



KG PETROCHEM LIMITED

Corporate Office: 6th Floor, No.602, Monarch Building, Amrapali Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021, Rajasthan

Email Id: manish@bhavik.biz Website: www.kgpetro.in

Contact No.: 9983340261 CIN: L24117RJ1980PLC001999

August 30, 2024

To
The Manager
Department of Corporate Services
BSE LTD.,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001 MH

Scrip Code: 531609

Subject: Notice of 44th Annual General Meeting (AGM) of the Company

Respected Sir/Madam,

In compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, please find enclosed herewith a copy of Notice of 44th AGM of the Company scheduled to be held on Wednesday September 25, 2024 at 11:15 A.M. (IST) at the corporate office of the company situated at, 602, 6th Floor Monarch Building, Amrapali Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021, Rajasthan.

The Notice of 44th AGM including the relevant details are available on the company's website at www.kgpetro.in.

Kindly take the same on your record.

Thanking you,

Yours Truly

for **KG PETROCHEM LTD**

Anand Singh
M.NO. A69726
Company Secretary & Compliance Officer

NOTICE OF 44TH ANNUAL GENERAL MEETING

Notice is hereby given that the 44th Annual General Meeting (AGM) of the Members of **KG Petrochem Ltd** will be held on Wednesday September 25, 2024 at 11:15 A.M. (IST) at the corporate office of the company situated at, 602, 6th Floor Monarch Building, Amrapali Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021, Rajasthan to transact the following business:

ORDINARY BUSINESS:

To Consider and, if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

1.To Consider and adopt the Audited Standalone Financial Statement of the company for the year ended 31st March, 2024 together with the Reports of the Board of Directors and Auditors thereon

“RESOLVED THAT the Audited Balance Sheet as on 31st March 2024, Statement of Profit & Loss and the Cash Flow Statement for the financial year ended on 31st March, 2024 and the Reports of the Board of Directors and the Auditors thereon, be and are hereby approved and adopted.”

2. To appoint Director in place of Mr. Ajay Kumar Sharma (DIN: 09404189), who retire by rotation at this Annual General Meeting and being eligible, offer himself for re-appointment.

“RESOLVED THAT Mr. Ajay Kumar Sharma (DIN: 09404189) Executive Director of the Company, who retires by rotation at this meeting pursuant to the provisions of section 152(6) (c) of the Companies Act 2013, being eligible for reappointment, be and is hereby appointed as an Executive Director of the Company.”

3.To appoint Statutory Auditors to hold office from the conclusion of this Annual General Meeting till the Conclusion of the 49th Annual General Meeting and to fix their remuneration:-

“RESOLVED THAT pursuant to the provisions of section 139 and 142 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) and all other applicable laws, if any, on the basis of the recommendation made by Audit Committee and proposed by the Board of Directors, M/s. H C Bothra & Associates (Firm Registration No.008950C), be and are hereby appointed as the Statutory Auditors of the Company for the first term of five consecutive years to hold office from the conclusion of this Annual General Meeting till the conclusion of the 49th Annual General Meeting to be held for the Financial Year 2028-29 on such remuneration and out of pocket expenses as may be determined by the Board, in place of M/s. R Sogani and Associates, Chartered Accountants (Firm Registration Number: 018755C) being the retiring Statutory Auditor of the Company.”

SPECIAL BUSINESS:

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

4. To appoint Mr. Bridhi Chand Sharma, as Non-Executive Independent Director of the Company for the Second Term of Five Consecutive Years

"RESOLVED THAT pursuant to provisions of sections 149, 152 and any other applicable provisions of the Companies Act, 2013 (herein after referred to as the 'Act'), the rules made there under read with Schedule IV to the Act and pursuant to the provisions of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2018 (including any statutory modification(s) / amendment(s) / re-enactment(s) thereto), on the recommendation of Nomination and Remuneration Committee, Mr. Bridhi Chand Sharma (DIN 08370330) aged 78 years old be and is hereby appointed as Non-Executive Independent Director of the Company for the Second Term of Five Consecutive Years, effective from 26 February, 2024 up to 25 February 2029 with the stipulation that he shall not be liable to retire by rotation."

