

KINGFA/SEC/2024-25

Date: 29-08-2024

Corporate Relationship Department,  
**BSE Limited**,  
1st Floor, New Trading Ring,  
Rotunda Building, P.J. Towers,  
Dalal Street, Fort, Mumbai - 400001.  
**Scrip Code : 524019**

Listing Compliance Department,  
**National Stock Exchange of India Limited**  
Exchange Plaza,  
Bandra Kurla Complex, Bandra East,  
Mumbai - 400051.  
**Symbol : KINGFA**

**Sub.: Notice of the 40<sup>th</sup> Annual General Meeting of the Company, Record Date & Book Closure**

Dear Sir / Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Notice of the 40<sup>th</sup> Annual General Meeting of the Company scheduled to be held on **Wednesday, September 25, 2024, at 11.30 A.M. (IST)** through video conferencing ("VC") / other audio visual means ("OAVM").

The remote e-Voting period commences on Sunday, September 22, 2024 (9:00 a.m. IST) and ends on Tuesday, September 24, 2024 (5:00 p.m. IST). The cut - off date for e-voting is Wednesday, September 18, 2024.

In terms of Regulation 42 of the SEBI (LODR) Regulations, 2015 –

1. The Record Date for dividend is Wednesday, September 18, 2024.
2. The Register of Members and the Share Transfer Books of the Company will remain closed from Thursday, September 19, 2024 to Wednesday, September 25, 2024 (both days inclusive) for the purpose of AGM and final dividend, if any.

The Annual Report along with the Notice of AGM is available on the Company's website at [www.kingfaindia.com](http://www.kingfaindia.com).

You are requested to kindly take the same on your record.

Thanking you.

Yours faithfully,  
For **Kingfa Science & Technology (India) Limited**,

**Nirnoy Sur**  
Company secretary & Compliance Officer



## KINGFA SCIENCE & TECHNOLOGY (INDIA) LIMITED

(formerly Hydro S & S Industries Limited)

CIN: L25209TN1983PLC010438

Registered Office: Dhun Building, III Floor, 827, Anna Salai, Chennai – 600 002

Phone: 044-28521736, Fax: 044-28520420, E-mail: cs@kingfaindia.com, Website: www.kingfaindia.com

### Notice of the 40<sup>th</sup> Annual General Meeting

NOTICE is hereby given that the 40<sup>th</sup> Annual General Meeting (AGM) of the members of Kingfa Science & Technology (India) Limited will be held on Wednesday, September 25, 2024 at 11.30 A.M. (IST) through video conferencing ("VC") / other audio visual means ("OAVM") to transact the following business:

#### ORDINARY BUSINESS :

##### Item No. 1 : Adoption of Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and Auditors thereon.

##### Item No. 2 : Declaration of Dividend

To declare a dividend of ₹ 10/- per Equity Share of the face value of ₹ 10/- each (100%), of the Company for the financial year ended March 31, 2024.

##### Item No. 3 : Re-appointment of Mr. Wu Xiaohui

To appoint a Director in place of Mr. Wu Xiaohui (DIN: 06617977) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.

#### SPECIAL BUSINESS :

##### Item No. 4 : Re-appointment of Mr. Doraiswami Balaji as Whole-time Director designated as Executive Director

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force)

and applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended from time to time and subject to other sanctions / approvals as may be necessary, consent of the Members of the Company be and is hereby accorded for re-appointment of Mr. Doraiswami Balaji (DIN : 08256342), as Whole-time Director designated as Executive Director of the Company for a further period of 3 (three) years w.e.f. October 29, 2024 with such remuneration as set out in the Annexure, provided that the total remuneration (including all perquisites / benefits) shall not exceed the ceiling limit as provided in Schedule V, Part II, of the Companies Act, 2013 or such amounts as may be specified by any amendment to the Act and SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended from time to time.

