of the Shareholder Resolution; and
- (iii) that in forming the aforesaid opinion, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Act or the Insolvency and Bankruptcy Code, 2016 (to the extent notified).
- CONFIRMATIONS FROM THE COMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE ACT
- All the Equity Shares of the Company are fully paid up;
- 10.2. The Company, as per provisions of Section 68(8) of the Act, shall not make further issue of the same kind of Equity Shares or other specified securities including allotment of new equity shares under clause (a) of sub-section (1) of Section 62 or other specified securities within a period of 6 (six) months after the completion of the Buyback except by way of bonus shares or Equity Shares issued to discharge subsisting obligations such as conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into Equity Shares:
- The Company shall not raise further capital for a period of 1 (one) year from the expiry of the Buyback, i.e. the date on which the payment of consideration to shareholders who have accepted the Buyback offer is made except in discharge of subsisting obligations;
- 10.4. The Company shall not issue any shares or other securities from the date of the shareholders resolution (including by way of bonus issue or convert any outstanding employee stock options/ outstanding instruments into Equity Shares) till the expiry of the period of Buyback i.e., date on which the payment of consideration to shareholders who have accepted the offer of Buyback is made in accordance with the Act and the Buyback Regulations:
- 10.5. The Company shall not buyback locked-in Equity Shares and non-transferable Equity Shares till the pendency of the lock-in or till the Equity Shares become transferable
- 10.6. The Company shall transfer from its free reserves a sum equal to the nominal value of the Equity Shares purchased through the Buyback to the Capital Redemption Reserve Account and the details of such transfer shall be disclosed in its subsequent audited financial statements
- 10.7. The Company shall not directly or indirectly purchase its Equity Shares through any subsidiary company including its own subsidiary companies, if any or through any investment company or group of investment companies;
- 10.8. The Company shall not buyback its Equity Shares or other specified securities from any person through negotiated deal whether on or off the stock exchanges or through spot transactions or through any private arrangement in the implementation of the Buyback:
- 10.9. There are no defaults (either in past or subsisting) in the repayment of deposits, interest payment thereon, redemption of debentures or payment of interest thereon or redemption of preference shares or payment of dividend due to any shareholder, or repayment of any term loans or interest payable thereon to any financial institution or banking company; In case any such default has ased to subsist, a period of more than three years has lapsed;
- 10.10. The Company has been in compliance with Sections 92, 123, 127 and 129 of the Act;
- 10.11. The funds borrowed from banks and financial institutions will not be used for the Buyback:
- 10.12. The aggregate maximum amount of the Buyback i.e., ₹325,00,00,000/- (Indian Rupees Three Hundred and Twenty Five Crores only) does not exceed 25% of the total paid-up capital and free reserves based on both audited standalone or consolidated financial statements of the Company; whichever sets out a lower amount as on March 31, 2023;
- 10.13. The maximum number of Equity Shares proposed to be purchased under the Buyback (not exceeding 44,82,758 Equity Shares), does not exceed 25% of the total number of Equity Shares in the existing total paid-up Equity Share capital of the Company as on March 31, 2023
- 10.14. The Company shall not make any offer of buyback within a period of 1 (one) year reckoned from the expiry of the Buyback period i.e. date on which the payment of consideration to shareholders who have accepted the buyback offer is made in accordance with the Act and the Buyback Regulations; and the Company has not undertaken a Buyback of any of its securities during the period of 1(one) year immediately preceding the date of the board meeting;
- 10.15. There is no pendency of any scheme of amalgamation or compromise or arrangement pursuant to the provisions of the Act involving the Company, as on date:
- 10.16. The ratio of the aggregate of secured and unsecured debts owed by the Company after the Buyback shall not be more than twice the paid-up share capital and free reserves based on both, audited standalone and consolidated financial statements of the Company as on March 31, 2023;
- 10.17. The Buyback shall be completed within a period of 1 (one) year from the date of passing of special resolution by way of postal ballot;
- 10.18. The Company shall not withdraw the Buyback offer after the Public Announcement of the offer of the Buyback is made, except where any event or restriction may render Company unable to effect
- 10.19. The Buyback would be subject to the condition of maintaining minimum public shareholding requirements as specified in Regulation 38 of the Listing Regulations
- 10.20. That the Company shall not allow buy back of its shares unless the consequent reduction of its share capital is affected:
- 10.21. The Company is not undertaking the Buyback to delist its Equity Shares or any other specified securities from the NSE and BSE:
- 10.22 The Company shall comply with the statutory and regulatory timelines in respect of the buyback in such er as prescribed under the Act and/or the Buyback Regulations and any other applicable laws;
- 10.23. The Company shall not undertake the Buyback unless it has obtained prior consents of its lenders, in case of breach of any covenant with such lenders. The Company confirms that the covenants with lenders are not being breached pursuant to the Buyback;

- 10.24. Consideration of the Equity Shares bought back by the Company will be paid only by way of cash;
- 10.25. The Equity Shares bought back by the Company will be extinguished and physically destroyed in the manner prescribed under the Buyback Regulations and the Act; and
- 10.26. The information pertaining to the Company as may be set out in the Public Announcement, etter of Offer any corrigenda and all offer documents with respect to the Buyback shall be true, fair and adequate information in all material aspects and shall not contain any misleading information.

11. REPORT BY THE COMPANY'S STATUTORY AUDITOR

Report addressed to the Board of Directors by the Company's Auditors on the permissible Capital payment and the opinion formed by directors regarding insolvency:

The text of the Report dated January 05, 2024, by the Statutory Auditors of the Company addressed to the Board is reproduced below:

Quote

The Board of Directors Kaveri Seed Company Limited

513-B, 5th Floor, Minerva Complex SD Road, Secunderabad 500 003 Telangana

Dear Sirs/Madam

Statutory Auditor's Report in respect of proposed buyback of equity shares by Kaveri Seed Company Limited (the "Company") pursuant to the requirements of the Companies Act, 2013 (the "Act") and Clause (xi) of Schedule I of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (the "SEBI Buyback Regulations") and Sections 68 to 70 of the Companies Act, 2013 (as amended) read with Rule 17 of the Companies (Share Capital and Debentures) Rules, 2014.

- 1. This report is issued in accordance with the terms of our engagement letter dated 30 December, 2023.
- The Board of Directors of Kaveri Seed Company Limited ("the Company") have approved a proposed buy-back of equity shares at its meeting held on 05 January 2024 (subject to shareholders approval), in pursuance of the provisions of section 68, 69 and 70 of the Companies Act, 2013 and the SEBI
- The proposal of the Company to buy back its equity shares in pursuance of the provisions of Section 68 and 70 of the Companies Act, 2013 (the "Act") and Clause (xi) of Schedule I of Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, as amended has been approved by the Board of Directors of the Company in their meeting held on 05 January 2024 (hereinafter referred to as the "Board Meeting"). The proposal for buyback is subject to the approval of the shareholders of the Company. The Company has prepared the attached "Statement of determination of the amount of permissible capital payment for proposed buyback of equity shares" (the "Statement") which we have initialed for identification purposes only. The Statement contains the computation of amount of permissible capital payment towards the buyback of equity shares in accordance with the requirements of section 68(2)(c) of the Companies Act and regulation 4(i) of the SEBI Buyback Regulations, based on the latest audited standalone and consolidated financial statements of the Company for the year ended 31 March 2023.

Management's Responsibility for the Statement

- The preparation of the Statement in accordance with proviso (i) & (ii) of Section 68(2)(b) of the Companies Act, 2013 and the compliance with the SEBI Buyback Regulations, is the responsibility of the Management of the Company, including the computation of the amount of the permissible capital payment (including premium), the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the
- 5. The Board of Directors is also responsible to make a full inquiry into the affairs and prospects of the Company and to form an opinion on reasonable grounds that the Company will be able to pay its debts from the date of Board meeting or date of declaration of results of the postal ballot for special resolution by the shareholders at which the proposal for buy-back was approved and will not be rendered insolvent within a period of one year from the date on which the results of the shareholders' resolution in which the buy-back was approved was declared (hereinafter referred to as ("the date of Approval") with regards to the proposed buyback and in forming the opinion, it has taken into the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Act or the Insolvency and Bankruptcy Code 2016. Further, a declaration is required to be signed by at least two directors of the Company in this respect in accordance with the requirements of the section 68 (6) of the Act and the SEBI Buyback Regulations.

Auditors' Responsibility

- Pursuant to the requirements of the SEBI Buyback Regulations, it is our responsibility to provide reasonable assurance:
- whether we have inquired into the state of affairs of the Company in relation to the audited standalone and consolidated financial statements as at and for the year ended 31 March 2023.
- the amount of permissible capital payment as stated in Annexure A, has been properly determined considering the audited standalone and consolidated financial statements for the year ended 31 March 2023 in accordance Section 68(2)(c) of the Act and Regulation 4(i) of the
- iii. the Board of Directors in their meeting held on 05 January, 2024, have formed the opinion as specified in clause (x) of Schedule I to the SEBI Buyback Regulations, on reasonable grounds and that the Company, having regard to its state of affairs, will not be rendered insolvent within a period of one year from the date of approval.
- A reasonable assurance engagement involves performing procedures to obtain sufficient appropriate evidence on the criteria mention in paragraph 6 above. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated with the report. We have performed the following procedures in relation to the Statement:
 - We have inquired into the state of affairs of the Company in relation to its audited standalone and consolidated financial statements as at and for the year ended 31 March 2023;
 - Examined authorization for buyback from the Articles of Association of the Company
 - Examined that the amount of permissible capital payment for the buyback as detailed in Annexure A in accordance with the requirements of section 68(2) (c) of the Act, based on the audited standalone and consolidated financial statements of the Company as at and for the year ended 31 March 2023:
 - Examined that the ratio of debt (secured and unsecured) owned by the Company, if any, is not more than twice the capital and its free reserve after such buyback based on audited standalone and consolidated financials of the Company as at and for the year ended 31 March 2023;
 - Examined that all shares for buy-back are fully paid-up;
 - Read the resolutions passed in the meetings of the Board of Directors;
 - Obtained required explanations and representations from management; and
 - viii. Examined the Board of Directors' declaration for the purpose of buyback and solvency of the
- The audited standalone and consolidated audited financial statements, referred to in paragraph 5 above, have been audited by us, on which we have issued unmodified audit opinion vide our report dated 23 May 2023. Our audit of these financial statements was conducted in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India (the 'ICAI'). Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.
- We conducted our examination of the Statement in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes (Revised 2016), issued by the Institute of Chartered Accountants of India (the "Guidance Note") and Standards on Auditing specified under Section 143(10) of the Act, in so far as applicable for the purpose of this certificate. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of
- We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements, issued by the ICAI. Further our examination did not extend to any other parts and aspects of a legal or proprietary nature in the aforesaid Buyback.

Opinion

- 11. Based on our examination as stated above and the representation, information and explanations given to us, we report that:
 - We have inquired into the state of affairs of the Company in relation to its audited standalone and consolidated financial statements as at and for the year ended 31 March, 2023 which have been approved by the Board of Directors of the Company on 23 May, 2023.
 - The amount of permissible capital payment towards the proposed buyback of equity shares as computed in the Statement attached herewith, as Annexure A, in our view has been properly determined in accordance with Section 68(2)(c) of the Act and the SEBI Buyback Regulations based on the audited financial statements for the year ended 31st March, 2023. The amounts of share capital and free reserves have been extracted from the audited standalone and Consolidated financial statements of the Company as at and for the year ended 31st March, 2023.
 - The Board of Directors of the Company, at their meeting held on 05 January 2024 have formed their opinion as specified in clause (x) of Schedule I to the Buyback Regulations, on reasonable grounds and that the Company having regard to its state of affairs, will not be rendered insolvent (as defined in management responsibility above) within a period of one year from the date of the
 - We are not aware of anything to indicate that the opinion expressed by the Directors in the declaration as to any of the matters mentioned therein is unreasonable in the circumstances as at the date of declaration.

Restriction on Use

- 12. Our work was performed solely to assist you in meeting your responsibilities in relation to your compliance with the provisions of section 68 and other applicable provisions of the Act read with rule 17 of the Companies (Share Capital and Debentures) Rules, 2014 (as amended) and the SEBI Buyback Regulations, pursuant to the proposed buyback of equity shares. Our obligations in respect of this report are entirely separate, and our responsibility and liability are in no way changed by, any other role we may have as auditors of the Company or otherwise. Nothing in this report, nor anything said or done in the course of or in connection with the services that are the subject of this report, will extend any duty of care we may have in our capacity as statutory auditors of the Company
- This report has been issued at the request of the Company solely for use of the Company (i) in connection with the proposed buyback of equity shares of the Company as mentioned in paragraph 2 above, (ii) to enable the Board of Directors of the Company to include in the public announcement and other documents pertaining to buyback to be filed with (a) the Registrar of Companies, Securities and Exchange Board of India, stock exchanges, and any other regulatory authority as per applicable

law; and (b) the Central Depository Services (India) Limited, National Securities Depository Limited; and (c) can be shared with the Merchant Bankers in connection with the proposed buyback of equity shares of the Company for onward submission to relevant authorities in pursuance to the provisions of Section 68 and other applicable provisions of the Act and the Buyback Regulations, and may not be suitable for any other purpose. This report should not be used for any other purpose without our prior written consent. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

for M. Bhaskara Rao & Co.

Chartered Accountants Firm Registration No: 000459S

K.S. Mahidhar Partner

Membership No.220881 UDIN: 24220881BKCRGD6016 Hyderabad, 05 January 2024

Annexure A - Statement of permissible capital payment (including Premium)

Computation of amount of permissible capital payment for the buy-back of equity shares in accordance with the proviso (i) & (ii) of Section 68(2)(b) of the Companies Act, 2013 and Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 based on audited standalone & consolidated financial statements as at and for the year ended 31 March 2023.

Amount (Rs. In Lakhs)

| Particulars | Standalone | Consolidated |
|--|-------------|--------------|
| Paid up equity share capital as on 31 March 2023 (A) | 1,118.44 | 1,118.44 |
| Free Reserves as on March 31, 2023 | | |
| Securities Premium Account | | |
| General Reserves | 1,000.00 | 1,002.00 |
| Retained Earnings | 134,489.72 | 137,309.51 |
| Total Free Reserves (B) | 1,35,489.72 | 1,38,311.51 |
| Total paid up capital and free reserves (A+B) | 1,36,608.16 | 1,39,429.95 |
| Maximum amount permissible towards buyback of equity shares in accordance with Section 68(2)(b) of the Companies Act, 2013 (25% of the Paid-up equity capital and free reserves) | 34,152.04 | 34,857.49 |
| Amount approved by the Board of Directors for buy-back in the meeting held on 05 January 2024 approving buyback, subject to approval of shareholders | 32500.00 | 32500.00 |
| Buy back size as a percentage of total paid-up Equity Share Capital and free reserves | 23.79% | 23.31% |

Note: The amount of paid up equity share capital and free reserves as at 31 March 2023 have been extracted from the annual audited standalone and consolidated financial statements of the Company as at and for the year ended 31 March 2023.

For Kaveri Seed Company Limited

C. Mithun Chand Whole Time Director

Hyderabad, 05 January 2024

for M. Bhaskara Rao & Co.

Statement referred to in our certificate of even date

Chartered Accountants

Firm Registration No.000459S

K.S. Mahidhar

Membership No.220881

Hyderabad, 05 January 2024

RECORD DATE AND SHAREHOLDER'S ENTITLEMENT:

- As required under 9(i) of the SEBI Buyback Regulations, the Company has fixed Friday, February 23, 2024 as the record date (the "Record Date") for the purpose of determining the entitlement and the names of the shareholders holding equity shares of the Company who will be Eligible Shareholders to participate in the Buyback, Eligible Shareholders will receive a letter of offer along with a Tender / Offer form indicating their entitlement.
- 12.2 As required under the SEBI Buyback Regulations, the dispatch of the letter of offer shall be through electronic mode in accordance with the provisions of the Companies Act within two (2) working days from the Record Date. If the Company receives a request from any Eligible Shareholder to receive a copy of the letter of offer in physical form, the same shall be provided.
- The equity shares to be bought back as a part of this Buyback Offer is divided into two categories: · Reserved category for Small Shareholders; and
 - · General category for all other shareholders.
- 12.4 As defined in Regulation 2(i)(n) of the SEBI Buyback Regulations, a "Small Shareholder" is a shareholder who holds equity shares having market value, on the basis of closing price of shares on BSE being the Stock Exchange having highest trading volume as on the Record Date, of not more than ₹2,00,000/- (Rupees Two Lakhs Only)
- 12.5 In accordance with Regulation 6 of the SEBI Buyback Regulations, 15% of the number of equity shares which the Company proposes to buyback or number of equity shares entitled as per the shareholding of small shareholders as on the Record Date, whichever is higher, shall be reserved for the small shareholders as part of this Buyback.
- 12.6 Based on the holding as on the Record Date, the Company will determine the entitlement of each Eligible Shareholder to tender their shares in the Buyback. This entitlement for each Eligible Shareholder will be calculated based on the number of equity shares held by the respective shareholder as on the Record Date and the ratio of Buyback applicable in the category to which such shareholder belongs. In accordance with Regulation 9(ix) of the SEBI Buyback Regulations. in order to ensure that the same shareholder with multiple demat accounts / folios does not receive a higher entitlement under the Small Shareholder category, the Company proposes to club together the equity shares held by such shareholders with a common Permanent Account Number ("PAN") for determining the category (Small Shareholder or General) and entitlement under the Buyback. In case of joint shareholding, the Company will club together the equity shares held in cases where the sequence of the PANs of the joint shareholders is identical. In case of physical shareholders, where the sequence of PANs is identical and where the PANs of all joint shareholders are not available, the Company will check the sequence of the names of the joint holders and club together the equity shares held in such cases where the sequence of the PANs and name of joint shareholders are identical. The shareholding of institutional investors like mutual funds, pension funds / trusts, insurance companies etc., with common PAN will not be clubbed together for determining the category and will be considered separately, where these equity shares are held for different schemes and have a different demat account nomenclature based on information prepared
- After accepting equity shares tendered on the basis of entitlement, the equity shares left to be bought back, if any in one category shall first be accepted, in proportion to the equity shares tendered over and above the entitlement in the offer by the Eligible Shareholders in that category and thereafter from Eligible Shareholders who have tendered over and above their entitlement in other category.

by the Registrar and Transfer Agent as per the shareholder records received from the Depositories.