**By Order of the Board of Directors
for KG Petrochem Ltd**

**Sd/-
Anand Singh
Company Secretary & Compliance Officer
M.No. A69726
Jaipur, August 13, 2024**

Registered Office:

C-171, Road No.9J, V.K.I. Area, Jaipur-302013 Rajasthan India

Tel.: 91-141-2331231; Email: jproffice21@bhavik.biz; Website: www.kgpetro.in;

CIN: L24117RJ1980PLC001999

NOTES

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the company (a copy of proxy form is attached).the instrument appointing the proxy should, however, be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting. A person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
2. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days written notice is given to the Company.
3. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. Members/ Proxies should bring the attendance slips duly filled-in for attending the meeting and deliver the same at the entrance of the meeting place.
5. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Members holding shares in single name and in physical form are advised to make nomination in respect of their shareholding in the company.
7. Pursuant to the provisions of Section 91 of the Act and regulation 42 of the Listing Regulation, the Register of Members and Share Transfer Books of the Company will remain closed from Thursday 19/09/2024 to Wednesday 25/09/2024 (both days inclusive).
8. Members are requested to bring their copies of Annual Report to the meeting.
9. Members seeking further information about the accounts are requested to write at least 7 days before the date of the meeting so that it may be convenient to get the information ready at the meeting.
10. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting has been annexed separately.
11. Pursuant to regulations 26(4) and 36(3) of the Listing Regulations and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, the relevant details of Directors seeking Appointments or Reappointment at this AGM are also annexed to this notice.

12. The Annual Report of the Company for the year ended March 31, 2024 along with Notice, process and manner of remote e-voting, Attendance Slip and Proxy form are being sent by e-mail to those Members who have registered their e-mail address with the Company or with their respective DP or Registrar and Share Transfer Agents of the Company. Members may note that this Notice and the 44th Annual Report will also be available on the Company's website viz. . www.kgpetro.in.

13. Please note that except Members / Proxies / Representatives / Invitees of the Company, no other person shall be allowed to attend the Meeting at the Venue. Relatives and acquaintances accompanying Members will not be permitted to attend the Meeting at the venue.

14. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Act and relevant documents referred to in this Notice of AGM and explanatory statement will be available for inspection by the Members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM, i.e. August 30, 2024. Members seeking to inspect such documents can send an e-mail to jproffice21@bhavik.biz

15. To support the 'Green Initiative', Members who have not registered their e-mail addresses are requested to register the same with DPs / Niche Technologies Private Limited.

16. Members who are desirous to have a physical copy of the Annual Report should send a request to the Company's e-mail id viz., jproffice21@bhavik.biz clearly mentioning their Folio number / DP and Client ID. Further Members are requested to register/update their e-mail addresses, in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company / Niche Technologies Private Limited.

17. A copy of the Notice of this AGM is available on the website of the Company at www.kgpetro.in, website of the Stock Exchanges where the shares of the Company are listed i.e. BSE Limited at www.bseindia.com.

18. Members are requested to

- a. intimate to Niche Technologies Private Limited/Company, changes, if any, pertaining to their postal address, e-mail address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI HO /MIRSD/MIRSD_RTAMB/P/ CIR/2021/655 dated November 3, 2021, in case of Shares held in physical form;
- b. intimate to the respective Depository Participant, changes, if any, in their registered addresses at an early date, in case of Shares held in dematerialised form;
- c. quote their folio numbers/Client ID/DP ID in all correspondence;
- d. consolidate their holdings into one folio in case they hold Shares under multiple folios in the identical order of names; and
- e. register their PAN with their Depository Participants, in case of Shares held in dematerialised form.

19. SEBI has made it mandatory for all companies to use the bank account details furnished by the Depositories and the bank account details maintained by the Registrar and Transfer Agent for payment of dividend to Members electronically. The Company has extended the facility of electronic credit of dividend directly to the respective bank accounts of the Member(s) through the Electronic Clearing Service (ECS) / National Electronic Clearing Service (NECS) / National Electronic Fund Transfer (NEFT)/Real Time Gross Settlement (RTGS)/Direct Credit, etc. As directed by SEBI, Members holding shares in physical form are requested to submit particulars of their bank account in Form ISR 1 along with the original cancelled cheque bearing the name of the Member to Niche / Company to update their bank account details. Members holding shares in demat form are requested to update their bank account details with their respective Depository Participant ("DP"). The Company or Niche cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the Depository Participants of the Members. Further instructions, if any, already given by them in respect of shares held in physical form will not be automatically applicable to shares held in the electronic mode. Shareholders are requested to ensure that their bank account details in their respective demat accounts are updated, to enable the Company to provide timely credit of dividend in their bank accounts. In case, the Company is unable to pay dividend to any Member by the electronic mode, due to non-availability of the details of the bank account, the Company shall dispatch the dividend warrant/demand draft to such Member by post/courier.