RESOLVED FURTHER THAT in case the Company has no profits or its profits are inadequate in any financial year during the tenure of re-appointment of Mr. Doraiswami Balaji, it may pay a remuneration to Mr. Doraiswami Balaji, which shall not exceed the ceiling as provided in Schedule V, Part II, of the Companies Act, 2013 or such amounts as may be specified by any amendment to the Act.

RESOLVED FURTHER THAT any of the Directors and/or the Company Secretary of the Company, be and is/are hereby authorized, singly and/or jointly to do all such acts, deeds, matters and things, including all filings, as may be considered necessary, desirable or expedient for giving effect to this resolution and matters incidental thereto."

##### Item No. 5 : Approval for Payment of Commission to Independent Directors

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

"RESOLVED THAT pursuant to the provisions of Section 197 read along with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, (hereinafter referred to as the "Act") including any statutory modification(s) or re-enactment thereof for the time being in force, the Members at the Annual

General Meeting of the Company held on September 29, 2021 have approved the payment of Commission to Independent Directors of the Company. Based on the recommendation and approval of the Nomination and Remuneration Committee and the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded for payment of ₹ 6 Lakhs (Rupees Six Lakhs Only) as Commission per Independent Director to Mr. Dilip Dinkar Kulkarni, Mr. N. Subramanian and Ms. Nilima Ramrao Shinde, totalling to ₹ 18 Lakhs (Rupees Eighteen Lakhs Only).

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year, the Independent Directors shall be paid remuneration by way of Commission as set out above, as may be decided by the Board of Directors of the Company and Members of the Company, notwithstanding that it may exceed the limits prescribed under the Companies Act, 2013 and the Rules made thereunder and subject to such restrictions, if any, as may be set out in the applicable provisions of and Schedule V to the Act, from time to time.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company, be and is/are hereby authorized, singly and/or jointly to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution."

**Item No. 6 : Ratification of Remuneration to Cost Auditor**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an ORDINARY RESOLUTION :

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company hereby ratifies the remuneration of ₹ 4,00,000/- (Rupees Four Lakhs Only) plus applicable taxes and re-imbursalment of out of pocket expenses, payable to Mr. K. Suryanarayanan, Cost Accountant (Registration No. 102347), who are re-appointed by the Board of Directors of the Company as Cost Auditor, to conduct the audit of the cost records of the Company for the Financial Year ending March 31, 2025.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) and / or Company Secretary be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

By order of the Board of Directors  
For **Kingfa Science & Technology (India) Limited**

**Nirnoy Sur**  
**Company Secretary**

Place : Pune

Date : August 07, 2024

Membership No. : A26705

**NOTES:**

1. Pursuant to the General Circular No. 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by SEBI (hereinafter collectively referred to as "the Circulars"), companies are allowed to hold AGM through VC/OAVM, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a member of the Company. Since the AGM is being held in accordance with the Circulars through VC/OAVM, the facility for the appointment of proxies by the members will not be available for this AGM and hence the Proxy Form, Attendance Slip and Route Map of AGM are not annexed to this Notice.

3. Corporate Members / Institutional Investors, intending to appoint their authorized representatives pursuant to Sections 112 and 113 of the Act, as the case may be, to attend the AGM through VC or OAVM or to vote through remote e-voting are requested to send a certified copy of the Board Resolution to the Scrutinizer by e-mail at shaswati.vaishnav@gmail.com with a copy marked to evoting@nsdl.com and cs@kingfaindia.com, not later than 48 hours before the scheduled time of the commencement of the Meeting.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of recking the quorum under Section 103 of the Act.
5. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item Nos. 4, 5 & 6 of the Notice is annexed hereto. The relevant details, pursuant to Regulations 36(3) and other applicable Regulations of the Listing Regulations and Secretarial Standards - 2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of

Directors seeking appointment/re-appointment at the AGM is provided as annexure to the Notice. Requisite declarations have been received from Director/s for seeking appointment/re-appointment.