- The Eligible Shareholders participation in the Buyback shall be voluntary. Eligible Shareholders of the Company can choose to participate, in part or in full and get cash in lieu of equity shares to be accepted under the Buyback or they may choose not to participate. The Eligible Shareholder may also tender a part of their entitlement. Further, Eligible Shareholders of the Company also have the option of tendering additional equity shares (over and above their entitlement) and participate in the shortfall due to non-participation by some other Eligible Shareholders of the Company, if any.
- 12.9 The maximum tender under the Buyback by any Eligible Shareholder of the Company cannot exceed the number of equity shares held by such Eligible Shareholder of the Company as on the
- 12.10 The equity shares tendered as per the entitlement by the Eligible Shareholders of the Company as well as additional equity shares tendered, if any, will be accepted as per the procedure laid down in SEBI Buyback Regulations.
- 12.11 Detailed instructions for participation in the Buyback (tendering of equity shares in the Buyback) as well as the relevant time table will be included in the letter of offer which will be sent in due course to the Eligible Shareholders of the Company

PROCESS AND METHODOLOGY FOR BUYBACK:

- The Buyback is open to all Eligible Shareholders of the Company holding equity shares either in physical and/or electronic form as on the Record Date.
- The Buyback shall be implemented using the "Mechanism for acquisition of shares through Stock Exchange" vide the SEBI Circulars and following the procedure prescribed in the Companies Act and the SEBI Buyback Regulations and as may be determined by the Board and on such terms and conditions as may be permitted by law from time to time.
- 13.3 For implementation of the Buyback, the Company has appointed R.L.P Securities Private Limited as the registered broker of the Company (the "Company's Broker") to facilitate the process of tendering of equity shares through the stock exchange mechanism for the Buyback through whom the purchases and settlements on account of the Buyback would be made by the Company. The contact details of the Company's Broker are as follows

R.L.P. Securities Private Limited

(SEBI Read No. INZ 000166638)

402, Nirmal Towers, Dwarakapuri Colony, Punjagutta, Hyderabad, Telangana – 500 082. Tel No. +91 40 23352485; Fax: +91 40 23351238; Email: rlpsecurities@yahoo.com Contact Person: Mr.Ch.Varaparasad

Window") to facilitate placing of sell orders by Eligible Shareholders who wish to tender equity shares in the Buyback. For the purpose of this Buyback, BSE would be the Designated Stock Exchange. The details of the Acquisition Window will be as specified by BSE from time to time. 13.5 During the tendering period, the order for selling the equity shares will be placed in the Acquisition

The Company will request BSE to provide the separate acquisition window (the "Acquisition

- Window by Eligible Shareholders through their respective stock brokers ("Shareholder Broker") during normal trading hours of the secondary market. The Shareholder Broker can enter orders for demat shares as well as physical shares.
- 13.6 In the event Shareholder Broker(s) of any Eligible Shareholder is not registered with BSE as a trading member, then that Eligible Shareholder can approach any BSE registered stock broker and can register themselves by using quick unique client code (the "UCC") facility through that BSE registered stock broker (after submitting the details as may be required by such BSE registered stock broker in compliance with the applicable law). In case the Eligible Shareholders are unable to register using UCC facility through any other BSE registered stock broker then the Eligible Shareholder may approach Company's Broker to place their bids, subject to completion of know your customer requirements as required by the Company's Broker

- 13.7 Modification/cancellation of orders and multiple bids from a single Eligible Shareholder will only be allowed during the tendering period of the Buyback. Multiple bids made by a single Eligible Shareholder for selling equity shares shall be clubbed and considered as "one bid" for the purposes
- 13.8 The cumulative quantity tendered shall be made available on website of BSE i.e., throughout the trading session and will be updated at specific intervals during the tendering period.
- 13.9 Further, the Company will not accept equity shares tendered for Buyback which are under restraint order of the court/any other competent authority for transfer/sale and /or title in respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and the duplicate share certificates have not been issued either due to such request being under process as per the provisions of law or otherwise
- 13.10 The Buyback from the Eligible Shareholders who are residents outside India including foreign corporate bodies (including erstwhile overseas corporate bodies), foreign portfolio investors, nonresident Indians, members of foreign nationality, if any, shall be subject to the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any, Income Tax Act, 1961 and rules and regulations framed thereunder, as applicable, and also subject to the receipt/provision by such Eligible Shareholders of such approvals, if and to the extent necessary or required from concerned authorities including, but not limited to, approvals from the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any.
- 13.11 The reporting requirements for non-resident shareholders under Reserve Bank of India, Foreign Exchange Management Act, 1999, and any other rules, regulations, guidelines, for remittance of funds, shall be made by the Eliqible Shareholders and/or the Shareholder Broker through which the Eligible Shareholder places the bid

13.12 Procedure to be followed by Eligible Shareholders holding Equity shares in the dematerialized form:

- a. Eligible Shareholders who desire to tender their equity shares in dematerialized form under the Buyback would have to do so through their respective Shareholder Broker by indicating the details of equity shares they intend to tender under the Buyback.
- b. The Shareholder Broker would be required to place an order/bid on behalf of the Eligible Shareholders who wish to tender equity shares in the Buyback using the acquisition window of the BSE. For further details, Eligible Shareholders may refer to the circulars issued by the BSE and Indian Clearing Corporation Limited and the National Securities Clearing Corporation (collectively referred to as the "Clearing Corporations").
- c. The details and the settlement number under which the lien will be marked on the equity shares tendered for the Buyback will be provided in a separate circular to be issued by the BSE and/or the Clearing Corporation
- d. The lien shall be marked by the Shareholder Broker in demat account of the Eligible Shareholder for the shares tendered in tender offer. The details of shares marked as lien in the demat account of the Eligible Shareholders shall be provided by depositories to the Clearing Corporation. In case, the shareholders demat account is held with one depository and clearing member pool and Clearing Corporation Account is held with other depository, shares shall be blocked in the shareholders demat account during the tendering period. Inter depository tender offer (the "IDT") instructions shall be initialed by the shareholders at source depository to clearing member a Clearing Corporation account at target depository. Source depository shall block the shareholder's securities (i.e. transfers from free balance to blocked balance) and send IDT message to target depository for confirming creation of lien. Details of shares blocked in the shareholders demat account shall be provided by the target depository to the Clearing Corporations.
- e. For custodian participant orders for demat equity shares, early pay-in is mandatory prior to confirmation of order/bid by custodian. The custodian participant shall either confirm or reject the orders not later than the closing of trading hours on the last day of the tendering period. Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, order modification shall revoke the custodian confirmation and the revised order shall be sent to the custodian again for confirmation.
- f. Upon placing the bid, the Shareholder Broker shall provide a Transaction Registration Slip ("TRS") generated by the BSE Exchange Bidding System to the Eligible Shareholder. TRS will contain the details of order submitted like bid ID no., application no., DP ID, client ID, no. of equity shares tendered etc. In case of non-receipt of the completed tender form and other documents, but lien marked on equity shares and a valid bid in the exchange bidding system, the bid by such Eligible Shareholder shall be deemed to have been accepted.
- g. It is clarified that in case of dematerialized Equity Shares, submission of the tender form and TRS to the Registrar is not required. After the receipt of the demat equity shares by the Clearing Corporation and a valid bid in the exchange bidding system, the bid shall be deemed to have been accepted for Eligible Shareholders holding equity shares in demat form
- h. Eliqible Shareholders will have to ensure that they keep the depository participant (the "DP") account active and unblocked. Further, Eligible Shareholders will have to ensure that they keep the bank account attached with the DP account active and updated to receive credit remittance due to acceptance of Buyback of shares by the Company. In the event if any equity shares are tendered to Clearing Corporation, excess dematerialized equity shares or unaccepted dematerialized equity shares, if any, tendered by the Eligible Shareholders would be returned to them by Clearing Corporation. If the security transfer instruction is rejected in the depository system due to any issue then such securities will be transferred to the shareholder broker's depository pool account for onward transfer to the Eligible Shareholder. In case of custodian participant orders, excess dematerialized shares or unaccepted dematerialized shares, if any, will be refunded to the respective custodian depository pool account.
- i. Eligible Shareholders who have tendered their demat shares in the Buyback shall also provide all relevant documents, which are necessary to ensure transferability of the demat shares in respect of the tender form to be sent. Such documents may include (but not limited to): (a) duly attested power of attorney, if any person other than the Eligible Shareholder has signed the tender form: (b) duly attested death certificate and succession certificate/legal heirship certificate, in case any Eligible Shareholder is deceased, or court approved scheme of merger/amalgamation for a company; and (c) in case of companies, the necessary certified corporate authorizations (including board and/or general meeting resolution) etc.

13.13 Procedure to be followed by Eligible Shareholders holding Equity shares in the Physical form:

- a. Eligible Shareholders who are holding physical equity shares and intend to participate in the Buyback will be required to approach their Shareholder Broker along with the complete set of documents for verification procedures to be carried including (A) Tender Form duly signed by all Eligible Shareholders (in case shares are in joint names, in the same order in which they hold the shares), (B) original share certificate(s), (C) valid share transfer form(s)/Form SH-4 duly filled and signed by the transferors (i.e. by all registered Shareholders in the same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favour of the Company, (D) self-attested copy of PAN card(s) of all Eligible Shareholders, (E) any other relevant documents such as power of attorney, corporate authorization (including board resolution/specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder is deceased, etc., as applicable. In addition, if the address of the Eligible Shareholder has undergone a change from the address registered in the register of members of the Company, the Eligible Shareholder would be required to submit a self-attested copy of address proof consisting of any one of the following documents: valid Aadhaar card, voter identity card or passport.
- b. Based on these documents, the Shareholder Broker shall place the bid on behalf of the Eligible Shareholders holding equity shares in physical form who wish to tender equity shares in the Buyback using the acquisition window of the Designated Stock Exchange. Upon placing the bid. the Shareholder Brokershall provide a TRS generated by the exchange bidding system to the Eligible Shareholder. TRS will contain the details of order submitted like folio no., certificate no., distinctive no., no. of equity shares tendered etc
- c. The Eligible Shareholders / Shareholder's Broker has to deliver the original share certificate(s) and documents (as mentioned above) along with the TRS either by registered post or courier or hand delivery to the Registrar (at the address mentioned at paragraph 15 below) within 2 (two) days of bidding by the Shareholder Broker. The envelope should be super scribed as "Kayeri Seed Company Limited Buyback 2024". One copy of the TRS will be retained by Registrar to the Buyback and it will provide acknowledgement of the same to the Shareholder Broker/Eligible
- d. Eligible Shareholders holding physical equity shares should note that physical equity shares will not be accepted unless the complete set of documents are submitted. Acceptance of the physical equity shares for Buyback by the Company shall be subject to verification as per the SEBI Buyback Regulations and any further directions issued in this regard. The Registrar to the Buyback will verify such bids based on the documents submitted on a daily basis and till such verification, the Designated Stock Exchange shall display such bids as 'unconfirmed physical bids'. Once Registrar to the Buyback confirms the bids, they will be treated as 'confirmed bids'.
- e. In case any Eligible Shareholder has submitted equity shares in physical form for dematerialization, such Eligible Shareholders should ensure that the process of getting the equity shares dematerialized is completed well in time so that they can participate in the Buyback before the closure of the tendering period of the Buyback.
- f. An unregistered shareholder holding equity shares in physical form may also tender their equity shares in the Buyback by submitting the duly executed transfer deed for transfer of shares purchased prior to the Record Date, in their name, along with the offer form, copy of their PAN card and of the person from whom they have purchased shares and other relevant documents as

14. METHOD OF SETTLEMENT:

Upon finalization of the basis of acceptance as per SEBI Buyback Regulations:

- The settlement of trades shall be carried out in the manner similar to settlement of trades in the
- The Company will pay the consideration to the Company's Broker who will transfer the funds pertaining to the Buyback to the Clearing Corporation's bank accounts as per the prescribed schedule. For Equity Shares accepted under the Buyback, the Clearing Corporation will make direct funds payout to respective Eligible Shareholders. If Eligible Shareholders' bank account details are not available or if the funds transfer instruction is rejected by the Reserve Bank of India/an Eligible Shareholder's bank, due to any reason, then such funds will be transferred to the concerned Stock Broker's settlement bank account for onward transfer to such Eligible Shareholders
- For the Eligible Shareholders holding Equity Shares in physical form, the funds pay-out would be given to their respective Stock Broker's settlement accounts for releasing the same to the respective
- In case of certain client types, i.e., NRI, foreign clients, etc. (where there are specific RBI and other regulatory requirements pertaining to funds pay-out) who do not opt to settle through custodians, the funds pay-out would be given to their respective Stock Broker's settlement accounts for releasing the same to the respective Eligible Shareholder's account. For this purpose, the client type details would be collected from the depositories, whereas funds payout pertaining to the bids settled through custodians will be transferred to the settlement bank account of the custodian, each in accordance with the applicable mechanism prescribed by BSE and the Clearing Corporation from time to time.
- Details in respect of shareholder's entitlement for tender offer process will be provided to the Clearing Corporations by the Company or Registrar to the Buyback. On receipt of the same, Clearing Corporations will cancel the excess or unaccepted blocked shares in the demat account of the shareholder. On settlement date, all blocked shares mentioned in the accepted bid will be transferred to the Clearing Corporations.
- In the case of inter depository, Clearing Corporations will cancel the excess or unaccepted shares in target depository. Source depository will not be able to release the lien without a release of IDT message from target depository. Further, release of IDT message shall be sent by target depository either based on cancellation request received from Clearing Corporations or automatically generated after matching with bid accepted detail as received from the Company or the Registrar to the Buyback. Post receiving the IDT message from target depository, source Depository will cancel/ release excess or unaccepted block shares in the demat account of the shareholder. Post completion of tendering period and receiving the requisite details viz.. demat account details and accepted bid quantity, source depository shall debit the securities as per the communication/message received from target depository to the extent of accepted bid shares from shareholder's demat account and credit it to Clearing Corporation settlement account in target Depository on settlement date.

- 14.7 Any excess physical equity shares pursuant to proportionate acceptance/rejection will be returned back to the Eligible Shareholders directly by the Registrar. The Company is authorized to split the share certificate and issue a new consolidated share certificate for the unaccepted equity shares in case the equity shares accepted by the Company are less than the equity shares tendered in the Buyback by Equity Shareholders holding equity shares in the physical form.
- The lien marked against unaccepted equity shares will be released, if any, or would be returned by registered post or by ordinary post or courier (in case of physical shares) at the Eligible Shareholders' sole risk. Eligible Shareholders should ensure that their depository account is active till all formalities pertaining to the Buyback are completed.
- The Company's Broker would also issue a contract note to the Company for the equity shares accepted under the Buyback.
- 14.10 The Equity Shares bought back in demat form would be transferred directly to the demat account of the Company opened for the Buyback (the "Company Demat Account") provided it is indicated by the Company's Broker or it will be transferred by the Company's Broker to the Company Demat Account on receipt of the equity shares from the clearing and settlement mechanism of the Stock
- 14.11 Eligible Shareholders who intend to participate in the Buyback should consult their respective Stock Broker for any cost, applicable taxes, charges and expenses (including brokerage), stamp duty etc., that may be levied including by the Shareholder's Broker upon the Eligible Shareholders fo tendering equity shares in the Buyback (secondary market transaction). The Buyback consideration received by the Eligible Shareholders in respect of accepted equity shares could be net of such costs, applicable taxes, charges and expenses (including brokerage) and the Company accepts no responsibility to bear or pay such additional cost, charges and expenses (including brokerage and/or stamp duty) incurred solely by the Eligible Shareholders. The Shareholder's Brokers(s) would issue contract note and pay the consideration for the equity shares accepted under the Buyback.
- 14.12 The Equity Shares lying to the credit of the Company Demat Account and the equity shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the SEBI Buyback Regulations.

15. COMPANY SECRETARY & COMPLIANCE OFFICER:

The Company has appointed Sreelatha Vishnubhotla, Company Secretary as the compliance officer for the purpose of the Buyback ("Compliance Officer"). Investors may contact the Compliance Officer for any clarification or to address their grievances, if any, during office hours i.e. 10:00 a.m. to 5:00p.m. (IST) on any day except Saturday, Sunday and public holidays, at the following address:

Sreelatha Vishnubhotla, Company Secretary Kaveri Seed Company Limited

Regd. Office:513-B, 5th Floor, Minerva Complex, SD Road, Secunderabad 500 003 Telangana Tel. No.: Tel.: +91 40-49192345/55; Fax: +91-40-27811237, Email: cs@kaveriseeds.in | Website: www.kaveriseeds.in

INVESTOR SERVICE CENTRE AND REGISTRAR TO THE BUYBACK

In case of any query, the shareholders may also contact Bigshare Services Private Limited, the Registrar to the Buyback / Investor Service Centre for the purposes of the Buyback, on any day except Saturday and Sunday and public holiday between 10:00 a.m. to 5.30 p.m. (IST) at the following

Bigshare Services Private Limited

Office No S6-2, 6th Floor, Pinnacle Business Park. Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093, India Tel: +91 22 6263 8200: Facsimile: +91 22 6263 8299 Email: buybackoffer@bigshareonline.com Investor grievance email: investor@bigshareonline.com Contact Person: Mr. Jibu John Website: www.bigshareonline.com SEBI Registration Number: INR000001385

17. MANAGER TO THE BUYBACK

The Company has appointed the following as Merchant Banker to the Buyback:

BajajCapital

Bajaj Capital Limited

Mezzanine Floor, Bajaj House, 97, Nehru Place, New Delhi -110019, India **Tel No:** 011-41693000; 011-67000000 Contact Person: P. Balraj Email: info@bajajcapital.com Website: www.bajajcapital.com SEBI Registration Number: INM000010544

As per Regulation 24(i)(a) of the Buyback Regulations, the Board accepts responsibility for the information contained in this Public Announcement and for the information contained in all other advertisements, circulars, brochures, publicity materials etc. which may be issued in relation to the Buyback and confirm that the information in such documents contains and will contain true, factual and material information and does not and will not contain any misleading information.