20. The members / investors may send their complaints/ queries, if any to the Company's Registrar and Share Transfer Agents' E-mail id: nichetechpl@nichetechpl.com or to the Company's designated/exclusive E-mail id: jproffice21@bhavik.biz.

21. Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014. Members desiring to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to niche at the above-mentioned address. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.

22. Institutional/ Corporate shareholders (i.e. other than individuals/ HUF, NRI, etc.) are required to send a scanned copy (in PDF/ JPG format) of its board or governing body resolution/authorisation, etc., authorizing their representative to attend the AGM on its behalf and to vote through remote e-voting. The said resolution/ authorisation shall be sent through the registered email address of the shareholder to the scrutinizer at 'cssandeep@armsandassociates.com' with a copy marked to 'helpdesk.evoting@cdslindia.com'.

23. As per Regulation 40 of the Listing Regulations as amended, securities of listed companies can be transferred only in dematerialised form with effect from April 1, 2019, except in case of transmission or transposition of securities. Further SEBI vide its Circular dated January 25, 2022, has mandated that securities shall be issued only in dematerialised mode while processing duplicate / unclaimed suspense / renewal / exchange / endorsement / sub-division / consolidation / transmission / transposition service requests received from physical securities holders. In view of the above and to eliminate risk associated with physical shares and to avail various benefits of dematerialisation, Members are advised to dematerialise their shares held in physical form.

24. In compliance with the provisions of Section 108 of the Act, and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the provisions of Regulation 44 of the Listing Regulations, the Members are provided with the facility to cast their vote electronically, through the remote e-voting services provided by CDSL on all resolutions set forth in this Notice.

2. The remote e-voting period commences at 9.00 a.m. IST on Sunday, September 22, 2024 and ends at 5.00 p.m. IST on Tuesday, September 24, 2024. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Wednesday September 18, 2024 may cast their vote electronically in the manner and process set out here in above. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

A. VOTING THROUGH ELECTRONIC MEANS

- (I) In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI Circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 in relation to “e-voting Facility Provided by Listed Entities”, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below.
- (II) The remote e-voting period commences 9.00 A.M IST Sunday, September 22, 2024 and ends at 5.00 p.m. IST on Tuesday, September 24, 2024. During this period, Members holding shares either in physical form or in dematerialized form, as on Wednesday September 18, 2024, i.e. cut-off date, may cast their vote electronically.
- (III) The e-voting module shall be disabled by CDSL for voting thereafter. Members have the option to cast their vote on any of the resolutions using the remote e-voting facility, either during the period commencing 9.00 A.M IST Sunday, September 22, 2024 and ends at 5.00 p.m. IST on Tuesday, September 24, 2024 or e-voting during the AGM. Members who have voted on some of the resolutions during the said voting period are also eligible to vote on the remaining resolutions during the AGM.
- (IV) The Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM but shall not be entitled to cast their vote on such resolution again.
- (V) The company has appointed Mr. Sandeep Kumar Jain, Designated Partner of M/s. ARMS & Associates LLP, Company Secretaries (Membership No. FCS 5398) as the scrutinizer to scrutinize the voting at the AGM and remote e-voting process, in a fair and transparent manner.
- (VI) The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- (VII) The details of the process and manner for remote e-voting are explained herein below:

a. The shareholders should log on to the e-voting website www.evotingindia.com.

Click on Shareholders.

Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

Next enter the Image Verification as displayed and Click on Login.

If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

Login method for individual shareholders holding securities in dematerialized mode is given below:

| Type of shareholders | Login method |
|------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual shareholders holding securities in dematerialized mode with CDSL | <ol style="list-style-type: none">1) Existing Users who have opted for Easi/Easiest facility, they can login through their user ID and password. Option will be made available to reach e-voting page without any further authentication. The URL for users to login to Easi/ Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on New System Myeasi.2) After successful login of Easi/Easiest user will be able to see the e-voting menu. The menu will have links of e-voting service provider. Click to cast your vote.3) If the user is not registered for Easi/ Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration.4) Alternatively, the user can directly access e-voting page by providing demat account number and PAN number from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered mobile & email as recorded in the demat account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting service providers. |
| Individual Shareholders holding securities in dematerialized mode with NSDL | <p>I. NSDL IDEAS Facility</p> <p>If you are already registered for NSDL IDEAS facility,</p> <ol style="list-style-type: none">1. Please visit the e-services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a personal computer or on a mobile.2. Once the home page of e-services is launched, click on the 'Beneficial Owner' icon under 'Login' which is available under 'IDEAS' section.3. A new screen will open. You will have to enter your user ID and password. After successful authentication, you will be able to see e-voting services.4. Click on 'Access to e-voting' under e-voting services and you will be able to see e-voting page. |