6. The Register of Members and the Share Transfer Books of the Company will be closed from Thursday, September 19, 2024 to Wednesday, September 25, 2024 (both days inclusive) for the purpose of AGM and final dividend, if any.
7. The dividend, if declared at the AGM, will be paid to those members:
  - a. whose name appear as Beneficial Owners as at the end of the business hours on September 18, 2024, in the list of Beneficial Owners to be furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) in respect of equity shares held in electronic form; and
  - b. whose name appear as Members in the Register of Members of the Company after giving effect to valid share transmissions / deletion of names in physical form lodged with the Company / its Registrar and Share Transfer Agent (RTA) on or before September 18, 2024.
8. Regulation 12 and Schedule I of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including amendments thereunder, requires all companies to use the facilities of electronic clearing services for payment of dividend. In order to get your dividend through electronic mode or NECS, members who are holding shares in physical form are requested to inform their Bank account details such as the name of the Bank, branch, its address, account number, 9 digit MICR code, IFSC code and type of account i.e. Savings or Current or Cash Credit etc., to RTA of the Company, Integrated Registry Management Services Private Limited, (Unit : Kingfa Science & Technology (India) Limited), 2nd Floor, Kences Towers, No.1, Ramakrishna Street, North Usman Road, T Nagar, Chennai - 600 017, Phone No(s)- +91-44-2814 0801-0803.

Members holding shares in dematerialized form are requested to inform their bank account particulars to their respective Depository Participant (DP) and not to the RTA of the Company.

As per SEBI circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20th April 2018, unpaid/unclaimed dividend will be processed through electronic mode only.

9. In terms of the provisions of the Income-Tax Act, 1961 (Act), as amended by the Finance Act, 2020, dividends paid or distributed by the Company after 1st April, 2020, shall be taxable in the hands of the shareholders and the Company shall be required to deduct tax at source (TDS) from the

dividend to be paid at the prescribed rates. The TDS rate would vary depending on the residential status and category of the shareholder. All shareholders are thereby requested to update any change in residential status and/or category with depository participants (in case of shares held in electronic form) or with the RTA, i.e. Integrated Registry Management Services Private Limited (in case of shares held in physical form).

For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof.

The shareholders can download, submit their duly completed and signed tax-exemption forms along with other required documents by uploading on <https://www.integratedregistry.in/TaxExemptionRegistration.aspx>.

In case tax on dividend is deducted at a higher rate in the absence of receipt of the specified details/documents, you would still have the option of claiming refund of the excess tax paid at the time of filing your income tax return. No claim shall lie against the Company for such taxes deducted. Please note that the upload of documents (duly completed and signed) on the website of RTA should be done in order to enable the Company to determine and deduct appropriate TDS / Withholding Tax. Incomplete and/or unsigned forms and declarations will not be considered by the Company.

10. In order to receive the correspondence / dividend, if any from the Company in a timely manner, Members are requested to register their e-mail addresses / Bank Account details. As per SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 3, 2021, (subsequently amended by circulars dated December 14, 2021, May, 17 2023 and November 17, 2023) it mandates holders of physical securities to furnish details as PAN, Nomination, KYC details of all the shareholders and Bank Account details of first holder. The KYC letters along with requisite forms were dispatched to all such shareholders holding shares in physical form on July 02, 2024. In view of the aforesaid, we request you to submit the requisite Investor Service Request Form(s) along with required supporting documents as stated therein at the earliest. The relevant formats for Nomination and Updation of KYC details viz; Forms ISR -1, ISR-2, ISR-3, SH- 13, SH-14 and SEBI circular are available on the RTA website <https://www.integratedregistry.in/KYCRegister.aspx>.

The members of the Company holding shares in dematerialized form and who have not registered their bank details or registered their e-mail address (es), can get the same registered with their respective Depository



Participants by following the procedure prescribed by them.

11. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

The Members will be able to view the proceedings on National Securities Depository Limited's ('NSDL') e-Voting website at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

12. Pursuant to the MCA Circulars and SEBI Circulars, the Notice of the AGM along with the Annual Report for FY 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company / the Registrar / Depositories. The Company shall send the physical copy of Annual Report and Notice of the AGM to those Members who request the same to Company's RTA at [yuvraj@integratedindia.in](mailto:yuvraj@integratedindia.in) or to the Company at [cs@kingfaindia.com](mailto:cs@kingfaindia.com). The Notice convening the AGM has been uploaded on the website of the Company at [www.kingfaindia.com](http://www.kingfaindia.com) and may also be accessed from the relevant section of the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The AGM Notice is also available on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
13. As per Regulation 40 (1) of the SEBI Listing Regulations, as amended from time to time, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. Further, SEBI had fixed March 31, 2021 as the cut-off date for re-lodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in dematerialised mode. The requests for effecting transfer/transmission/transposition of securities shall not be processed unless the securities are held in the dematerialised form. Transfers of equity shares in electronic form are effected through the depositories with no involvement of the Company. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company's Registrar and Share Transfer

Agent, M/s. Integrated Registry Management Services Private Limited ("Registrar" or "RTA") at [yuvraj@integratedindia.in](mailto:yuvraj@integratedindia.in) for assistance in this regard.

14. All unclaimed dividends up to the FY 2010-11 paid by the Company have been transferred to Investor Education and Protection Fund of the Central Government. No dividend was declared thereafter. The shares and unclaimed dividend transferred to the IEPF can however be claimed back by the concerned members from IEPF Authority after complying with the procedure prescribed under the IEPF Rules. The Member/Claimant is required to make an online application to the IEPF Authority in Form IEPF-5 (available on [www.iepf.gov.in](http://www.iepf.gov.in)) along with requisite fees as decided by the IEPF Authority from time to time.
15. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), registering of nomination, Bank details etc., to their Depository Participants (DPs) in case the shares are held in electronic form and to the RTA at [yuvraj@integratedindia.in](mailto:yuvraj@integratedindia.in) in case the shares are held in physical form, in prescribed Form No. ISR-1, quoting their folio number and enclosing supporting document. Further, Members may note that SEBI has mandated the submission of PAN by every participant in securities market.
16. As per the provisions of Section 72 of the Act, the facility for making nomination is available to the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to cancel the earlier nomination and record a fresh nomination, he may submit the same in Form SH-14. Members who are either not desiring to register Nomination or would want to opt out, are requested to fill and submit Form No. ISR-3. The said forms can be obtained from the RTA, E- mail ID : [yuvraj@integratedindia.in](mailto:yuvraj@integratedindia.in). Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the RTA in case the shares are held in physical form, quoting their folio no.
17. As prescribed by the MCA under the Act, requires the Company/Registrars and Share Transfer Agents to record additional details of Members, including their PAN details, e-mail address, bank details etc. Members holding shares in physical form are requested to submit the filled-in Form No. ISR- 1 to the RTA in physical mode. Members holding shares in electronic form are requested to submit the details to their respective DP only and not to the Company or RTA.
18. During the AGM, Members may access the electronic copy of Register of Directors and Key Managerial Personnel and

their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act. Members desiring inspection of statutory registers and other relevant documents may send their request in writing to the Company at [cs@kingfaindia.com](mailto:cs@kingfaindia.com), latest by September 23, 2024 (upto 3:00 P.M).

19. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
20. **Process for those shareholders whose e-mail ids are not registered with the Depositories/the Company for procuring user id and password and registration of e-mail ids for e-voting for the resolutions set out in this Notice:**

This AGM Notice is being sent, by e-mail, only to those eligible Members who have already registered their e-mail address with the Depositories / the depository participant / the Company's Registrar and Share Transfer Agents, (RTA): Integrated Registry Management Services Private Limited / the Company or who will register their e-mail address with RTA.