For and on behalf of Board of Directors of kaveri seed company limited

G. V. Bhaskar Rao Chairman & Managing Director (DIN: 00892232)

C Mithunchand Whole Time Director (DIN: 00764906)

Sreelatha Vishnubhotla, Company Secretary & Compliance Officer Membership No. ACS10317

Date: February 12, 2024 Place: Secunderabad



हुए आयकर अधिनियम, 1961 के द्वितीय अनुसूची के नियम 2 के अन्तर्गत नोटिस) पंजाब नैशनल बैंक बनाम् पुष्पेंद्र चौधरी

सीडी. 1: पष्पेंद्र चौधरी पत्र श्री वीर सेन चौधरी. निवासील लाल कोठी के सामने. चन्द्र नगर सहारनपुर, उत्तर प्रदेश- 247001

यह सूचित करना है कि पीठासीन अधिकारी द्वारा पारित आदेशों के अनुपालन मे जारी किए गए रिकवरी प्रमाणपत्र के अनुसार, **ओए/277/2023** में **रू0 35,17,539** 43 (रू० पैंतीस लाख सत्रह हजार पांच सौ उनतालीस एवं तितालीस पैसे मात्र) के साथ-साथ पेंडेंट लाइट और दिनांक 13.06.2023 से भविष्य के ब्याज के साथ @10.85% प्रतिवर्ष साधारण ब्याज से लगने वाला ब्याज एवं अन्य खर्चे चुकता होने तक बकाया है और लागत **रू० 68.000.00** (अंडसट हजार रूपये मात्र) आपके (संयुक्त और व्यक्तिगत रूप से) विरूद्ध हो गए हैं।

2. आपको सुचना के प्राप्त होने के 15 दिनों के भीतर उपरोक्त राशि का भूगतान करे लिए निर्देश देता है, जिसमें असमर्थ रहने पर ऋण वसूली और दिवालियापन अधिनियम्, 1993 और नियम के अनुसार वसूली की जाएगी।

3. आपको यह आदेश दिया जाता है कि सुनवाई की अगली तारीख को या उससे पहले आपकी सम्पत्ति के विवरण को एक हलफनामे पर घोषित किया जाए।

4. आपको आगे कि कार्यवाही के लिए **दिनांक 16.02.2024** को सुबह 10.30 बजे अधोहरताक्षरी के सामने पेश होने का आदेश दिया जाता है। 5. उक्त धनराशि के अतिरिक्त आप निम्नलिखित के भूगतान के लिए भी उत्तरादायी

ए) इस प्रमाण पत्र / निष्पादन प्रक्रिया की सूचना के तुरंत बाद की अवधि हेतु देय ब्याज राशि सभी लागत, प्रभार और खर्चै। बी) इस सूचना को दिए जाने और इस प्रक्रिया में होने वाली सभी लागतें, प्रभार और

व्यय, जिसे देय राशि की वसूली हेतु प्रक्रिया में किया गया है। अधिकरण की मुहर एवं मेरे हरताक्षर से 01.12.2023 से जारी।

ऋण वसूली अधिकरण, देहरादून

खबरें जो बढाए आपकी तरक्की की रफ्तार SMS reachbs to **57575** or email order@bsmail.in **Business Standard** Insight Out

कब्चा सूचना (अचल संपत्ति हेत)

इंडियाबुल्स एसेट रिकंस्ट्रक्शन कंपनी लिमिटेड (इंडियाबुल्स एआरसी) प्राधिकृत अधिकारी होने के नाते सक्योरिटाइजेशन एंड रिकन्स्टक्शन ऑफ फायनांशियल असेटस एंड एन्फोर्समेन्ट ऑफ सिक्योरीटी इंटरेस्ट एक्ट, 2002 के अंतर्गत और नियम 3 के साथ धारा 13(12) के साथ सिक्योरीटी इंटरेस्ट (एन्फोर्समेन्ट) रूल्स, <mark>2002</mark> के साथ पढ़ते हुए प्राप्त अधिकारों का उपयोग करके कर्जदार **देवेन्द्र कुमार प्रॉपराइटर** <mark>जी.डी.कम्प्युटर्स और सरोज मौर्या</mark> को 22.05.2021 की सूचना में वर्णन के अनुसार कर्ज खाता नं D005OXVIII-1 (आइएचएफएल का पहले लोन खाता नं.HHLDMT00361465) की राशि रू.26,87,160/- (रुपए छब्बीस लाख सत्तासी हजार एक सौ साठ मात्र) और 18.05.2021 वे अनुसार उस पर ब्याज उक्त सूचना की प्राप्ती की तारीख से स्पष्ट **60** दिनों के भीतर चुकता करने का आवाहन करते हुए अभियाचना सूचना जारी की थी । पहले **आइएचएफएल ने** दिनांक **31.03.2021** के असाइनमेंट करार द्वारा **इंडियाबुल्स एआरसी-XVIII के ट्रस्ट के ट्रस्टी** के रूप में **इंडियाबुल्स एसेट रिकंस्ट्रक्शन कंपनी लिमिटेड** के पक्ष में उपरोक्त सभी ऋणो के अधिकार, शिर्षक और इन्ट्रेस्ट को सोंपा गया है। इसके अलावा **इंडियाबुल्स एआरसी-XVIII के ट्रस्ट के ट्रस्टी** के रूप में **इंडियाबुल्स एसेट** रिकंस्टक्शन कंपनी लिमिटेड ने दिनांक 30.11.2021 के असाइनमेंट करार द्वारा एसेटस केअर एन्ड रिकंस्ट्रेक्शन एंटरप्राइज लिमिटेड (एसीआरई) के पक्ष में उपरोक्त सभी ऋणो के अधिकार, शिर्षक और इन्ट्रेस्ट को सोंपा गया है और कर्ज खाता नं.D005OXVIII-1 जिसे एसीआरई की पुस्तक में पुन: क्रमांकित

धनराशि चुकता करने में कर्जदारों के असफल रहने पर एतत्तद्वारा कर्जदार और सर्व सामान्य जनता को सूचना दी जाती है कि, अधोहस्ताक्षरी ने उक्त कानून की धारा 13 की उप धारा 4 के साथ उक्त कानून के नियम 8 के तहत सिक्योरीटी ईन्ट्रेस्ट (एन्फोर्समेन्ट) रूल्स, 2002 के तहत प्राप्त अधिकारों का कार्यान्वयन करके 08.02.2024 को संपत्ति पर **सांकेतिक आधिपत्य** कर लिया है। विशेषतः कर्जदारों और सामान्यतः जनता को एततदारा संम्पति के साथ सौदा नहीं करने के लिए सावधान किया जाता है और संपत्ति के साथ कोई भी सौदा राशि रू.26.87.160/- (रुपए छब्बीस लाख सत्तासी हजार एक सौ साठ मात्र) 18.05.2021 के अनसार और उस पर ब्याज के साथ एसेटस केअर एन्ड रिकंस्टक्शन एंटरपादज लिमिटेड के आधीन होगा उधारकर्ताओं का ध्यान अधिनियम की धारा 13 की उप - धारा (8) के अन्तर्गत

संपति / संपत्तियों को मुक्त कराने के लिए उपलब्ध समय की ओर आमंत्रित किया जाता है।

अचल संपत्ति का विवरण फ्लैट नं.1902, टाईप 2 बीएचके, टॉवर-बी, उन्नीसवीं मंजिल, जिसका सुपर एरिया लगभग 94.76 स्के.मी.(1020 स्के.फीट) और कवर्ड एरिया लगभग 67.63 स्के.मी. (725 स्के.फीट) ला सोलारा पर स्थित, प्लॉट नं.जीएच-04बी, सेक्टर -16, ग्रेटर नोएडा (पश्चिम), गौतम बुद्ध प्राधिकृत अधिकारी

एसेट्स केअर एन्ड रिकंस्ट्रक्शन एंटरप्राइज लिमिटेड (102-ट्रस्ट)

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निजी ट्रीटी माध्यम से बिक्री की सूचना

वित्तीय आस्तियों के प्रतिभूतिकरण एवं पुनर्निर्माण और प्रतिभूति हित प्रवर्तन अधिनियम, 2002 के तहत प्रत्याभूत परिसंपत्तियों की बिक्री – (नियम 8(6) के तहत सूचना) होम फर्स्ट फाइनेंस कंपनी इंडिया लिमिटेड (होम फर्स्ट) के अधोहस्ताक्षरी प्राधिकत अधिकारी ने उपर्यक्त अधिनयम की धारा 13(4) के अनसार आपके द्वारा हमें देय बकाया राशि के संबंध में अनसचित संपत्ति का कब्जा ले लिया है। कपया नीचे उल्लिखित तारीख के नोटिस का संदर्भ लें जिसमें हमने सूचित किया था कि हमने यथाउल्लिखित आरक्षित मूल्य निर्धारित कर नीलामी सूचना उल्लिखित समाचार पत्र में प्रकाशित कर दी है। नीलामी यथाउल्लिखित तारीख को होना निर्धारित थी। यह नीलामी किसी भी बोलीकार के न होने

सर्व साधारण को सूचित किया जाता है कि अनुसूची में यथाल्लिखित प्रत्याभूत संपत्ति(याँ) कंपनी की बकाया राशि वसूली के लिए सहमत शतों पर "जो है, जहाँ" और "जहाँ है जैसी भी है" आधार पर निजी ट्रीटी माध्यम से बिक्री के लिए उपलब्ध हैं।

परिसंपत्तियाँ देयताओं को चुकता करने के लिए बिक्री की जायेंगी। यह सूचना उपर्युक्त अधिनियम या प्रभावी अन्य किसी विधि के तहत कंपनी के पास उपलब्ध अन्य किसी अधिकार के प्रति बिना किसी पवांग्रह के हैं। इच्छुक पार्टियाँ अधिक विवरण/स्पष्टीकरण तथा अपने प्रस्ताव जमा करने के लिए प्राधिकृत अधिकारी को संपर्क कर सकते हैं। बिक्री सरफासी अधिनियम/नियमों के प्रावधानों के अनसार होगी।

अतः उपर्युक्त अधिनियम और इसके नियमों के प्रावधानों के अनुसार हम अनुसूची में उल्लिखित परिसंपत्तियों को वापस लेने हेतु कंपनी की बकाया राशि इस सूचना की तारीख से 15 दिनों के अंदर भुगतान करने के लिए यह सूचना आपको जारी करते हैं, अन्यथा

| 3 | | खाते / जमानतियों के नाम | संपत्ति/संपत्ति मालिक का विवरण | बकाया राशि मांग सूचना की तारीख को (रु. में) | बिक्री सूचना की तारीख | समाचार पत्र का नाम | ई—नीलामी की तिथि | आरक्षित मूल्य (रु. में) | प्राधिकृत अधिकारी का नंबर |
|---|-----|----------------------------------|---|---|-----------------------------|---|---------------------|-------------------------------|---------------------------------|
| | GX. | उत्तम कुमार राय, नुस्मिता राय | रो हाऊस नं.— खसरा नं. 635, मौजा चंडयान, तहसील— गदरपुर, जिला ऊधम सिंह नगर, गदरपुर, उत्तराखंड—263152 | 15,47,910 | 12-01-2024 | बिज़नेस स्टैंडर्ड (अंग्रेजी + हिंदी) | 12-02-2024 | 18,60,000 | 8218738406 |
| | 100 | ारेन्द्र कुमार, गवना | प्लॉट नं. 33, खसरा नं. 969, गाँव अछेजा, परगना और तहसील दादरी, जिला गौतम बुद्ध नगर, उत्तर प्रदेश–203207 | 8,99,704 | 12-01-2024 | बिज़नेस स्टैंडर्ड (अंग्रेजी + हिंदी) | 12-02-2024 | 11,85,425 | 9958116419 |
| 3 | | नंतोष सैनी, ्जा सैनी | प्लॉट नं. 14, स्कीम श्री गोपाल नगर— फर्स्ट, गाँव— कलवाड़ा, तहसील— सांगानेर, जयपुर, राजस्थान—303904 | 10,76,741 | 12-01-2024 | बिज़नेस स्टैंडर्ड (अंग्रेजी + हिंदी) | 12-02-2024 | 14,87,346 | 9001270926 |
| | | 83 | सरफासी अधिनियम, 2002 वं | तहत सांविधिक 15 वि | देनी बिक्री सूच | ना | | | , |

कर्जदार/जमानतियों को एतदद्वारा मांग सूचना में उल्लिखित राशि को अद्यतन ब्याज व सहायक व्ययों के साथ इस नोटिस की तारीख से 15 दिन पूर्व भुगतान करने के लिए अधिसूचित किया जाता है, अन्यथा संपत्ति की नीलामी/बिक्री की जायेगी और बकाया देय, यदि कोई हों, की ब्याज व लागत सहित वसूली की जायेगी।

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अलमोंडज ग्लोबल सिक्योरिटीज लिमिटेड

CIN: L74899DL1994PLC059839 UN: L/4699DL1994FLCU59659 पंजीकृत कार्यालयः एफ-33/3, ओखला ओखोमिक क्षेत्र, फेज-2, नई दिल्ली-110020 फोन: 011-43500700, फेक्स: 011-43500735

31 दिसम्बर 2023 को समाप्त तिमाही / नौमाही के लिए समेकित अनंकेक्षित वित्तीय परिणामों का उद्धरण

| | | | | | ₹9 | पये लाखों में |
|--|------------|--------------|------------|------------|-------------|---------------|
| | 7 | समाप्त तिमाई | डी | समाप्त | समाप्त वर्ष | |
| विवरण | दिसम्बर | सितम्बर | दिसम्बर | दिसम्बर | दिसम्बर | मार्च |
| 1447-1 | 31, 2023 | 30, 2023 | 31, 2022 | 31, 2023 | 31, 2022 | 31, 2023 |
| | अनंकेक्षित | अनंकेक्षित | अनंकेक्षित | अनंकेक्षित | अनंकेक्षित | अंकेक्षित |
| प्रचालनों से कुल आय | 3,013 | 2,322 | 1,896 | 7,088 | 4,938 | 7,601 |
| अवधि के लिए शुद्ध लाम/(हानि) (कर, अपवादात्मक और असाधारण मदों से पहले) | 312 | 359 | 243 | 874 | 391 | 575 |
| कर से पहले अवधि के लिए शुद्ध लाम/(हानि) (अपवादात्मक और असाधारण मदों के बाद) | 1,887 | 359 | 243 | 2,449 | 391 | 575 |
| कर के बाद अवधि के लिए शुद्ध लाम/(हानि) (अपवादात्मक और/या असाधारण मदों के बाद, अल्पसंख्यक ब्याज और सहयोगी कंपनियों में लाम/(हानि) का हिस्सा) | 1,984 | 448 | 406 | 2,808 | 1,175 | 1,578 |
| अवधि के लिए कुल व्यापक आय (अवधि के लिए लाम/(हानि) (कर के बाद) और अन्य व्यापक आय शामिल)) | 2,013 | 433 | 403 | 2,851 | 1,185 | 1,579 |
| इक्विटी शेयर पूंजी | 1,609 | 1,609 | 1,553 | 1,609 | 1,553 | 1,553 |
| रिजव्सं (बैलेंस शीट में दिखाए गए पुनर्मूल्यांकन रिजर्व को छोड़कर) | | | | | | 19,454 |
| प्रति शेयर आय (असाधारण मदों से पहले) (प्रत्येक रू 6/–) | | | | | | |
| (ए) बेसिक | 7.24 | 1.63 | 1.57 | 10.24 | 4.54 | 6.10 |
| (बी) डायल्यूटिड | 7.12 | 1.61 | 1.49 | 10.08 | 4.32 | 5.80 |
| प्रति शेयर आय (असाघारण मदों के बाद) (प्रत्येक रू 6/—) | | | | | | |
| (ए) बेसिक | 7.24 | 1.63 | 1.57 | 10.24 | 4.54 | 6.10 |
| (बी) डायल्यूटिड | 7.12 | 1.61 | 1.49 | 10.08 | 4.32 | 5.80 |

स्टैंडअलोन वित्तीय परिणामों की प्रमुख संख्या

| | समाप्त तिमाही | | | समाप्त नौमाही | | समाप्त वर्ष |
|--|---------------|------------|------------|---------------|------------|-------------|
| विवरण | दिसम्बर | सितम्बर | दिसम्बर | दिसम्बर | दिसम्बर | मार्च |
| | 31, 2023 | 30, 2023 | 31, 2022 | 31, 2023 | 31, 2022 | 31, 2023 |
| | अनंकेक्षित | अनंकेक्षित | अनंकेक्षित | अनंकेक्षित | अनंकेक्षित | अंकेक्षित |
| प्रचालनों से कुल आय | 826 | 703 | 635 | 2,089 | 1,740 | 2,651 |
| कर से पहले सामान्य गतिविधियों से लाभ | 135 | 192 | 183 | 381 | 322 | 402 |
| कर के बाद सामान्य गतिविधियों से लाभ | 1,716 | 197 | 138 | 1,943 | 276 | 323 |
| अवधि के लिए कुल व्यापक आय (अवधि के लिए लाभ/(हानि) (कर के बाद) और अन्य व्यापक आय | | | | | | |
| शामिल)) | 1,737 | 179 | 137 | 1,970 | 292 | 328 |