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| | <p>5. Click on options available against company name or e-voting service provider – NSDL and you will be redirected to the NSDL e-voting website for casting your vote during the remote e-voting period or voting during the meeting.</p> <p>If the user is not registered for IDeAS e-Services,</p> <ol style="list-style-type: none"> 1. The option to register is available at https://eservices.nsdl.com. 2. Select ‘Register Online for IDeAS’ or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Upon successful registration, please follow steps given in points 1-5 above. <p>II. E-voting website of NSDL</p> <ol style="list-style-type: none"> 1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a personal computer or on a mobile. 2. Once the home page of e-voting system is launched, click on the ‘Login’ icon available under ‘Shareholder/Member’ section. 3. A new screen will open. You will have to enter your user ID (i.e. your 16-digit demat account number hold with NSDL), password/OTP and a verification code as shown on the screen. 4. After successful authentication, you will be redirected to NSDL depository site wherein you can see e-voting page. Click on options available against company name or e-voting service provider – NSDL and you will be redirected to the e-voting website of NSDL for casting your vote during the remote e-voting period or voting during the meeting. 5. Shareholders / members can also download NSDL Mobile App ‘NSDL Speede’ facility for seamless voting experience. |
| <p>Individual shareholders (holding securities in dematerialized mode) login through their DPs</p> | <p>(I) You can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.</p> <p>(II) Once logged in, you will be able to see e-Voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature.</p> <p>(III) Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.</p> |

Important Note: Members who are unable to retrieve User ID/Password are advised to use Forgot User details/Password option available at respective websites.

Helpdesk for individual shareholders holding securities in dematerialized mode for any technical issues related to login through Depository i.e. CDSL and NSDL.

| Login type | Helpdesk details |
|----------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>Individual Shareholders holding securities in Demat mode with CDSL</p> | <p>Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542/43</p> |

| | |
|---------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in Demat mode with NSDL | Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30 |
|---------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

A. Login method for e-voting for shareholders (other than individual shareholders holding in dematerialized mode and shareholders holding securities in physical mode.

1. Visit the e-voting website of CDSL www.evotingindia.com either on a personal computer or on a mobile phone.
2. Once the homepage of the e-voting system is launched, click on “Shareholders” module.
3. A new screen will open. You will have to enter your User ID, Password enter the Image Verification shown on the screen and Click on Login.
4. Your User ID details are given below:

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is: |
|-----------------------------------------------------------------------|-------------------------------------------------|
| a) For members who hold shares in demat account with CDSL | 16-digit Beneficiary ID |
| b) For members who hold shares in demat account with NSDL | 8-character DP ID followed by 8-digit Client ID |
| c) For members holding shares in physical form | Folio Number registered with the Company. |

5. Password details for shareholders other than individual shareholders are given below:
 - i. If you are already registered for e-voting, then you can use your existing password to log in and cast your vote.
 - ii. If you are using e-voting system for the first time, follow the steps given below:

| | For Physical shareholders and other than individual shareholders holding shares in Demat. |
|-----------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| PAN | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. |
| Dividend Bank Details OR Date of Birth (DOB) | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field. |

- iii. After entering these details appropriately, click on “SUBMIT” tab.
- iv. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders

for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- v. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- vi. Click on the EVSN for the relevant <KG Petrochem Ltd> on which you choose to vote.
- vii. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- viii. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- ix. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- x. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xi. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xii. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xiii. Note for non-individual shareholders and custodians:**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporate” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; jproffice21@bhavik.biz, if they have voted from individual tab and not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

Process for those shareholders, whose email/ mobile number are not registered with the company/ depositories:

- (I) If shares are held in physical mode: Please provide Folio Number, name of member, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhaar Card)
- (II) In case shares are held in demat mode: please provide DP ID and Client ID (16-digit DP ID + Client ID or 16-digit beneficiary ID), name of member, client master or copy of consolidated account statement, PAN (self-attested scanned copy of PAN card), Aadhaar (self attested scanned copy of Aadhaar Card).
- (III) If you are an individual shareholder holding securities in demat mode: Please update your email id and mobile number with your respective depository participant (DP), which is mandatory while e-voting and joining virtual meetings through depository.