Members who have not registered their email address and in consequence could not receive the notice may temporarily get their email address registered with the RTA at [yuvraj@integratedindia.in](mailto:yuvraj@integratedindia.in). Post successful registration of the email address, the Member will receive soft copy of the Notice and the procedure for e-voting along with the User ID and the Password to enable remote e-voting for this Notice. In case of any queries, Member may write to RTA at [yuvraj@integratedindia.in](mailto:yuvraj@integratedindia.in).

Also, the Members whose email ids are not registered with the Company or Depository Participant(s) as on the cut-off date are requested to register their e-mail Ids by sending an e-mail citing subject line as "Kingfa-AGM-Registration of e- mail Ids" to Registrar and Transfer Agent of the Company (RTA), i.e., Integrated Registry Management Services Private Limited at [yuvraj@integratedindia.in](mailto:yuvraj@integratedindia.in) or to the Company at [cs@kingfaindia.com](mailto:cs@kingfaindia.com) with name of registered shareholder(s), folio number(s)/DP Id/Client Id and Number of equity shares held from the email address they wish to register to enable them to exercise their vote on special businesses as set out in the AGM Notice through remote e-voting facility provided by NSDL.

For permanent registration of e-mail addresses, Members are requested to register the same with their concerned DPs, in respect of electronic holding and with the Company's RTA by writing to them at [yuvraj@integratedindia.in](mailto:yuvraj@integratedindia.in) in respect of physical holding, by submitting the Form No. ISR-1 duly filled and signed by the holders. Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/updated with their Depository Participants / RTA of the Company to enable servicing of notices / documents / Annual Reports and other communications electronically to their e-mail address in future.

21. **Alternatively, Members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-Voting by providing Demat account number / Folio number and scanned copy of the share certificate (front and back) or client master, or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card).**

The Individual Shareholders holding securities in Demat mode, are requested to follow steps mentioned below in Para 31 below under Step 1 (A) i.e "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in Demat mode.

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in Demat mode are allowed to vote through their Demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

22. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 and subsequent circulars issued in this regard, the latest being September 25, 2023, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an arrangement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue

- voting on the date of the AGM will be provided by NSDL.
23. Members of the Company holding shares either in physical form or in electronic form as on the cut-off date i.e. Wednesday, September 18, 2024 may cast their vote by remote e-Voting. The remote e-Voting period commences on Sunday, September 22, 2024 (9:00 a.m. IST) and ends on Tuesday, September 24, 2024 (5:00 p.m. IST). The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting rights of the Members (for voting through remote e-Voting before the AGM and e-Voting during the AGM) shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date of Wednesday, September 18, 2024. Subject to receipt of requisite number of votes, the Resolutions passed by remote e-voting are deemed to have been passed as if they have been passed at the AGM i.e. Wednesday, September 25, 2024. The Notice of the AGM indicating the instructions of remote e-voting process can be downloaded from the NSDL's website [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or the Company's website [www.kingfaindia.com](http://www.kingfaindia.com).
  24. Members will be provided with the facility for voting through electronic voting system during the video conferencing proceedings at the AGM and Members participating at the AGM, who have not already cast their vote by remote e-Voting, will be eligible to exercise their right to vote during such proceedings of the AGM. Members who have cast their vote by remote e-Voting prior to the AGM will also be eligible to participate at the AGM but shall not be entitled to cast their vote again on such resolution(s) for which the member has already cast the vote through remote e-Voting.
  25. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date i.e. Wednesday, September 18, 2024, shall be entitled to avail the facility of remote e-voting before the AGM as well as e-Voting during the AGM. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after the dispatch of this Notice and holding shares as on the cut-off date, i.e. Wednesday, September 18, 2024, may obtain the User ID and password by sending a request along with the requisite documents as mentioned in Para 21 above, at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, i.e. Wednesday, September 18, 2024, may follow steps mentioned in Para 31 below under Step 1 (A) i.e. "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
  26. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting, by use of remote e-voting system for all those Members who are present during the AGM through VC/OAVM but have not cast their votes by availing the remote e-Voting facility. The e-voting module during the AGM shall be disabled by NSDL for voting 15 minutes after the conclusion of the Meeting.
  27. Ms. Shaswati Vaishnav, Practising Company Secretary (ACS 11392, CP No. 8675) M/s. Vaishnav Associates has been appointed as the Scrutinizer by the Board to scrutinize remote e-Voting process before the AGM as well as remote e-Voting during the AGM in a fair and transparent manner.
  28. The Scrutinizer will submit her report to the Chairman or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes cast during the AGM and votes casted through remote e-voting), not later than 2 working days from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges on which the Company's shares are listed, NSDL and will also be displayed on the Company's website at [www.kingfaindia.com](http://www.kingfaindia.com).
  29. Members are encouraged to submit their questions in advance with regard to the financial statements or any other matter to be placed at the AGM, from their registered email address, mentioning their name, DP ID and Client ID number /folio number and mobile number, to reach the Company's email address at [cs@kingfaindia.com](mailto:cs@kingfaindia.com) **before 5.00 p.m. (IST) on Saturday, September 21, 2024** and responses to such queries will be appropriately addressed by the Chairman of the meeting.
  30. Members who would like to express their views/ask questions as a speaker at the Meeting may preregister themselves by sending a request from their registered email address mentioning their names, DP ID and Client ID/ folio number, PAN and mobile number at [cs@kingfaindia.com](mailto:cs@kingfaindia.com) from **Wednesday, September 18, 2024 (9:00 a.m. IST) to Saturday, September 21, 2024 (5:00 p.m. IST)**. **Only those Members who have pre-registered themselves as a speaker on the dedicated email id [cs@kingfaindia.com](mailto:cs@kingfaindia.com) will be allowed to express their views/ask questions during the AGM.** When a pre-registered speaker is invited to speak at the meeting but

he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with good internet speed. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, depending on the availability of time for the AGM.

### 31. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING, VOTING DURING THE MEETING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on **Sunday, September 22, 2024 at 9:00 A.M. IST** and ends on **Tuesday, September 24, 2024 at 5:00 P.M. IST**. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. **Wednesday, September 18, 2024**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being

**Wednesday, September 18, 2024.**

#### How do I vote electronically using NSDL e-Voting system?

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

#### Step 1: Access to NSDL e-Voting system




##### A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "<b>Beneficial Owner</b>" icon under "<b>Login</b>" which is available under '<b>IDeAS</b>' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "<b>Access to e-Voting</b>" under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "<b>Register Online for IDeAS Portal</b>" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>



Type of shareholders	Login Method
	<p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>    </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

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 icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

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 NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial

password' and the system will force you to change your password.

- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment

i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
    - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
    - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
    - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
    - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
  7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
  8. Now, you will have to click on "Login" button.
  9. After you click on the "Login" button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

**How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [shaswati.vaishnav@gmail.com](mailto:shaswati.vaishnav@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) and [cs@kingfaindia.com](mailto:cs@kingfaindia.com), not later than 48 hours before the scheduled time of the commencement of the Meeting. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, NSDL at [evoting@nsdl.com](mailto:evoting@nsdl.com).

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company's RTA at

yuvraj@integratedindia.in or to the Company at cs@kingfaindia.com.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company's RTA at yuvraj@integratedindia.in or to the Company at cs@kingfaindia.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

### **32. THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting

on the day of the AGM shall be the same person mentioned for Remote e-voting.