स्थानः नर्ड दिल्ली

तिथिः 12 फरवरी, 2024

कंपनी (भारतीय लेखा मानक) नियम, 2015 के नियम 3 और कंपनी (भारतीय लेखा मानक) संशोधन नियम, 2016 के साथ पठित कंपनी अधिनियम, 2013 की घारा 133 के तहत वितीय परिणाम को निर्घारित इंड एएस के अनुसार तैयार किये गए हैं।

- सेबी (सूचीयन बाध्यताएं एवं प्रकटन आवश्यकताएं) विनियमावली, 2015 के विनियम 33 के अनुसार, स्टॉक एक्सबेंजों के साथ दर्ज की गई, उपरोक्त 31 दिसम्बर, 2023 को समाप्त तिमाही / नौमाही के लिए अनंकेक्षित वित्तीय परिणामों का विस्तृत प्रारूप का एक उद्धरण है। 31 दिसम्बर, 2023 को समाप्त तिमाही / नौमाही के लिए वित्तीय परिणामों का सम्पूर्ण प्रारूप कंपनी की वेबसाइट यानि www.almondzglobal.com और स्टॉक एक्सचेंज की वेबसाइट यानि www.bseindia.com और www.nseindia.com पर उपलब्ध है।
- 31 दिसम्बर 2023 को समाप्त तिमाही / नौमाही के लिए समेकित अनंकेक्षित वित्तीय परिणामों में दो सहयोगियों से संबंधित आंकडे मैसर्स प्रीमियर अल्कोबेव प्राइवेट लिमिटेड और मैसर्स अलमोंड्ज इनसॉल्वेंसी रेजोल्यूशन सर्विसेज प्राइवेट लिमिटेड।

बोर्ड के लिए और उनकी ओर से अलगोंडज ग्लोबल सिक्योरिटीज लिमिटेड हस्ता /-

> नवजीत सिंह सोबती प्रबंध निदेशक DIN: 00008393

हस्ता./- प्राधिकृत अधिकारी, होम फर्स्ट फाइनेंस कंपनी इंडिया लिमिटेड

Corporate Identity Number (CIN): L01120TG1986PLC006728

Registered Office: 513-B, 5th Floor, Minerva Complex, SD Road, Secunderabad – 500003, Telangana Tel: +91 40-49192345 / 55 | Fax: +91-40-27811237 | Email Id: cs@kaveriseeds.in | Website: www.kaveriseeds.in

Contact Person: Ms. Sreelatha Vishnubhotla, Company Secretary & Compliance Officer

kaveri seeds

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF KAVERI SEED COMPANY LIMITED ("THE COMPANY" OR "KSCL") FOR THE BUYBACK OF EQUITY SHARES ON A PROPORTIONATE BASIS THROUGH TENDER OFFER UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED

This public announcement (the "Public Announcement") is being made in relation to the Buyback of Equity Shares (as defined below) of the Company from the shareholders/beneficial owners of the Company through the tender offer route using the stock exchange mechanism, pursuant to Regulation 7(i) and other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (including any statutory modification(s), amendment(s) or re-enactments from time to time) ("Buyback Regulations") along with the requisite disclosures as specified in Schedule II of the Buyback Regulations read with Schedule I of the Buyback Regulations read with the SEBI circular CIR/ CFD/POLICYCELL/1/2015 dated April 13, 2015, read with SEBI circular CFD/DCR2/CIR/P/2016/131 dated December 9, 2016 and SEBI circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 including any further amendments thereof.

OFFER TO BUYBACK NOT EXCEEDING 44,82,758 (FORTY FOUR LAKHS EIGHTY TWO THOUSAND SEVEN HUNDRED AND FIFTY EIGHT ONLY) FULLY PAID-UP EQUITY SHARES HAVING A FACE VALUE OF ₹2/- (INDIAN RUPEES TWO ONLY) EACH OF THE COMPANY ("EQUITY SHARES") AT A PRICE OF ₹725/- (INDIAN RUPEES SEVEN HUNDRED AND TWENTY FIVE ONLY) PER EQUITY SHARE, PAYABLE IN CASH, ON A PROPORTIONATE BASIS FROM ALL THE EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF THE COMPANY THROUGH THE TENDER OFFER ROUTE USING THE STOCK EXCHANGE MECHANISM.

Certain figures contained in this Public Announcement, including financial information, have been subject to rounding-off adjustments. All decimals have been rounded off to 2 (two) decimal points. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row.

1. DETAILS OF THE BUYBACK OFFER AND BUYBACK OFFER PRICE

- 1.1 The Board of Directors of the Company (hereinafter referred to as the "Board", which expression includes any committee constituted by the Board to exercise its powers) at its meeting held on Friday, January 05, 2024 ("Board Meeting Date") has, subject to approval of the shareholders of the Company by way of a special resolution through postal ballot, and subject to approvals of statutory, regulatory or governmental authorities, lenders as may be required under applicable laws, approved the buyback of its Equity Shares from the shareholders of the Company, not exceeding 44,82,758 (Forty Four Lakhs Eighty Two Thousand Seven Hundred And Fifty Eight only) Equity Shares (representing 8.01% of the of the total number of Equity Shares in the total paid-up Equity Share capital of the Company, as on March 31, 2023) at a price of ₹725/- (Indian Rupees Seven Hundred And Twenty Five only) per Equity Share ("Buyback Price") payable in cash, for an aggregate maximum amount not exceeding ₹3,25,00,00,000 (Indian Rupees Three Hundred and Twenty Five Crores only), excluding any expenses incurred or to be incurred for the buyback viz. brokerage, costs, fees, turnover charges, taxes such as tax on buyback, securities transaction tax and goods and services tax (if any), stamp duty, printing and dispatch expenses, if any, filing fees to SEBI and any other Appropriate Authorities stock exchange charges, advisor/ legal fees, public announcement publication expenses and other incidental and related expenses and charges ("Transaction Costs") which represents 23.79% and 23.31% of the aggregate of the Company's fully paid up equity share capital and free reserves as per the latest Standalone and Consolidated Audited Financial Statement of the Company for the financial year ended March 31, 2023 (which is within the limit of 25% of the aggregate of the fully paid up equity share capital and free reserves of the Company) on a proportionate basis through the Tender Offer route through Stock Exchange Mechanism ("Tender Offer") as prescribed under the SEBI Buyback Regulations, from all the shareholders / beneficial owners who hold equity shares as on the Record Date i.e. Friday, February 23, 2024 ("Eligible Shareholders").
- 1.2 In accordance with Section 68(2)(b) of the Act, the Board had sought the approval of the shareholders of the Company by way of a special resolution since the Buyback Size is more than 10% of the total paid-up equity share capital and free reserves of the Company. The shareholders of the Company approved the Buyback, by way of special resolution, through postal ballot, pursuant to the postal ballot notice dated January 05, 2024 (hereinafter referred to as the "Notice", which expression includes the explanatory statement laying out the terms and conditions with respect to the Buyback) the results of which were announced on Friday, February 09, 2024. In terms of Regulation 5(via) of the Buyback Regulations, the Board may, till one working day prior to the Record Date, increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back, such that there is no change in the Buyback Size.
- 1.3 The Buyback is pursuant to Article 75 of the Articles of Association of the Company, Sections 68, 69, 70 and all other applicable provisions, if any, of the Act and the relevant rules made thereunder including the Share Capital and Debentures Rules, and Management Rules, to the extent applicable, the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"), the Buyback Regulations, subject to such other approvals, permissions, and sanctions and exemptions of Securities and Exchange Board of India ("SEBI"), Reserve Bank of India ("RBI"), Registrar of Companies, Hyderabad ("ROC"), BSE Limited ("BSE"), National Stock Exchange of India Limited ("NSE") (together, the "Stock Exchanges") and/or other authorities, institutions or bodies, (together with SEBI, RBI and ROC, the "Appropriate Authorities"), as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions, sanctions and exemptions, which
- 1.4 The Equity Shares are listed on the Stock Exchanges. The Buyback shall be undertaken on a ("Eligible Shareholders") through the tender offer process prescribed under Regulation 4(iv)(a) of the Buyback Regulations and shall be implemented using the "Mechanism for acquisition of shares through Stock Exchange pursuant to Tender-Offers under Takeovers. Buy Back and Delisting notified by SEBI vide circular CIR/CFD/ POLICYCELL/1/2015 dated April 13, 2015, read with SEBI circular CFD/ DCR2/CIR/P/2016/131 dated December 9, 2016, SEBI circular SEBI/HO/ CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 and such other circulars or notifications, as may be applicable, including any amendment or statutory modifications for the time being in force ("SEBI Buyback Circulars"). In this regard, the Company has requested to National Stock Exchange of India Limited to provide the acquisition window for facilitating tendering of Equity Shares under the Buyback. For the purposes of this Buyback, BSE will be the designated stock exchange ("Designated Stock
- 1.5 The maximum amount required for the Buyback will not exceed ₹325,00,00,000/- (Indian Rupees Three Hundred and Twenty Five Crores Only) excluding the Transaction Costs, being 23.79% and 23.31% of the total of the fully paid-up equity share capital and free reserves as per the latest audited standalone and consolidated financial statements of the Company, as on March 31, 2023, respectively, which does not exceed 25% of the aggregate of the total paid-up capital and free reserves of the Company as per latest audited standalone and consolidated financials of the Company as on March 31, 2023. Further, under the Act and Buyback Regulations, the number of Equity Shares that can be bought back in any financial year cannot exceed 25% of the total paid-up equity capital of the Company in that financial year. Since the Company proposes to Buyback not exceeding 44,82,758 Equity Shares, representing 8.01% of the total issued and paid-up share capital of the Company as per audited financial statements as of March 31, 2023, the same is within the aforesaid 25% limit.
- 1.6 Participation in the Buyback by Eligible Shareholders may trigger tax on distributed income to such Eligible Shareholders ("Buyback Tax") in India and such Buyback Tax is to be discharged by the Company, Any income received by Eligible Shareholders pursuant to the Buyback of shares will not be included in the total taxable income of such shareholders. The transaction of Buyback would also be chargeable to securities transaction tax in India. In due course, the Eligible Shareholders will receive a letter of offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, the Eligible Shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the Buyback.
- 1.7 The Buyback will not result in any benefit to the Promoter and Promoter Group and Directors of the Company except to the extent of the cash consideration received by them pursuant to their respective participation in the Buyback in their capacity as equity shareholders of the Company, and the change in their shareholding as per the response received in the Buyback, as a result of the extinguishment of Equity Shares which will lead to reduction in the equity share capital of the Company post Buyback.
- 1.8 A copy of this Public Announcement is available on the website of the Company at www.kaveriseeds.in, the website of the Manager to the Buyback at www.bajajcapital.com and is expected to be available on the websites of SEBI at www.sebi.gov.in during the period of buyback and on the websites of the Stock Exchanges at www.nseindia.com and www.bseindia.com during the period of the Buyback.
- 2. NECESSITY FOR THE BUYBACK AND DETAILS THEREOF

The Buyback is being undertaken by the Company after taking into account the operational and strategic cash requirements of the Company in the medium term and for returning surplus funds to the members in an effective and efficient manner. The Buyback is being undertaken for the following

- The Buyback will help the Company to distribute surplus cash to its members holding Equity Shares thereby enhancing the overall return for them;
- The Buyback, which is being implemented through the tender offer route as prescribed under the Buyback Regulations, would involve a reservation of up to 15% of the Equity Shares, which the Company proposes to buyback, for small shareholders or the actual number of Equity Shares entitled as per the shareholding of small shareholders on the Record Date, whichever is higher. The Company believes that this reservation for small shareholders would benefit a significant number of the Company's public shareholders, who would be classified as "Small Shareholders";
- The Buyback is generally expected to improve return on equity through distribution of cash and improve earnings per share by reduction in the equity base of the Company, thereby leading to long term increase in shareholders' value; and
- The Buyback gives an option to the Eligible Shareholders (as defined below) to either (A) participate in the Buyback and receive cash in lieu of their Equity Shares which are accepted under the Buyback, or (B) not to participate in the Buyback and get a resultant increase in their percentage shareholding in the Company post the Buyback, without additional investment

- MAXIMUM AMOUNT OF FUNDS REQUIRED FOR THE BUYBACK, ITS PERCENTAGE OF THE TOTAL PAID UP CAPITAL AND FREE RESERVES AND SOURCES OF FUNDS FROM WHICH **BUYBACK WOULD BE FINANCED**
- 3.1. The maximum amount required for Buyback will not exceed ₹325,00,00,000/- (Indian Rupees Three Hundred and Twenty Five Crores only) (excluding Transaction Costs).
- 3.2. The maximum amount mentioned aforesaid is 23.79% and 23.31% of the aggregate of the fully paid-up equity share capital and free reserves as per the latest audited standalone and consolidated financial statements of the Company, as on March 31, 2023 respectively, which does not exceed 25% of the aggregate of the fully paid-up equity share capital and free reserves of the Company as per latest audited standalone and consolidated financials of the Company as on March 31, 2023.
- 3.3. The funds for the implementation of the proposed Buyback will be sourced out of free reserves of the Company (retained earnings) and/or such other source as may be permitted by the Buyback
- 3.4. The Company shall transfer from its free reserves, a sum equal to the nominal value of the Equity Shares so bought to the Capital Redemption Reserve Account and details of such transfer shall be disclosed in its subsequent audited financial statements
- 3.5. The borrowed funds from banks and financial institutions, if any, will not be used for the purpose of the Buyback.

4. BUYBACK PRICE AND THE BASIS OF ARRIVING AT BUYBACK PRICE

- 4.1. The Equity Shares of the Company are proposed to be bought back at a price of ₹725/- (Indian Rupees Seven Hundred and Twenty Five only) per share ("Buyback Price").
- 4.2. The Buyback Price has been arrived at after considering various factors including, but not limited to the trends in the volume weighted average prices and closing price of the Equity Shares on the Stock Exchanges where the Equity Shares of the Company are listed.
- 4.3. The Buyback Price represents:
 - premium of 18.28% and 18.34% over the closing price of the Equity Shares on the BSE and the NSE respectively, as on the Intimation Date (i.e. December 30, 2023 being the trading holiday), we have considered the closing price on December 29, 2023 i.e., One day prior to the date of
 - premium of 9.41% and 9.43% over the closing price of the Equity Share on BSE and NSE, as on January 05, 2024, being the Board Meeting Date.

The closing market price of the Equity Shares as on the Intimation Date was ₹612.95/- and ₹612.60/and as on the Board Meeting Date was ₹662.60/- and ₹662.55/- on BSE and NSE, respectively. The Company confirms that as required under Section 68(2)(d) of the Act, the ratio of the aggregate of secured and unsecured debts owed by the Company will be not more than twice the paid-up share capital and free reserves both on the basis of audited standalone and audited consolidated financial statements as on March 31, 2023 after the Buyback

In accordance with Regulation 5(via) of the Buyback Regulations, the Board/Buyback Committee may increase the maximum Buyback price and decrease the number of Equity Shares proposed to be bought back provided that there is no change in the Buyback Offer Size, till one working day prior to the Record Date fixed for the purpose of Buyback

MAXIMUM NUMBER OF SECURITIES THAT THE COMPANY PROPOSES TO BUYBACK

The Company proposes to buy back not exceeding 44,82,758 (Forty Four lakhs Eighty Two Thousand Seven Hundred Fifty Eight) Fully paid up Equity Shares of face value of ₹2/- (Indian Rupees Two only) each representing 8.01% of the total issued and paid-up equity share capital of the Company as per the audited financial statements as of March 31, 2023.

- DETAILS OF PROMOTERS, MEMBERS OF THE PROMOTER GROUP, PERSONS IN CONTROL AND DIRECTORS OF PROMOTERS AND MEMBERS OF THE PROMOTER GROUP SHAREHOLDING AND OTHER DETAILS
- 6.1. The aggregate shareholding in the Company of the (i) promoter and promoter group of the Company and persons in control (ii) Directors of companies which are a part of the Promoter and Promoter Group and (iii) Directors and Key Managerial Personnel of the Company as on the date of the Board Meeting and the Postal Ballot Notice i.e., January 05, 2024.
 - The aggregate shareholding of the Promoters, members of the Promoter Group and of persons who are in control of the Company, as on the date of Board Meeting and the Postal Ballot Notice i.e., January 05, 2024, are as follows:-

| Sr. No. | Name of Promoter / Promoter Group | No. of Equity Shares held | Shareholding Percentage (%) |
|------------|---|------------------------------|-----------------------------------|
| 1 | Gundavaram Venkata Bhaskar Rao | 53,58,530 | 9.58 |
| 2 | Vanaja Devi Gundavaram | 23,57,318 | 4.22 |
| 3 | Pawan Gundavaram | 22,28,876 | 3.99 |
| 4 | Vamsheedhar Chennamaneni | 9,76,587 | 1.75 |
| 5 | Mithun Chand Chennamaneni | 8,57,344 | 1.53 |
| 6 | G.V. Bhaskar Rao, Trustee of Pawan Private Trust | 1,08,59,244 | 19.42 |
| 7 | G.V. Bhaskar Rao, Trustee of Madhushree Private Trust | 1,08,59,244 | 19.42 |
| | Total | 3,34,97,143 | 59.91 |

- Aggregate shareholding of the Directors of companies who are a part of the Promoter and Promoter Group as on the date of the Board Meeting and the Postal Ballot Notice i.e.,
- Except as disclosed below, none of the Directors and Key Managerial Personnel ("KMPs") of the Company hold any Equity Shares in the Company, as on the date of Board Meeting and the Postal Ballot Notice i.e. January 05, 2024:-

| S. No. | Name of the Directors / KMPs | Designation | Number of Equity Shares | % shareholding |
|-----------|-----------------------------------|-----------------------------------|----------------------------|-------------------|
| 1 | Gundavaram Venkata Bhaskar Rao | Chairman and Managing Director | 53,58,530 | 9.58 |
| 2 | Vanaja Devi Gundavaram | Whole-Time Director | 23,57,318 | 4.22 |
| 3 | Pawan Gundavaram | Whole-Time Director | 22,28,876 | 3.99 |
| 4 | Vamsheedhar Chennamaneni | Whole-Time Director | 9,76,587 | 1.75 |
| 5 | Mithun Chand Chennamaneni | Whole-Time Director | 8,57,344 | 1.53 |
| 6 | Dr. S. Raghuvardha Reddy | Independent Director | - | |
| 7 | Dr. Purushotam Kalakala | Independent Director | 2 | 12 |
| 8 | Dr. Syed Mohammed Ilyas | Independent Director | - | |
| 9 | M. Chaya Ratan | Independent Director | - | |
| 10 | Prof. R.R.Hanchinal | Independent Director | - | |
| 11 | Venkata Chalapathi Reddy Kuppam | Chief Financial Officer | 12,000 | 0.02 |
| 12 | Sreelatha Vishnubhotla | Company Secretary | - | |
| | TOTAL | | 1,17,90,655 | 21.09 |

- Aggregate shares purchased or sold by the Promoter and Promoter Group, persons in control, Directors of companies which are a part of the Promoter and Promoter Group and Directors and Key Managerial Personnel of the Company during a period of six months preceding the date of the Board Meeting at which the Buyback was approved and the Postal Ballot Notice i.e., January 05, 2024:
- (i) Aggregate number of shares purchased or sold by the Promoter and Promoter Group and persons who are in control: Nil
- Aggregate shares purchased or sold by the Directors of companies which are part of the Promoter and Promoter Group: Nil
- (iii) Aggregate shares purchased or sold by the Directors and Key Managerial Personnel of the

INTENTION OF THE PROMOTERS, MEMBERS OF THE PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO TENDER THEIR EQUITY SHARES IN THE BUYBACK

7.1 In terms of the SEBI Buyback Regulations, under the tender offer route, the Promoter and Promoter Group have an option to participate in the Buyback. In this regard, the promoter and promoter group have expressed their intention, vide their letters dated January 05, 2024 to participate in the Buyback and offer up to their respective shareholding as on the Record Date or such number of shares based on their entitlement, as required in compliance with the SEBI Buyback Regulation.