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

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

Other Instructions

- (I) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting (votes cast during the AGM and votes cast through remote e-voting) and will submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws.
- (II) The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.kgpetro.in and on the website of CDSL immediately. The Company shall simultaneously forward the results to Stock Exchanges, where the shares of the Company are listed.

By Order of the Board of Directors
for KG Petrochem Ltd

Sd/-
Anand Singh
Company Secretary & Compliance Officer
M.No. A69726
Jaipur, August 13, 2024

Registered Office:

C-171, Road No.9J, V.K.I. Area, Jaipur-302013 Rajasthan India

Tel.: 91-141-2331231; Email: jproffice21@bhavik.biz; Website: www.kgpetro.in;

CIN: L24117RJ1980PLC001999

EXPLANATORY STATEMENT
[Pursuant to section 102(1) of the Companies Act, 2013 (“Act”)]

ITEM NO.4

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, proposed the appointment of Mr. Bridhi Chand Sharma, aged of 78 years old as Non-Executive Independent Director of the Company, not liable to retire by rotation, for Second Term of 5 (Five) consecutive years effective from 26 February, 2024 up to 25 February 2029.

Mr. Bridhi Chand Sharma aged of 78 years old holds a degree of Bachelor of Business Administration and Manufacturing and Management and has rich experience in business administration and management. In view of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements), (Amendment) Regulations, 2018, for the appointment of Mr. Bridhi Chand Sharma as a Non-Executive Independent Director, consent of the Members would be required by way of a Special Resolution. It is in the interest of the Company to continue to avail his valuable expertise as his presence on the Board adds more value and gives confidence to the Board in its decisions.

The Company has received a declaration from Mr. Bridhi Chand Sharma to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations. In the opinion of the Board, Mr. Bridhi Chand Sharma fulfils the conditions specified in the Act and SEBI Listing Regulations for appointment as an Independent Director and is independent of the management of the Company. In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. Bridhi Chand Sharma as an Independent Director is now being placed before the Members for their approval.

The Board on the basis of the report of performance evaluation and that his continued association would be of immense benefit to the Company, has recommended re-appointment of Mr. Bridhi Chand Sharma as an Independent Director for Second Term of 5 (Five) consecutive years. Details of Mr. Bridhi Chand Sharma, are provided in the “Annexure-A” to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings(“SS-2”), issued by the Institute of Company Secretaries of India. The Board recommends the resolution as set out at agenda item no. 4 of the accompanying notice for the members’ consideration and approval.

None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Act is, in any way, financially or otherwise, concerned or interested in this resolution.

Annexure A

Details/ brief profile of directors including directors retiring by rotation, seeking appointment/reappointment, etc., at the ensuing Annual General Meeting are as follows:

| | | |
|---------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------|
| Name | Ajay Kumar Sharma | Bridhi Chand Sharma |
| DIN | 09404189 | 08370330 |
| Age and DOB | 46 Years (01/07/1978) | 78 Years (04/05/1946) |
| Qualification | Bachelor of Commerce | Bachelor of Business Administration |
| Experience | Carry wide experience of almost 19 years in the field of Marketing and Sales. | Carry wide experience of almost 42 years in Manufacturing Industry |
| Date Of Original Appointment (dd/mm/yyyy) | 03/01/2022 | 26/02/2019 |
| Relationship with other directors and Key Managerial Personnel of the company | Nil | Nil |
| Number of meetings of the Board attended during the F.Y. 2023-24 | 8 out of 8 meeting attended | 8 out of 8 meeting attended |
| List of the directorships held in other companies as on March 31, 2024* | Directorship: NIL Committee Membership: NIL | Directorship: NIL Committee Membership: NIL |
| Details of listed companies from which Director has resigned in the past three years | Nil | Nil |
| Past Remuneration | Rs.14.40 Lakhs | Nil |
| Proposed Remuneration | Not exceeding to Rs.2,00,000/- p.m. (Rupees Two Lakhs Only) or as maybe decided by the Board of the Directors | Nil |
| Shareholding in the company as on March 31, 2024 | Nil | Nil |

*Directorship includes Directorship of Companies (Listed or not) & Committee membership/ chairmanships.