Please see below the maximum number of Equity Shares intended to be tendered by each of the Promoter and Promoter Group:

| Sr. No. | Name of the Promoter / Promoter Group | Maximum Number of Equity Shares intended to be offered in the Buyback |
|------------|---------------------------------------|---|
| 1. | Gundavaram Venkata Bhaskar Rao | 3,79,913 |
| 2. | Vanaja Devi Gundavaram | 1,67,130 |
| 3. | Pawan Gundavaram | 1,58,024 |
| 4. | Vamsheedhar Chennamaneni | 69,238 |

| Total | | 23,74,901 |
|-------|---|-----------|
| 7. | G.V. Bhaskar Rao, Trustee of Madhushree Private Trust | 7,69,906 |
| 6. | G.V. Bhaskar Rao, Trustee of Pawan Private Trust | 7,69,906 |
| 5. | Mithun Chand Chennamaneni | 60,784 |

The details of the date and price of acquisition of the Equity Shares that the Promoters intend to tender are set out below:

| Date | e No. of Shares | Nature of Transaction | Nominal Value (In ₹) | Issue Price / Transfer Price (In ₹) | Cumulative No. Shares | |
|---------------|--------------------|--|-------------------------|---|-----------------------------|--|
| 27.08.1986 | 100 | Subscription to Memorandum | 1,000 | 10.00 | 100 | |
| 26.02.1991 | 12,400 | Allotment | 1,24,000 | 10.00 | 12,500 | |
| 29.03.1996 | 44,000 | Allotment | 4,40,000 | 10.00 | 56,500 | |
| 27.06.2005 | 3,90,000 | Allotment | 39,00,000 | 10.00 | 4,46,500 | |
| 23.06.2006 | 6,50,000 | Allotment | 65,00,000 | 10.00 | 10,96,500 | |
| 26.07.2006 | 1,43,500 | Purchase | 14,35,000 | 50.00 | 12,40,000 | |
| 29.07.2006 | (3,00,000) | Sale | 30,00,000 | 50.00 | 9,40,000 | |
| 01.08.2006 | (71,000) | Sale | 7,10,000 | 50.00 | 8,69,000 | |
| 01.08.2006 | (5,79,000) | Sale | 57,90,000 | 10.00 | 2,90,000 | |
| 04.08.2006 | 2,90,000 | Bonus | 29,00,000 | NA | 5,80,000 | |
| 20.09.2006 | 5,80,000 | Rights | 58,00,000 | 10.00 | 11,60,000 | |
| 20.09.2006 | 1,70,400 | Acquisition of Agritek | 17,04,000 | NA | 13,30,400 | |
| 20.09.2006 | (82,400) | Gift to C.Vamsheedhar and C.Mithunchand | 8,24,000 | NA | 12,48,000 | |
| 12.08.2009 | 45,852 | Market Purchase | 4,58,520 | 229.17 | 12,93,852 | |
| 22.08.2009 | 43,401 | Market Purchase | 4,34,010 | 214.89 | 13,37,253 | |
| 09.09.2009 | 21,145 | Market Purchase | 2,11,450 | 220.80 | 13,58,398 | |
| 22.09.2009 | 48,000 | Market Purchase | 4,80,000 | 222.62 | 14,06,398 | |
| 26.03.2011 | (50,000) | Gift | 5,00,000 | NA | 13,56,398 | |
| 26.03.2011 | (50,000) | Gift | 5,00,000 | NA | 13,06,398 | |
| 13.07.2012 | (50,000) | Gift | 5,00,000 | NA | 12,56,398 | |
| 13.07.2012 | (50,000) | Gift | 5,00,000 | NA | 12,06,398 | |
| Split of Each | | of ₹10 each into Five | | of ₹2 Each | 60,31,990 | |
| 03.08.2017 | (2,26,255) | Buyback of Shares | 4,52,510 | 675.00 | 58,05,73 | |
| 12.09.2018 | (2,29,319) | Buyback of Shares | 4,58,638 | 675.00 | 55,76,416 | |
| 21.01.2020 | (217,886) | Buyback of Shares | 4,81,004 | 700.00 | 53,58,530 | |

| Date | No. of Shares | Nature of transaction | Nominal Value (In ₹) | Issue Price / Transfer Price (In ₹) | Cumulative No. Shares |
|---------------|-------------------|--|-------------------------|---|--------------------------|
| 27.08.1986 | 100 | Subscription to Memorandum | 1,000 | 10.00 | 100 |
| 26.02.1991 | 8,900 | Allotment | 89,000 | 10.00 | 9,000 |
| 29.03.1996 | 30,000 | Allotment | 3,00,000 | 10.00 | 39,000 |
| 27.06.2005 | 5,95,000 | Allotment | 59,50,000 | 10.00 | 6,34,000 |
| 26.07.2006 | (97,000) | Sale | 9,70,000 | 50.00 | 5,37,000 |
| 04.08.2006 | 5,37,000 | Bonus issue | 53,70,000 | NA | 10,74,000 |
| 20.09.2006 | 10,74,000 | Rights | 1,07,40,000 | 10.00 | 21,48,000 |
| 20.09.2006 | 74,600 | Acquisition of Agritek | 7,46,000 | NA | 22,22,600 |
| Split of Each | n equity share of | ₹10 each into Five equit | ty shares of ₹2 | Each | 1,11,13,000 |
| 09.07.2014 | (31,62,552) | Market sale | 63,25,104 | 836.15 | 79,50,448 |
| 03.11.2014 | 73,20,000 | Gift | 1,46,40,000 | NA | 1,52,70,448 |
| 24.08.2015 | 4,19,865 | Market purchase | 8,39,730 | 426.63 | 1,56,90,313 |
| 26.08.2015 | 84,737 | Market purchase | 1,69,474 | 472.31 | 1,57,75,050 |
| 03.08.2017 | (5,91,709) | Buyback of Shares | 11,83,418 | 675.00 | 1,51,83,341 |
| 12.09.2018 | (5,99,723) | Buyback of Shares | 11,99,446 | 675.00 | 1,45,83,618 |
| 21.01.2020 | (569,826) | Buyback of Shares | 11,39,652 | 700.00 | 1,40,13,792 |
| 24.03.2020 | 11,626 | Market purchase | 23,252 | 294.58 | 1,40,25,418 |
| 25.03.2020 | 23,458 | Market purchase | 46,916 | 318.96 | 1,40,48,876 |
| 27.03.2020 | 30,868 | Market purchase | 61,736 | 330.27 | 1,40,79,744 |
| 31.03.2020 | 10,413 | Market purchase | 20,826 | 331.29 | 1,40,90,157 |
| 19.04.2021 | (1,17,32,839) | Inter se transfer between the Promoters | 2,34,65,678 | | 23,57,318 |

| Pawan Gunda | avaram | | | | | |
|-------------------|------------------|--------------------------|-------------------------|--|--------------------------|--|
| Date | No. of Shares | Nature of Transaction | Nominal Value (In ₹) | Issue Price / Transfer Price (In ₹) | Cumulative No. Shares | |
| 26.02.1991 | 2,000 | Allotment | 20,000 | 10.00 | 2,000 | |
| 29.03.1996 | 12,500 | Allotment | 1,25,000 | 10.00 | 14,500 | |
| 27.06.2005 99,000 | | Allotment | 9,90,000 | 10.00 | 1,13,500 | |
| 26.07.2006 | (14,500) | Sale | 1,45,000 | 50.00 | 99,000 | |
| 04.08.2006 | 99,000 | Bonus issue | 9,90,000 | NA | 1,98,000 | |
| 20.09.2006 | 1,98,000 | Rights | 19,80,000 | 10.00 | 3,96,000 | |
| 20.09.2006 | 1,05,800 | Acquisition of Agritek | 10,58,000 | NA | 5,01,800 | |
| Split of Each | equity share | of ₹10 each into Five ed | uity shares of | ₹2 Each | 25,09,000 | |
| 03.08.2017 | (94,110) | Buyback of Shares | 1,88,220 | 675.00 | 24,14,890 | |
| 12.09.2018 | (95,385) | Buyback of Shares | 1,90,770 | 675.00 | 23,19,505 | |
| 21.01.2020 | (90,629) | Buyback of Shares | 1,81,258 | 700.00 | 22,28,876 | |

| Date | No. of Shares | Nature of Transaction | Nominal Value (In ₹) | Issue Price / Transfer Price (In ₹) | Cumulative No. Shares | |
|-------------------|--|---|----------------------------|---|--------------------------|--|
| 20.09.2006 | 77,600 | Acquisition of Agritek | 7,76,000 | NA | 77,600 | |
| 20.09.2009 | 22,400 | Gift from Gundavaram Venkata Bhaskar Rao | 2,24,000 | NA | 1,00,000 | |
| 03.05.2010 | 2,060 | Off Market Purchase | 20,600 | 300.00 | 1,02,060 | |
| 02.04.2011 | 44,135 | Market Purchase | 4,41,350 | 386.60 | 1,46,195 | |
| 26.07.2011 | 6,000 | Off Market Purchase | 60,000 | 330.00 | 1,52,195 | |
| 26.03.2011 50,000 | | Gift From Gundavaram Venkata Bhaskar Rao | 5,00,000 | NA | 2,02,195 | |
| 13.10.2011 | 57,138 | 57,138 Market Purchase | | 440.72 | 2,59,333 | |
| 13.07.2012 50,000 | | Gift From Gundavaram Venkata Bhaskar Rao | 5,00,000 | NA | 3,09,333 | |
| 07.03.2013 5,000 | | Market Purchase | 50,000 | 1,355.00 | 3,14,333 | |
| 22.07.2013 | (39,682) | Market sale | 3,9,6820 | 1,590.00 | 2,74,651 | |
| Split of Each e | quity share of | ₹10 each into Five equity | shares of ₹ | 2 Each | 13,73,255 | |
| 10.06.2014 | (50,000) | Market sale | 1,00,000 | 658.93 | 13,23,255 | |
| 23.06.2015 | (2,23,935) | Market sale | 4,47,870 | 806.70 | 10,99,320 | |
| 03.08.2017 | 3.08.2017 (41,233) Buyback of Shares 82,466 675.00 | | 675.00 | 10,58,087 | | |
| 12.09.2018 | .09.2018 (41,792) Buyback of Shares 83,584 675.00 | | | | | |
| 21.01.2020 | (39,708) | Buyback of Shares | 79,416 | 700.00 | 9,76,587 | |

| Mithunchan | d Chennama | aneni | | | | |
|--|------------------|---|----------------------------|---|--------------------------|--|
| Date | No. of Shares | Nature of Transaction | Nominal Value (In ₹) | Issue Price / Transfer Price (In ₹) | Cumulative No. Shares | |
| 26.07.2006 4,000 Gift received from Raghupathi Rao Rangineni | | 40,000 | NA | 4,000 | | |
| 04.08.2006 | 4,000 | Bonus | 40,000 | NA | 8,000 | |
| 20.09.2006 | 8,000 | Rights | 80,000 | 10.00 | 16,000 | |
| 20.09.2006 | 60,000 | Gift received from Gundavaram Venkata Bhaskar Rao | 6,00,000 NA | | 76,000 | |
| 10.12.2009 | 3,000 | Market Purchase | 30,000 | 211.31 | 79,000 | |
| 03.05.2010 | 1,175 | Market purchase | 11,750 | 300.00 | 80,175 | |
| 02.04.2011 | 22,614 | Market purchase | 2,26,140 | 333.57 | 1,02,789 | |
| 26.07.2011 6,500 Market purchase | | 65,000 | 330.00 | 1,09,289 | | |
| 13.10.2011 | 5,200 | Market purchase | 52,000 | 479.00 | 1,14,489 | |
| 26.03.2011 | 50,000 | Gift from Gundavaram Venkata Bhaskar Rao | 5,00,000 | NA | 1,64,489 | |
| 19.01.2012 60,000 | | Market purchase | 6,00,000 | 474.00 | 2,24,489 | |
| 13.07.2012 50,000 | | Gift from Gundavaram Venkata Bhaskar Rao | 5,00,000 | NA | 2,74,489 | |
| 28.01.2013 | 70,800 | Market purchase | 7,08,000 | 1402.00 | 3,45,289 | |
| 07.03.2013 | (2,512) | Market sale | 25,120 | 1295.00 | 3,42,777 | |
| 28.03.2013 | (1,553) | Market sale | 15,530 | 1198.00 | 3,41,224 | |
| 02.08.2013 | (22,245) | Market sale | 2,22,450 | 1534.64 | 3,18,979 | |
| Split of Eac | h equity sha | re of ₹10 each into Five e | quity shares | of ₹2 Each | 15,94,895 | |
| 10.06.2014 | (6,66,000) | Market sale | 13,32,000 | 654.00 | 9,28,895 | |
| 12.09.2018 | (36,690) | Buyback of Shares | 73,380 | 675.00 | 8,92,205 | |
| 21.01.2020 | (34,861) | Buyback of Shares | 69,722 | 700.00 | 8,57,344 | |

| Madhushree Private Trust | | | | | | | | |
|--------------------------|------------------|---|----------------------------|---|---------------------------------|--|--|--|
| Date | No. of Shares | Nature of Transaction | Nominal Value (In ₹) | Issue Price / Transfer Price (In ₹) | Cumulative No. Equity Shares | | | |
| April 19, 2021* | 1,08,59,244 | Inter se transfer between the Promoters | 21,718,488 | | 1,08,59,244 | | | |

*Vide SEBI Order no: WTM/SKM/CFD/12/2021-22 dated April 19, 2021 and WTM/SM/CFD/5/2022-2023 dated November 30, 2022 respectively, 1,08,59,244 Equity Shares were transferred to Madhushree Private Trust from Vanaja devi Gunadavaram (8,73,595 Equity Shares) and Venkata HUF (99,85,649 Equity Shares)

| Date | No. of Shares | Nature of Transaction | Nominal Value (In ₹) | Issue Price / Transfer Price (In ₹) | Cumulative No. Shares |
|--------------------|------------------|--|-------------------------|---|-----------------------------|
| April 19, 2021* | 1,08,59,244 | Inter se transfer between the Promoters | 21,718,488 | - | 1,08,59,244 |

* Vide SEBI Order no: WTM/SKM/CFD/12/2021-22 dated April 19, 2021 and WTM/SM/CFD/5/2022-2023 dated November 30, 2022 respectively, 1,08,59,244 Equity Shares were transferred to Pawan Private Trust from Vanaja devi Gundavaram (1,08,59,244 Equity Shares)

8. NO DEFAULTS

The Company confirms that there are no defaults subsisting in the repayment of deposits, interest payment thereon, redemption of debentures or payment of interest thereon or redemption of preference shares or payment of dividend due to any shareholder, or repayment of any term loans or interest payable thereon to any financial institution or banking company. In case any such default has ceased to subsist, a period of more than three years has lapsed

CONFIRMATION BY THE BOARD OF DIRECTORS OF THE COMPANY

As required by clause (x) of Schedule I in accordance with Regulation 5(iv)(b) of the Buyback Regulations, the Board hereby confirms that it has made a full enquiry into the affairs and prospects of the Company and has formed an opinion that:

- immediately following the board meeting, being January 05, 2024 ("Board Resolution") and the date on which the results of shareholders' resolution passed by way of postal ballot was declared "Shareholder Resolution") approving Buyback offer, there will be no grounds on which the Company can be found unable to pay its debts;
- as regards the Company's prospects for the year immediately following date of the Board Resolution as well as the date of the Shareholder Resolution, having regard to Board's intentions with respect to the management of the Company's business during that year and to the amount and character of the financial resources which will, in the Board's view be, available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of 1 (one) year from the date of the Shareholder Resolution; and
- (iii) that in forming the aforesaid opinion, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Act or the Insolvency and Bankruptcy Code, 2016 (to the extent notified).

CONFIRMATIONS FROM THE COMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE ACT

- 10.1. All the Equity Shares of the Company are fully paid up;
- 10.2. The Company, as per provisions of Section 68(8) of the Act, shall not make further issue of the same kind of Equity Shares or other specified securities including allotment of new equity shares under clause (a) of sub-section (1) of Section 62 or other specified securities within a period of 6 (six) months after the completion of the Buyback except by way of bonus shares or Equity Shares issued to discharge subsisting obligations such as conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into Equity Shares;
- The Company shall not raise further capital for a period of 1 (one) year from the expiry of the Buyback, i.e. the date on which the payment of consideration to shareholders who have accepted the Buyback offer is made except in discharge of subsisting obligations;
- 10.4. The Company shall not issue any shares or other securities from the date of the shareholders resolution (including by way of bonus issue or convert any outstanding employee stock options/ outstanding instruments into Equity Shares) till the expiry of the period of Buyback i.e., date on which the payment of consideration to shareholders who have accepted the offer of Buyback is made in accordance with the Act and the Buyback Regulations;
- 10.5. The Company shall not buyback locked-in Equity Shares and non-transferable Equity Shares till the pendency of the lock-in or till the Equity Shares become transferable;
- 10.6. The Company shall transfer from its free reserves a sum equal to the nominal value of the Equity Shares purchased through the Buyback to the Capital Redemption Reserve Account and the details of such transfer shall be disclosed in its subsequent audited financial statements
- 10.7. The Company shall not directly or indirectly purchase its Equity Shares through any subsidiary company including its own subsidiary companies, if any or through any investment company or group of investment companies;
- 10.8. The Company shall not buyback its Equity Shares or other specified securities from any person through negotiated deal whether on or off the stock exchanges or through spot transactions or through any private arrangement in the implementation of the Buyback;
- 10.9. There are no defaults (either in past or subsisting) in the repayment of deposits, interest payment thereon, redemption of debentures or payment of interest thereon or redemption of preference shares or payment of dividend due to any shareholder, or repayment of any term loans or interest payable thereon to any financial institution or banking company; In case any such default has ceased to subsist, a period of more than three years has lapsed;
- 10.10. The Company has been in compliance with Sections 92, 123, 127 and 129 of the Act;
- 10.11. The funds borrowed from banks and financial institutions will not be used for the Buyback
- 10.12. The aggregate maximum amount of the Buyback i.e., ₹325,00,00,000/- (Indian Rupees Three Hundred and Twenty Five Crores only) does not exceed 25% of the total paid-up capital and free reserves based on both audited standalone or consolidated financial statements of the Company whichever sets out a lower amount as on March 31, 2023:
- 10.13. The maximum number of Equity Shares proposed to be purchased under the Buyback (not exceeding 44,82,758 Equity Shares), does not exceed 25% of the total number of Equity Shares in the existing total paid-up Equity Share capital of the Company as on March 31, 2023;
- 10.14. The Company shall not make any offer of buyback within a period of 1 (one) year reckoned from the expiry of the Buyback period i.e. date on which the payment of consideration to shareholders who have accepted the buyback offer is made in accordance with the Act and the Buyback Regulations; and the Company has not undertaken a Buyback of any of its securities during the period of 1(one) year immediately preceding the date of the board meeting;
- 10.15. There is no pendency of any scheme of amalgamation or compromise or arrangement pursuant to the provisions of the Act involving the Company, as on date;
- 10.16. The ratio of the aggregate of secured and unsecured debts owed by the Company after the Buyback shall not be more than twice the paid-up share capital and free reserves based on both, audited standalone and consolidated financial statements of the Company as on March 31, 2023;
- 10.17. The Buyback shall be completed within a period of 1 (one) year from the date of passing of special resolution by way of postal ballot;
- 10.18. The Company shall not withdraw the Buyback offer after the Public Announcement of the offer of the Buyback is made, except where any event or restriction may render Company unable to effect
- 10.19. The Buyback would be subject to the condition of maintaining minimum public shareholding requirements as specified in Regulation 38 of the Listing Regulations;
- 10.20. That the Company shall not allow buy back of its shares unless the consequent reduction of its share capital is affected
- 10.21. The Company is not undertaking the Buyback to delist its Equity Shares or any other specified securities from the NSE and BSE:
- 10.22 The Company shall comply with the statutory and regulatory timelines in respect of the buyback in such manner as prescribed under the Act and/or the Buyback Regulations and any other applicable laws;
- 10.23. The Company shall not undertake the Buyback unless it has obtained prior consents of its lenders, in case of breach of any covenant with such lenders. The Company confirms that the covenants with lenders are not being breached pursuant to the Buyback;

10.24. Consideration of the Equity Shares bought back by the Company will be paid only by way of cash;

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- 10.25. The Equity Shares bought back by the Company will be extinguished and physically destroyed in the manner prescribed under the Buyback Regulations and the Act; and
- 10.26. The information pertaining to the Company as may be set out in the Public Announcement, etter of Offer any corrigenda and all offer documents with respect to the Buyback shall be true, fair and adequate information in all material aspects and shall not contain any misleading information.

11. REPORT BY THE COMPANY'S STATUTORY AUDITOR

Report addressed to the Board of Directors by the Company's Auditors on the permissible Capital payment and the opinion formed by directors regarding insolvency

The text of the Report dated January 05, 2024, by the Statutory Auditors of the Company addressed to the Board is reproduced below

Quote

The Board of Directors

Kaveri Seed Company Limited

513-B, 5th Floor, Minerva Complex SD Road, Secunderabad 500 003 Telangana

Dear Sirs/Madam.

Statutory Auditor's Report in respect of proposed buyback of equity shares by Kaveri Seed Company Limited (the "Company") pursuant to the requirements of the Companies Act, 2013 (the "Act") and Clause (xi) of Schedule I of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (the "SEBI Buyback Regulations") and Sections 68 to 70 of the Companies Act, 2013 (as amended) read with Rule 17 of the Companies (Share Capital and Debentures) Rules, 2014

- This report is issued in accordance with the terms of our engagement letter dated 30 December, 2023.
- The Board of Directors of Kaveri Seed Company Limited ("the Company") have approved a proposed buy-back of equity shares at its meeting held on 05 January 2024 (subject to shareholders approval), in pursuance of the provisions of section 68, 69 and 70 of the Companies Act, 2013 and the SEBI **Buyback Regulations**
- The proposal of the Company to buy back its equity shares in pursuance of the provisions of Section 68 and 70 of the Companies Act, 2013 (the "Act") and Clause (xi) of Schedule I of Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, as amended has been approved by the Board of Directors of the Company in their meeting held on 05 January 2024 (hereinafter referred to as the "Board Meeting"). The proposal for buyback is subject to the approval of the shareholders of the Company. The Company has prepared the attached "Statement of determination of the amount of permissible capital payment for proposed buyback of equity shares" (the "Statement") which we have initialed for identification purposes only. The Statement contains the computation of amount of permissible capital payment towards the buyback of equity shares in accordance with the requirements of section 68(2)(c) of the Companies Act and regulation 4(i) of the SEBI Buyback Regulations, based on the latest audited standalone and consolidated financial statements of the Company for the year ended 31 March 2023.

Management's Responsibility for the Statement

- The preparation of the Statement in accordance with proviso (i) & (ii) of Section 68(2)(b) of the Companies Act, 2013 and the compliance with the SEBI Buyback Regulations, is the responsibility of the Management of the Company, including the computation of the amount of the permissible capital payment (including premium), the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the
- The Board of Directors is also responsible to make a full inquiry into the affairs and prospects of the Company and to form an opinion on reasonable grounds that the Company will be able to pay its debts from the date of Board meeting or date of declaration of results of the postal ballot for special resolution by the shareholders at which the proposal for buy-back was approved and will not be rendered insolvent within a period of one year from the date on which the results of the shareholders' resolution in which the buy-back was approved was declared (hereinafter referred to as ("the date of Approval") with regards to the proposed buyback and in forming the opinion, it has taken into the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Act or the Insolvency and Bankruptcy Code 2016. Further, a declaration is required to be signed by at least two directors of the Company in this respect in accordance with the requirements of the section 68 (6) of the Act and the SEBI Buyback Regulations

Auditors' Responsibility

- Pursuant to the requirements of the SEBI Buyback Regulations, it is our responsibility to provide reasonable assurance
 - whether we have inquired into the state of affairs of the Company in relation to the audited standalone and consolidated financial statements as at and for the year ended 31 March 2023.
 - the amount of permissible capital payment as stated in Annexure A, has been properly determined considering the audited standalone and consolidated financial statements for the year ended 31 March 2023 in accordance Section 68(2)(c) of the Act and Regulation 4(i) of the Buyback Regulations.
- the Board of Directors in their meeting held on 05 January, 2024, have formed the opinion as specified in clause (x) of Schedule I to the SEBI Buyback Regulations, on reasonable grounds and that the Company, having regard to its state of affairs, will not be rendered insolvent within a period of one year from the date of approval.
- A reasonable assurance engagement involves performing procedures to obtain sufficient appropriate evidence on the criteria mention in paragraph 6 above. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated with the report. We have performed the following procedures in relation to the Statement:
 - We have inquired into the state of affairs of the Company in relation to its audited standalone and consolidated financial statements as at and for the year ended 31 March 2023;
- Examined authorization for buyback from the Articles of Association of the Company:
- Examined that the amount of permissible capital payment for the buyback as detailed in
- Annexure A in accordance with the requirements of section 68(2) (c) of the Act, based on the audited standalone and consolidated financial statements of the Company as at and for the year
- iv. Examined that the ratio of debt (secured and unsecured) owned by the Company, if any, is not more than twice the capital and its free reserve after such buyback based and consolidated financials of the Company as at and for the year ended 31 March 2023;
- v. Examined that all shares for buy-back are fully paid-up;
- Read the resolutions passed in the meetings of the Board of Directors;
- vii. Obtained required explanations and representations from management; and
- viii. Examined the Board of Directors' declaration for the purpose of buyback and solvency of the The audited standalone and consolidated audited financial statements, referred to in paragraph 5
- above, have been audited by us, on which we have issued unmodified audit opinion vide our report dated 23 May 2023. Our audit of these financial statements was conducted in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India (the 'ICAI'). Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.
- We conducted our examination of the Statement in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes (Revised 2016), issued by the Institute of Chartered Accountants of India (the "Guidance Note") and Standards on Auditing specified under Section 143(10) of the Act, in so far as applicable for the purpose of this certificate. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
- 10. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements, issued by the ICAI. Further our examination did not extend to any other parts and aspects of a legal or proprietary nature in the aforesaid Buyback.

- 11. Based on our examination as stated above and the representation, information and explanations given
 - We have inquired into the state of affairs of the Company in relation to its audited standalone and consolidated financial statements as at and for the year ended 31 March, 2023 which have been approved by the Board of Directors of the Company on 23 May, 2023.
 - The amount of permissible capital payment towards the proposed buyback of equity shares as computed in the Statement attached herewith, as Annexure A, in our view has been properly determined in accordance with Section 68(2)(c) of the Act and the SEBI Buyback Regulations based on the audited financial statements for the year ended 31st March, 2023. The amounts of share capital and free reserves have been extracted from the audited standalone and Consolidated financial statements of the Company as at and for the year ended 31st March, 2023.
 - iii. The Board of Directors of the Company, at their meeting held on 05 January 2024 have formed their opinion as specified in clause (x) of Schedule I to the Buyback Regulations, on reasonable grounds and that the Company having regard to its state of affairs, will not be rendered insolvent (as defined in management responsibility above) within a period of one year from the date of the approval; and
 - iv. We are not aware of anything to indicate that the opinion expressed by the Directors in the declaration as to any of the matters mentioned therein is unreasonable in the circumstances as at the date of declaration.

Restriction on Use

- 12. Our work was performed solely to assist you in meeting your responsibilities in relation to your compliance with the provisions of section 68 and other applicable provisions of the Act read with rule 17 of the Companies (Share Capital and Debentures) Rules, 2014 (as amended) and the SEBI Buyback Regulations, pursuant to the proposed buyback of equity shares. Our obligations in respect of this report are entirely separate, and our responsibility and liability are in no way changed by, any other role we may have as auditors of the Company or otherwise. Nothing in this report, nor anything said or done in the course of or in connection with the services that are the subject of this report, will extend any duty of care we may have in our capacity as statutory auditors of the Company.
- 13. This report has been issued at the request of the Company solely for use of the Company (i) in connection with the proposed buyback of equity shares of the Company as mentioned in paragraph 2 above, (ii) to enable the Board of Directors of the Company to include in the public announcement and other documents pertaining to buyback to be filed with (a) the Registrar of Companies, Securities and Exchange Board of India, stock exchanges, and any other regulatory authority as per applicable

law; and (b) the Central Depository Services (India) Limited, National Securities Depository Limited; and (c) can be shared with the Merchant Bankers in connection with the proposed buyback of equity shares of the Company for onward submission to relevant authorities in pursuance to the provisions of Section 68 and other applicable provisions of the Act and the Buyback Regulations, and may not be suitable for any other purpose. This report should not be used for any other purpose without our prior written consent. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing

for M. Bhaskara Rao & Co. Chartered Accountants

Firm Registration No: 000459S

K.S. Mahidha Partner

Membership No.220881 UDIN: 24220881BKCRGD6016 Hyderabad, 05 January 2024

Annexure A - Statement of permissible capital payment (including Premium)

Computation of amount of permissible capital payment for the buy-back of equity shares in accordance with the proviso (i) & (ii) of Section 68(2)(b) of the Companies Act, 2013 and Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 based on audited standalone & consolidated financial statements as at and for the year ended 31 March 2023.

Amount (Rs. In Lakhs)

| Particulars | Standalone | Consolidated |
|--|-------------|--------------|
| Paid up equity share capital as on 31 March 2023 (A) | 1,118.44 | 1,118.44 |
| Free Reserves as on March 31, 2023 | 1,110.44 | 1,110.44 |
| Securities Premium Account | | - |
| General Reserves | 1,000.00 | 1,002.00 |
| Retained Earnings | 134,489.72 | 137,309.51 |
| Total Free Reserves (B) | 1,35,489.72 | 1,38,311.51 |
| Total paid up capital and free reserves (A+B) | 1,36,608.16 | 1,39,429.95 |
| Maximum amount permissible towards buyback of equity shares in accordance with Section 68(2)(b) of the Companies Act, 2013 (25% of the Paid-up equity capital and free reserves) | 34,152.04 | 34,857.49 |
| Amount approved by the Board of Directors for buy-back in the meeting held on 05 January 2024 approving buyback, subject to approval of shareholders | 32500.00 | 32500.00 |
| Buy back size as a percentage of total paid-up Equity Share Capital and free reserves | 23.79% | 23.31% |

Note: The amount of paid up equity share capital and free reserves as at 31 March 2023 have been extracted from the annual audited standalone and consolidated financial statements of the Company as at and for the year ended 31 March 2023.

For Kaveri Seed Company Limited

C. Mithun Chand Whole Time Director

Hyderabad, 05 January 2024

Statement referred to in our certificate of even date

for M. Bhaskara Rao & Co. Chartered Accountants

Firm Registration No.000459S

K.S. Mahidhar Partner Membership No.220881

Hyderabad, 05 January 2024

12. RECORD DATE AND SHAREHOLDER'S ENTITLEMENT:

- As required under 9(i) of the SEBI Buyback Regulations, the Company has fixed Friday, February 23, 2024 as the record date (the "Record Date") for the purpose of determining the entitlement and the names of the shareholders holding equity shares of the Company who will be Eligible Shareholders to participate in the Buyback. Eligible Shareholders will receive a letter of offer along with a Tender / Offer form indicating their entitlement
- 12.2 As required under the SEBI Buyback Regulations, the dispatch of the letter of offer shall be through electronic mode in accordance with the provisions of the Companies Act within two (2) working days from the Record Date. If the Company receives a request from any Eligible Shareholder to receive a copy of the letter of offer in physical form, the same shall be provided
- The equity shares to be bought back as a part of this Buyback Offer is divided into two categories:
 - · Reserved category for Small Shareholders; and
- General category for all other shareholders 12.4 As defined in Regulation 2(i)(n) of the SEBI Buyback Regulations, a "Small Shareholder" is a shareholder who holds equity shares having market value, on the basis of closing price of shares on BSE being the Stock Exchange having highest trading volume as on the Record Date, of not more than ₹2,00,000/- (Rupees Two Lakhs Only).
- In accordance with Regulation 6 of the SEBI Buyback Regulations, 15% of the number of equity shares which the Company proposes to buyback or number of equity shares entitled as per the shareholding of small shareholders as on the Record Date, whichever is higher, shall be reserved for the small shareholders as part of this Buyback
- Based on the holding as on the Record Date, the Company will determine the entitlement of each Eligible Shareholder to tender their shares in the Buyback. This entitlement for each Eligible Shareholder will be calculated based on the number of equity shares held by the respective shareholder as on the Record Date and the ratio of Buyback applicable in the category to which such shareholder belongs. In accordance with Regulation 9(ix) of the SEBI Buyback Regulations, in order to ensure that the same shareholder with multiple demat accounts / folios does not receive a higher entitlement under the Small Shareholder category, the Company proposes to club together the equity shares held by such shareholders with a common Permanent Account Number ("PAN") for determining the category (Small Shareholder or General) and entitlement under the Buyback. In case of joint shareholding, the Company will club together the equity shares held in cases where the sequence of the PANs of the joint shareholders is identical. In case of physical shareholders, where the sequence of PANs is identical and where the PANs of all joint shareholders are not available, the Company will check the sequence of the names of the joint holders and club together the equity shares held in such cases where the sequence of the PANs and name of joint shareholders are identical. The shareholding of institutional investors like mutual funds, pension funds / trusts, insurance companies etc., with common PAN will not be clubbed together for determining the category and will be considered separately, where these equity shares are held for different schemes and have a different demat account nomenclature based on information prepared by the Registrar and Transfer Agent as per the shareholder records received from the Depositories.
- 12.7 After accepting equity shares tendered on the basis of entitlement, the equity shares left to be bought back, if any in one category shall first be accepted, in proportion to the equity shares tendered over and above the entitlement in the offer by the Eligible Shareholders in that category and thereafter from Eligible Shareholders who have tendered over and above their entitlement in other category.
- The Eligible Shareholders participation in the Buyback shall be voluntary. Eligible Shareholders of the Company can choose to participate, in part or in full and get cash in lieu of equity shares to be accepted under the Buyback or they may choose not to participate. The Eligible Shareholder may also tender a part of their entitlement. Further, Eligible Shareholders of the Company also have the option of tendering additional equity shares (over and above their entitlement) and participate in the shortfall due to non-participation by some other Eligible Shareholders of the Company, if any.
- 12.9 The maximum tender under the Buyback by any Eligible Shareholder of the Company cannot exceed the number of equity shares held by such Eligible Shareholder of the Company as on the
- 12.10 The equity shares tendered as per the entitlement by the Eligible Shareholders of the Company as well as additional equity shares tendered, if any, will be accepted as per the procedure laid down in SEBI Buyback Regulations.
- 12.11 Detailed instructions for participation in the Buyback (tendering of equity shares in the Buyback) as well as the relevant time table will be included in the letter of offer which will be sent in due course to the Eligible Shareholders of the Company.

PROCESS AND METHODOLOGY FOR BUYBACK:

- 13.1 The Buyback is open to all Eligible Shareholders of the Company holding equity shares either in physical and/or electronic form as on the Record Date.
- The Buyback shall be implemented using the "Mechanism for acquisition of shares through Stock Exchange" vide the SEBI Circulars and following the procedure prescribed in the Companies Act and the SEBI Buyback Regulations and as may be determined by the Board and on such terms and conditions as may be permitted by law from time to time.
- 13.3 For implementation of the Buyback, the Company has appointed R.L.P Securities Private Limited as the registered broker of the Company (the "Company's Broker") to facilitate the process of tendering of equity shares through the stock exchange mechanism for the Buyback through whom the purchases and settlements on account of the Buyback would be made by the Company. The contact details of the Company's Broker are as follows:

R.L.P. Securities Private Limited

(SEBI Regd No. INZ 000166638)

402, Nirmal Towers, Dwarakapuri Colony, Punjagutta, Hyderabad, Telangana - 500 082. Tel No. +91 40 23352485; Fax: +91 40 23351238; Email: rlpsecurities@yahoo.com Contact Person: Mr.Ch. Varaparasad

13.4 The Company will request BSE to provide the separate acquisition window (the "Acquisition Window") to facilitate placing of sell orders by Eligible Shareholders who wish to tender equity shares in the Buyback. For the purpose of this Buyback, BSE would be the Designated Stock Exchange. The details of the Acquisition Window will be as specified by BSE from time to time. 13.5 During the tendering period, the order for selling the equity shares will be placed in the Acquisition

Window by Eligible Shareholders through their respective stock brokers ("Shareholder Broker")

to register using UCC facility through any other BSE registered stock broker then the Eligible

Shareholder may approach Company's Broker to place their bids, subject to completion of know

during normal trading hours of the secondary market. The Shareholder Broker can enter orders for demat shares as well as physical shares. 13.6 In the event Shareholder Broker(s) of any Eligible Shareholder is not registered with BSE as a trading member, then that Eligible Shareholder can approach any BSE registered stock broker and can register themselves by using quick unique client code (the "UCC") facility through that BSE registered stock broker (after submitting the details as may be required by such BSE registered stock broker in compliance with the applicable law). In case the Eligible Shareholders are unable

your customer requirements as required by the Company's Broker.





జిల్లా అభివృద్ధి లక్ష్యంగా పనిచేద్దాం

IN THE COURT OF THE 4th ADDL. DISTRICT JUDGE, KAKINADA

Veerlgadda (Mandapalli) Dhara Bhooshitha Kamala Kumari

O.S.No.276/2018

and Pati Kasulamma and others

...Defendants To: 4th Defendant:

Pati Atchutha Viswanadham, S/o. (Late Adinarayana, aged 42 years, D.No.14-82/21 Ammenpur, Hyderabad - 502032

పై నెంబరు కేసులో మీకు ఎన్నిసార్లు నోటీనులు చ౦పినను తీనుకొనక తప్పించుకు తిరుగుతున్నారు. మీ హాజరు నిమిత్తం జ్రీ కోర్మవారు ది. **20-02-2024** తేదీ ఉదయం 10.30 నిగలకు వాయిదా వేసినారు. మీరు వాయిదా సమయమునకు **&్రీ కోర్టుకు హాజరు కానిచో మీ పరోక్షమున** తీర్మానించబదునని తెలియజేయదమైనది.

(కోర్బవారి ఉత్తర్వుల (పకారం) A.V.CH.S.S. MURTHY K.NAGESWARA RAO

డ్రకటన నా క్లయింట్ జాలాది బుచ్చిబాబు, తండ్రి కోటేశ్వరరావు వారి సంజాయిషీ మేరకు యావన్మందికి తెలియజేయునది ఏమనగా, ఈ దిగువ షెడ్యూల్ ఆస్తికి సంబంధించిన లింక్ దస్తావేజు నెం. 1700/1996 , 8–4–1996 ఎస్ఆర్ఓ–కుక్కట్పల్లి. కర్నూలులో ప్రయాణంలో పోయినది. కర్నూలులో పోలీస్ ఫిర్యాదు

్టురుగాణంలో బోయినది. కర్నూలులో బోలిస్ ఫర్యాదు అండ్ ఎఫ్ఐఆర్ నెం.MLD 012100017920 , తేది : 21-1-2021, దీనిపై తదుపరి క్రయ దస్తావేజు నెం. 5997/2023 గా రిజి(స్టేషన్ నా క్లయింట్ పేరుపై జరిగి మరియు గృహరుణం రీత్యా ఫినికేర్ స్మాల్ పైనాన్స్ బ్యాంకు, కుక్యట్పల్లి వారిని కోరగా రుణం మంజూరులో భాగంగా ఈ ప్రకటన. షెడ్యూల్ అస్త్రీ వివరాలు : ఫ్లాట్ నెం. ఎ-2, ఫస్టెఫ్టోర్, ఇం. సిన్మార్ కాస్త్ నెం. 2-22-1/156/5 సకర్మార్లు

మైత్రి సదన్, దోర్ నెం. 2-22-1/156/5, కుక్కట్ పల్లి గ్రామం, మండలం, మేద్చల్ –మల్యాజ్గ్గరి జిల్లా,

కిలంగాణా రాష్ట్రం కావున నదరు ఆస్తిపై ఎవరికైనా ఏ అభ్యంతరాలు ఫ్రన్న యెదల ఏదు (7) దినములలోపుగా ఈ నామూ ఇమ్మియ

సంతకందారుని అడ్రస్ కి లిఖిత పూర్వకంగా తెలియ జేయగలరు. లేనియెడల ఎవరికి ఏ విధమైన అభ్యంత

రాలు లేవని భావించి లోను పొందుట జరుగును.

గదువు తర్వాత ఏ విధమైన క్లెయిమ్లు, అభ్యంతరాలు

మా క్లయింట్ లేదా రుణదాతను గాని ఏ విధమైన స్థిరపరచజాలవని యావన్మందికి తెలియజేస్తున్నాను.

దోర్ నెం. 19-140, ముక్కపాటి టవర్స్ ట్రక్కన, ట్రసాదంపాడు, విజయవాద - 521108. ఫోన్ : 79816 74873

కె.దేవీ ట్రియాంక, న్యాయవారి

Advocates, Suresh Nagar Kakinada, Cell: 9848338335 • ప్రజల అర్జీలను పరిష్మరిస్తాం

- ఐటిడిఎల బలోపేతంతో ఉపాధి అవకాశాలు విస్పతం
- తరచూ వస్తూ ఉంటా.. అందగా ఉంటా..
- పంచాయతీరాజ్ శాఖ మంత్రి సీతక్న

్రపజాశక్తి −హైదరాబాద్ బ్యూరో

అటవీ ప్రాంతంలో పుట్టిన బిడ్డను. ఉద్యమాల్లో పని చేశాను. ఈ ప్రాంత బీడ్డల కష్టాలు తెలిసిన వ్యక్తిగా చెబుతున్నా.. ఉమ్మడి జిల్లా సమ్మగ అభివృద్ధికి అంకితమవుదామని పంచాయతీరాజ్ శాఖ, ఉమ్మడి ఆదిలాబాద్ జిల్లా ఇన్చార్జి మంత్రి దనసరి అనసూయ (సీతక్క) అన్నారు. ఇచ్చిన మాట ప్రకారం జిల్లా అభివృద్ధికి ముఖ్యమంత్రి కట్టుబడి ఉన్నారని.. ఇక్కడ అందరితో కలిసిపోతాననే తనకు జిల్లా ఇన్చార్జి బాధ్యతలు సిఎం అప్పగించారని అన్నారు. కల్మషం లేని జాతులు, పోరాట చరిత్ర, చారిత్రక ప్రాంతాలు కలిగిన ఈ జిల్లాకు ఇన్చార్జి మంతిగా పనిచేయడం అదృష్టంగా భావిస్తున్నానని తెలిపారు. ఆదిలాబాద్ జిల్లా ఇంద్రవెల్లి మండలం కేస్తాపూర్లో సోమవారం



నాగోబా దర్హార్లలో మాట్లాడుతున్న మంత్రి సీతక్క

నాగోబా దర్బార్ను అధికారికంగా నిర్వహించారు. ఎమ్మెల్యే వెడ్మ బొజ్జు అధ్యక్షత వహించిన ఈ దర్భార్కు ఎంపీ సోయం బాపురావు, కలెక్టర్ రాహుల్రాజ్, ఐటిడిఎ పిఒ ఖుష్బుగుప్తా, ఎస్పి గౌస్ఆలం, డిఎఫ్ఓ ప్రశాంత్ బాజీరావు పాటిల్, ప్రజాప్రతినిధులు, అధికారులు హాజరయ్యారు. ఈ సందర్భంగా మంత్రి సీతక్క మాట్లాడారు.

తాను ఇన్చార్జి మంత్రిగా బాధ్యతలు స్వీకరించిన తర్వాత ఐదు సార్లు జిల్లాకు వచ్చానని.. ఇక నుంచి తరచూ వస్తూనే ఉంటానని జిల్లా వాసులకు తోడు.. అండగా

ఉంటానని భరోసా ఇచ్చారు. తొలిసారి దర్భార్కు రావడం ఆనందంగా ఉందన్నారు. ఇక్కడ హైమన్డార్స్ కుమురంభీం, మహనీయుల చర్మితను భావి తరాలకు అందించేందుకు శిలాఫలకం పై ముద్రించాలని ఇందుకు తన నిధులు కేటాయిస్తానని హామీనిచ్చారు. దర్భార్లో వచ్చిన అర్జీలను తప్పకుండా పరిష్కరిస్తామని.. లేనిపక్షంలో అవి ఎందుకు పరిష్కారం కావడం లేదో సంబంధిత వ్యక్తులకు తెలియజేయాలని అధికారులకు సూచించారు. ఆదివాసీ గిరిజన స్రాంతాల్లో రోడ్లు, కరెంటు, పోడు పట్టాలు, నిరుద్యోగ

కార్పొరేట్ శక్తుల కోసమే సాగు నల్ల చట్టాలు

• రైతు, వ్యవసాయ కార్మిక సంఘాల రాష్ట్ర ప్రధాన కార్యదర్భులు సాగర్, వెంక్కటాములు

 16న గ్రామీణ బంద్ కరప్రతాల పంపిణీ

ప్రజాశక్తి −హైదరాబాద్ బ్యూరో ర్పొరేట్ శక్తుల ప్రయోజనాల కోసమే

కేంద్ర ప్రభుత్వం కావ్యవసాయ నల్ల చట్కాలను తీసుకొచ్చిందని రైతు సంఘం రాష్ట్ర ప్రధాన ಕಾರ್ಯದರ್ಭಿ ಟಿ.ನಾಗರ್, ವ್ಯವನಾಯ ಕಾರ್ಡಿತ సంఘం రాడ్డ్ర డ్రధాన కార్యదర్శి వెంకట్రాములు అన్నారు. 16న గ్రామీణ భారత్ బంద్ పై రంగారెడ్డి జిల్లా యాచారం

మండల పరిధిలోని మాల్, తమ్మలోనిగూడ ကြသာတ္ဗ္က် (ဆဲజာလ်ဝန်ာာဗ မြင့္ခလ္ခဝတ် సోమవారం కరపత్రాల ద్వారా ప్రచారం ఈ సందర్భంగా వారు నూతన వ్యవసాయ నల్ల చట్టాలను తెచ్చి ವ್ಯವನಾಯ ರಂಗಾನ್ನಿ ಕಾರ್ಪ್ಫೌರೆಟ್ ಕಟ್ಟಲಕು అప్పజెప్పే (ప్రయత్నం చేసిందన్నారు. ఈ చట్టాలకు వ్యతిరేకంగా ఢిల్లీ సరిహద్దల్లో 12 నెలలపాటు రైతాంగం పెద్దఎత్తున ఉద్యమాలు ప్రభుత్వం చట్టాలను తాత్కాలికంగా వాయిదా వేసిందని తెలిపారు. కేంద్ర ప్రభుత్వం రైతులు పండించిన పంటలకు గిట్టుబాటు ధర చెల్లించలేకపోయిందన్నారు. వ్యవసాయ రంగాన్ని కాపాడుకోవాల్సిన బాధ్యత అందరిపై

ఉందన్నారు. దేశంలో ఉపాధి హామీ చట్మాన్ని నిర్వీర్యం చేసేందుకు కేంద్రంలోని బిజెపి ప్రభుత్వం కుట్రలు చేస్తోందన్నారు. నాలుగు లేబర్ కోడ్లను తీసుకొచ్చి కార్మికుల హక్కులను మాట్లాడుతూ.. కేంద్రంలోని బిజెపి ప్రభుత్వం కాలరాశారన్నారు. పెంచీన ధరలను అరికట్టకుండా పేదలపైన భారాలు మోపుతోందని ఆవేదన వ్యక్తం చేశారు. 16న జరిగే గ్రామీణ భారత్ బంద్లో పెద్దఎత్తున రైతులు, వ్యవసాయ కూలీలు పాల్గొని జయ్మపదం చేయాలని పిలుపునిచ్చారు. ఈ చేసిందని గుర్తు చేశారు. ఉద్యమంలో 600 కార్యక్రమంలో రైతు సంఘం రాష్ట్ర సహాయ మంది చనిపోయారని, దీంతో కేంద్ర కార్యదర్శి ఎం శోభన్, డివైఎఫ్ఐ రాష్ట్ర అధ్యక్షుడు కోట రమేష్, వ్యవసాయ కార్మిక సంఘం జిల్లా అధ్యక్షుడు పి అంజయ్య, మండల అధ్యక్షుడు కె జంగయ్య, నాయకులు బి శ్రీశైలం, ఎస్ జంగారెడ్డి, లింగం తదితరులు

సమస్యలు తదితర వాటిని పరిష్కరించేందుకు శాయశక్తులా పిలుపునిచ్చారు. అధికారులు చిత్తశుద్ధితో కష్టాన్ని ఇష్టంగా కృషి చేస్తానని హామీ ఇచ్చారు. ఐటిడిఎలను బలోపేతం చేయడంతోపాటు వాటి ద్వారా యువతకు స్కిల్ డెవలప్మాంట్ కోర్సులు నేర్పించి ఉపాధి, ఉద్యోగ అవకాశాలు కల్పించేలా దృష్టిసారిస్తామని చెప్పారు. పోరాట్ వారసత్వం, చారిత్రక ప్రదేశాలు, సహజ వనరుల ప్రాంతాలను గుర్తించి టూరిజం అభివృద్ధి చేస్తామన్నారు. జోడేఘాట్, మార్లవాయి తదితర ప్రాంతాల్లో స్వయం ఉపాధి కేంద్రాలను నిర్మించాల్సిన అవసరం ఉందని అభిప్రాయపడ్డారు. రాజకీయాలకు జిల్లా అభివృద్ధికి అంకితమవుదామని

మలుచుకొని పనిచేయాలని సూచించారు. జిల్లాను అన్ని రంగాల్లో అగ్రభాగాన నిలిపేందుకు సమన్వయంతో కృషిచేయాలని కోరారు. అంతకుముందు మంత్రి నాగోబాకు ప్రత్యేక పూజలు చేశారు. ఈ కార్యక్రమంలో మాజీ ఎంపి గోడం ా నగేష్, మాజీ ఎమ్మెల్యే రేఖానాయక్, జడ్ప్రటిస్తి అర్క పుష్పలత, ఆలయ పీఠాధిపతి మెస్గం వెంకట్రావు, మహిళా కమిషన్ సభ్యురాలు కు్మమ ఈశ్వరీబాయి, మాజీ సర్పంచ్ మెస్టసం నాగ్నాథ్, నాయకులు శ్యాంనాయక్, అడె గజేందర్

Prajay Engineers Syndicate Ltd.

CIN:L45200TG1994PLC017384

Regd. Office: 1-10-63 & 64, 5th Floor, Prajay Coroporate House, Chikoti Gardens, Begumpet, Hyderabad, Telangana 500016, India, Phone: 04066285566, Email: pesl.cs@prajayengineers.com, investorrelations@prajayengineers.com website: www.prajavengineers.com

STATEMENT OF STANDALONE AND CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 31-12-2023

| _ | | | | | nic . | (Rs | s. in Lakhs) |
|-----------|--|-----------------------------|---------------------------------|------------------------------------|-----------------------------|---------------------------------|------------------------------------|
| | | Standalone | | | Consolidated | | |
| S. No. | Particulars | For the Quarter ended | Preceeding 3 months ended | Corresponding 3 months ended | For the Quarter ended | Preceeding 3 months ended | Corresponding 3 months ended |
| | | 31.12.2023 | 30.09.2023 | 31.12.2022 | 31.12.2023 | 30.09.2023 | 31.12.2022 |
| | | Un-Audited | Un-Audited | Un-Audited | Un-Audited | Un-Audited | Un-Audited |
| 1. | Total Income from Operations | 941.03 | 347.50 | 652.29 | 2,132.60 | 351.46 | 652.29 |
| 2. | Net Profit / (Loss) for the period (before Tax, Exceptional and / or Extraordinary items) | (358.87) | (565.32) | (442.20) | (678.33) | (676.85) | (470.77) |
| 3. | Net Proft / (Loss) for the period before tax (after Exceptional and / or Extraordinary items) | (358.87) | (565.92) | (442.20) | (678.33) | (676.85) | (470.77) |
| 4. | Net Profit / (Loss) for the period after Tax (after Exceptional and / or Extraordinary items) | (364.82) | (551.17) | (450.68) | (684.50) | (662.92) | (479.50) |
| 5. | Total Comprehensive income for the period [Comprising profit / (loss) for the period (after tax) and other Comprehensive income after tax)] | (365.11) | (549.37) | (449.57) | (684.79) | (661.12) | (478.39) |
| 6. | Paid up equity Share Capital (face value of Rs. 10/- each, fully paid) | 6993.58 | 6993.58 | 6993.58 | 6993.58 | 6993.58 | 6993.58 |
| 7. | Earnings Per Share (of Rs. 10/- each) In Rs. (Not Annualised) | | | | | | |
| | 1. Basic (Rs.) | (0.53) | (0.79) | (0.65) | (0.98) | (0.95) | (0.69) |
| 1 | 2. Diluted (Rs.) | (0.53) | (0.79) | (0.65) | (0.98) | (0.95) | (0.69) |

Notes: The above is an extract of the detailed format of Financial Results filed with the Stock Exchanges under Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the said Results is available on the Stock Exchanges websites at www.bseindia.com, www.nseindia.com, and also on the Company's website www.prajayengineers.com. The above financials have been reviewed and recommended by the Audit Committee and have been approved and taken on record by the Board of Directors at its meeting held on 12-02-2024 The Limited Review as required under Regulation 33 of the SEBI (Listing Obligation ad nDisclosure Requirements) Regulations, 2015 has been completed by the Statutory Auditors of the Company

For Prajay Engineers Syndicate Limited

Place: Hyderabad Date: 12 02.2024

D. Vijaysen Reddy (Chairman and Managing Director) DIN:00291185

contd...pg/2

- 13.7 Modification/cancellation of orders and multiple bids from a single Eligible Shareholder will only be allowed during the tendering period of the Buyback. Multiple bids made by a single Eligible Shareholder for selling equity shares shall be clubbed and considered as "one bid" for the purposes
- The cumulative quantity tendered shall be made available on website of BSE i.e., throughout the trading session and will be updated at specific intervals during the tendering period.
- 13.9 Further, the Company will not accept equity shares tendered for Buyback which are under restraint order of the court/any other competent authority for transfer/sale and /or title in respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and the duplicate share certificates have not been issued either due to such request being under process as per the provisions of law or otherwise.
- 13.10 The Buyback from the Eligible Shareholders who are residents outside India including foreign corporate bodies (including erstwhile overseas corporate bodies), foreign portfolio investors, nonresident Indians, members of foreign nationality, if any, shall be subject to the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any, Income Tax Act, 1961 and rules and regulations framed thereunder, as applicable, and also subject to the receipt/provision by such Eligible Shareholders of such approvals, if and to the extent necessary or required from concerned authorities including, but not limited to, approvals from the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any,
- 13.11 The reporting requirements for non-resident shareholders under Reserve Bank of India, Foreign anagement Act, 1999, and any other rules, regulations, g funds, shall be made by the Eligible Shareholders and/or the Shareholder Broker through which the Eligible Shareholder places the bid.

13.12 Procedure to be followed by Eligible Shareholders holding Equity shares in the dematerialized form:

- a. Eligible Shareholders who desire to tender their equity shares in dematerialized form under the Buyback would have to do so through their respective Shareholder Broker by indicating the details of equity shares they intend to tender under the Buyback.
- b. The Shareholder Broker would be required to place an order/bid on behalf of the Eligible Shareholders who wish to tender equity shares in the Buyback using the acquisition window of the BSE. For further details, Eligible Shareholders may refer to the circulars issued by the BSE and Indian Clearing Corporation Limited and the National Securities Clearing Corporation (collectively referred to as the "Clearing Corporations").
- c. The details and the settlement number under which the lien will be marked on the equity shares tendered for the Buyback will be provided in a separate circular to be issued by the BSE and/or
- d. The lien shall be marked by the Shareholder Broker in demat account of the Eligible Shareholder for the shares tendered in tender offer. The details of shares marked as lien in the demat account of the Eligible Shareholders shall be provided by depositories to the Clearing Corporation. In case, the shareholders demat account is held with one depository and clearing member pool and Clearing Corporation Account is held with other depository, shares shall be blocked in the shareholders demat account during the tendering period. Inter depository tender offer (the *IDT") instructions shall be initialed by the shareholders at source depository to clearing member Clearing Corporation account at target depository. Source depository shall block the shareholder's securities (i.e. transfers from free balance to blocked balance) and send IDT message to target depository for confirming creation of lien. Details of shares blocked in the shareholders demat
- account shall be provided by the target depository to the Clearing Corporations. e. For custodian participant orders for demat equity shares, early pay-in is mandatory prior to confirmation of order/bid by custodian. The custodian participant shall either confirm or reject the orders not later than the closing of trading hours on the last day of the tendering period. Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, order modification shall revoke the custodian confirmation and the revised order shall be sent to the custodian again for confirmation.
- f. Upon placing the bid, the Shareholder Broker shall provide a Transaction Registration Slip ("TRS") generated by the BSE Exchange Bidding System to the Eligible Shareholder. TRS will contain the details of order submitted like bid ID no., application no., DP ID, client ID, no. of equity shares tendered etc. In case of non-receipt of the completed tender form and other documents, but lien marked on equity shares and a valid bid in the exchange bidding system, the bid by such Eligible Shareholder shall be deemed to have been accepted.
- g. It is clarified that in case of dematerialized Equity Shares, submission of the tender form and TRS to the Registrar is not required. After the receipt of the demat equity shares by the Clearing Corporation and a valid bid in the exchange bidding system, the bid shall be deemed to have been accepted for Eligible Shareholders holding equity shares in demat form.
- h. Eligible Shareholders will have to ensure that they keep the depository participant (the "DP" account active and unblocked. Further, Eligible Shareholders will have to ensure that they keep the bank account attached with the DP account active and updated to receive credit remittance due to acceptance of Buyback of shares by the Company. In the event if any equity shares are tendered to Clearing Corporation, excess dematerialized equity shares or unaccepted dematerialized equity shares, if any, tendered by the Eligible Shareholders would be returned to them by Clearing Corporation. If the security transfer instruction is rejected in the depository system due to any issue then such securities will be transferred to the shareholder broker's depository pool account for onward transfer to the Eligible Shareholder. In case of custodian participant orders, excess dematerialized shares or unaccepted dematerialized shares, if any, will be refunded to the respective custodian depository pool account.
- Eligible Shareholders who have tendered their demat shares in the Buyback shall also provide all relevant documents, which are necessary to ensure transferability of the demat shares in respect of the tender form to be sent. Such documents may include (but not limited to): (a) duly attested power of attorney, if any person other than the Eliqible Shareholder has signed the tender form; (b) duly attested death certificate and succession certificate/legal heirship certificate, in case any Eligible Shareholder is deceased, or court approved scheme of merger/amalgamation for a company; and (c) in case of companies, the necessary certified corporate authorizations (including board and/or general meeting resolution) etc.

13.13 Procedure to be followed by Eligible Shareholders holding Equity shares in the Physical form:

- a. Eligible Shareholders who are holding physical equity shares and intend to participate in the Buyback will be required to approach their Shareholder Broker along with the complete set of documents for verification procedures to be carried including (A) Tender Form duly signed by all Eligible Shareholders (in case shares are in joint names, in the same order in which they hold the shares), (B) original share certificate(s), (C) valid share transfer form(s)/Form SH-4 duly filled and signed by the transferors (i.e. by all registered Shareholders in the same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favour of the Company, (D) self-attested copy of PAN card(s) of all Eligible Shareholders, (E) any other relevant documents such as power of attorney, corporate authorization (including board resolution/specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder is deceased, etc. as applicable. In addition, if the address of the Eligible Shareholder has undergone a change from the address registered in the register of members of the Company, the Eligible Shareholder would be required to submit a self-attested copy of address proof consisting of any one of the following documents: valid Aadhaar card, voter identity card or passport.
- b. Based on these documents, the Shareholder Broker shall place the bid on behalf of the Eligible Shareholders holding equity shares in physical form who wish to tender equity shares in the Buyback using the acquisition window of the Designated Stock Exchange. Upon placing the bid, the Shareholder Brokershall provide a TRS generated by the exchange bidding system to the Eligible Shareholder, TRS will contain the details of order submitted like folio no., certificate no., distinctive no., no. of equity shares tendered etc.
- c. The Eligible Shareholders / Shareholder's Broker has to deliver the original share certificate(s) and documents (as mentioned above) along with the TRS either by registered post or courier or hand delivery to the Registrar (at the address mentioned at paragraph 15 below) within 2 (two) days of bidding by the Shareholder Broker. The envelope should be super scribed as "Kaveri Seed Company Limited Buyback 2024". One copy of the TRS will be retained by Registrar to the Buyback and it will provide acknowledgement of the same to the Shareholder Broker/Eligible
- d. Eligible Shareholders holding physical equity shares should note that physical equity shares will not be accepted unless the complete set of documents are submitted. Acceptance of the physical equity shares for Buyback by the Company shall be subject to verification as per the SEBI Buyback Regulations and any further directions issued in this regard. The Registrar to the Buyback will verify such bids based on the documents submitted on a daily basis and till such verification, the Designated Stock Exchange shall display such bids as 'unconfirmed physical bids'. Once Registrar to the Buyback confirms the bids, they will be treated as 'confirmed bids'.
- e. In case any Eligible Shareholder has submitted equity shares in physical form for dematerialization, such Eliqible Shareholders should ensure that the process of getting the equity shares dematerialized is completed well in time so that they can participate in the Buyback before the closure of the tendering period of the Buyback.
- f. An unregistered shareholder holding equity shares in physical form may also tender their equity shares in the Buyback by submitting the duly executed transfer deed for transfer of shares purchased prior to the Record Date, in their name, along with the offer form, copy of their PAN card and of the person from whom they have purchased shares and other relevant documents as required for transfer, if any.

14. METHOD OF SETTLEMENT: Upon finalization of the basis of acceptance as per SEBI Buyback Regulations:

- The settlement of trades shall be carried out in the manner similar to settlement of trades in the
- 14.2 The Company will pay the consideration to the Company's Broker who will transfer the funds pertaining to the Buyback to the Clearing Corporation's bank accounts as per the prescribed schedule. For Equity Shares accepted under the Buyback, the Clearing Corporation will make direct funds payout to respective Eligible Shareholders. If Eligible Shareholders' bank account details are not available or if the funds transfer instruction is rejected by the Reserve Bank of India/an Eligible Shareholder's bank, due to any reason, then such funds will be transferred to the concerned Stock Broker's settlement bank account for onward transfer to such Eligible Shareholders
- 14.3 For the Eligible Shareholders holding Equity Shares in physical form, the funds pay-out would be given to their respective Stock Broker's settlement accounts for releasing the same to the respective Eligible Shareholder's account.
- 14.4 In case of certain client types, i.e., NRI, foreign clients, etc. (where there are specific RBI and other regulatory requirements pertaining to funds pay-out) who do not opt to settle through custodians, the funds pay-out would be given to their respective Stock Broker's settlement accounts for releasing the same to the respective Eligible Shareholder's account. For this purpose, the client type details would be collected from the depositories, whereas funds payout pertaining to the bids settled through custodians will be transferred to the settlement bank account of the custodian, each in accordance with the applicable mechanism prescribed by BSE and the Clearing Corporation from time to time.
- 14.5 Details in respect of shareholder's entitlement for tender offer process will be provided to the Clearing Corporations by the Company or Registrar to the Buyback. On receipt of the same, Clearing Corporations will cancel the excess or unaccepted blocked shares in the demat account of the shareholder. On settlement date, all blocked shares mentioned in the accepted bid will be transferred to the Clearing Corporations.
- 14.6 In the case of inter depository, Clearing Corporations will cancel the excess or unaccepted shares in target depository. Source depository will not be able to release the lien without a release of IDT message from target depository. Further, release of IDT message shall be sent by target depository either based on cancellation request received from Clearing Corporations or automatically generated after matching with bid accepted detail as received from the Company or the Registrar to the Buyback. Post receiving the IDT message from target depository, source Depository will cancel/ release excess or unaccepted block shares in the demat account of the shareholder. Post completion of tendering period and receiving the requisite details viz., demat account details and accepted bid quantity, source depository shall debit the securities as per the communication/message received from target depository to the extent of accepted bid shares from shareholder's demat account and credit it to Clearing Corporation settlement account in target Depository on settlement date.

- Any excess physical equity shares pursuant to proportionate acceptance/rejection will be returned back to the Eligible Shareholders directly by the Registrar. The Company is authorized to split the share certificate and issue a new consolidated share certificate for the unaccepted equity shares, in case the equity shares accepted by the Company are less than the equity shares tendered in the Buyback by Equity Shareholders holding equity shares in the physical form.
- The lien marked against unaccepted equity shares will be released, if any, or would be returned by registered post or by ordinary post or courier (in case of physical shares) at the Eligible Shareholders sole risk. Eligible Shareholders should ensure that their depository account is active till all formalities pertaining to the Buyback are completed.
- The Company's Broker would also issue a contract note to the Company for the equity shares accepted under the Buyback.
- 14.10 The Equity Shares bought back in demat form would be transferred directly to the demat account of the Company opened for the Buyback (the "Company Demat Account") provided it is indicated by the Company's Broker or it will be transferred by the Company's Broker to the Company Demat Account on receipt of the equity shares from the clearing and settlement mechanism of the Stock
- 14.11 Eligible Shareholders who intend to participate in the Buyback should consult their respective Stock Broker for any cost, applicable taxes, charges and expenses (including brokerage), stamp duty etc., that may be levied including by the Shareholder's Broker upon the Eligible Shareholders for tendering equity shares in the Buyback (secondary market transaction). The Buyback consideration received by the Eligible Shareholders in respect of accepted equity shares could be net of such costs, applicable taxes, charges and expenses (including brokerage) and the Company accepts no responsibility to bear or pay such additional cost, charges and expenses (including brokerage and/or stamp duty) incurred solely by the Eligible Shareholders. The Shareholder's Brokers(s) would issue contract note and pay the consideration for the equity shares accepted under the Buyback.
- 14.12 The Equity Shares lying to the credit of the Company Demat Account and the equity shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the SEBI Buyback Regulations.

15. COMPANY SECRETARY & COMPLIANCE OFFICER:

The Company has appointed Sreelatha Vishnubhotla, Company Secretary as the compliance officer for the purpose of the Buyback ("Compliance Officer"). Investors may contact the Compliance Officer for any clarification or to address their grievances, if any, during office hours i.e. 10:00 a.m. to 5:00p.m. (IST) on any day except Saturday, Sunday and public holidays, at the following address:

Sreelatha Vishnubhotla, Company Secretary

Kaveri Seed Company Limited Regd. Office:513-B, 5th Floor, Minerva Complex, SD Road, Secunderabad 500 003 Telangana Tel. No.: Tel.: +91 40-49192345/55; Fax: +91-40-27811237, Email: cs@kaveriseeds.in | Website: www.kaveriseeds.in

16. INVESTOR SERVICE CENTRE AND REGISTRAR TO THE BUYBACK

In case of any query, the shareholders may also contact Bigshare Services Private Limited, the Registrar to the Buyback / Investor Service Centre for the purposes of the Buyback, on any day except Saturday and Sunday and public holiday between 10:00 a.m. to 5.30 p.m. (IST) at the following

Bigshare Services Private Limited

Office No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093, India Tel: +91 22 6263 8200; Facsimile: +91 22 6263 8299 Email: buybackoffer@bigshareonline.com Investor grievance email: investor@bigshareonline.com Contact Person: Mr. Jibu John Website: www.bigshareonline.com SEBI Registration Number: INR000001385

MANAGER TO THE BUYBACK

The Company has appointed the following as Merchant Banker to the Buyback:

BajajCapital

Bajaj Capital Limited Mezzanine Floor, Bajaj House, 97, Nehru Place, New Delhi -110019, India Tel No: 011-41693000; 011-67000000 Contact Person: P. Balrai Email: info@bajajcapital.com Website: www.bajajcapital.com SEBI Registration Number: INM000010544

18. DIRECTORS' RESPONSIBILITY

As per Regulation 24(i)(a) of the Buyback Regulations, the Board accepts responsibility for the information contained in this Public Announcement and for the information contained in all other advertisements, circulars, brochures, publicity materials etc. which may be issued in relation to the Buyback and confirm that the information in such documents contains and will contain true, factual and material information and does not and will not contain any misleading information.

For and on behalf of Board of Directors of kaveri seed company limited

G. V. Bhaskar Rao Chairman & Managing Director (DIN: 00892232)

C Mithunchand Sreelatha Vishnubhotla, Whole Time Director Company Secretary & Compliance Officer (DIN: 00764906) Membership No. ACS10317

Date: February 12, 2024 Place : Secunderabad