### **33. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

By order of the Board of Directors  
**For Kingfa Science & Technology (India) Limited**

Place : Pune  
Date : August 07, 2024

**Nirnoy Sur**  
**Company Secretary**  
Membership No. : A26705



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

**Item No. 4 : Re-appointment of Mr. Doraiswami Balaji as Whole-time Director designated as Executive Director**

The Board of Directors of the Company on the basis of the recommendation of Nomination and Remuneration Committee at its Meeting held on August 07, 2024 has, subject to approval of members, re-appointed Mr. Doraiswami Balaji (DIN : 08256342) as a Whole-time Director designated as Executive Director, for a further period of 3 (three) years w.e.f. October 29, 2024, on such terms & conditions with such remuneration as set out in the Annexure, provided that the total remuneration (including all perquisites, benefits) shall not exceed the ceiling limit as provided in Schedule V, Part II, of the Companies Act, 2013 or such amounts as may be specified by any amendment to the Act, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications(s) or enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended from time to time.

Mr. Doraiswami Balaji satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for his re-appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act. The Company has received a notice in writing from a Member under Section 160 of the Act proposing his the candidature.

The above may be treated as a written memorandum setting out the terms of re-appointment of Mr. Doraiswami Balaji under Section 190 of the Act.

Details of Mr. Doraiswami Balaji are provided in the Annexure pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India.

None of the Directors and / or Key Managerial Personnel of the Company and their respective relatives other than Mr. Doraiswami Balaji, is in any way concerned or interested, financial or otherwise, in the resolutions set out at Item No.4 of the Notice.

The Special resolution proposed to be passed is an enabling resolution, permitting the Company to pay the fixed remuneration even during absence or inadequacy of profits in any financial year, in compliance with Section 197 read with Schedule V of the Companies Act, 2013.

The Board of Directors recommends the Special Resolution set out at Item No.4 of the Notice by the Members.

**Item No. 5 : Approval for Payment of Commission to Independent Directors**

The Independent Directors contribute their wealth of knowledge, skills, expertise, strategies and experience to the business of the Company and provide required diversity in Board's decision making process.

They have provided guidance and support to the Management for improvement. Various other factors include attendance, time spent in Board & Committee Meetings and operational matters, contribution made by the Directors other than the Meetings for overall improvement and effective management of the company.

In view of the increased demands on Independent Directors participation in Board and Committee meetings and the higher responsibilities they are expected to bear in the interest of higher level of excellence in corporate governance on account of statutory and regulatory changes, it is proposed to pay ₹ 6 Lakhs (Rupees Six Lakhs Only) as Commission per Independent Director to Mr. Dilip Dinkar Kulkarni, Mr. N. Subramanian and Ms. Nilima Ramrao Shinde, totalling to ₹ 18 Lakhs (Rupees Eighteen Lakhs Only).

Pursuant to the Companies (Amendment) Act, 2020, read with rules made thereunder, as amended from time to time, if a company fails to make profits or makes inadequate profits in a financial year, any independent director, may be paid remuneration in accordance with Schedule V of the Act.

In view of the above and in appreciation to the contribution and services, the Independent Directors have rendered and continue to render to the Company, the Board, on the basis of the recommendation of the Nomination and Remuneration Committee, at their respective Meetings held on August 07, 2024 have approved and recommended payment of Commission in addition to the sitting fees payable to them for attending Board/Committee meetings and reimbursement of expenses incurred for participation in the Board and/or Committee Meetings.

None of the Directors/key managerial personnel and/or their relatives, except the concerned Independent Directors are directly or indirectly concerned or interested, financially or otherwise, except to the extent of remuneration that may be received by them in the Company, in the resolution set out in Item No. 5 of the Notice.

The Board recommends the Special Resolution set out in item no. 5 for approval by Shareholders.

**Item No. 6 : Ratification of Remuneration to Cost Auditor**

The Board of Directors of the Company on the recommendation of the Audit Committee, approved the re-appointment of Mr. K. Suryanarayanan, Cost Accountant, to conduct the audit of the Cost records of the Company on a remuneration of ₹ 4,00,000/- (Rupees Four Lakhs Only), plus applicable taxes and reimbursement of out of pocket expenses for the Financial Year ending March 31, 2025.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, (as amended from time to time) the remuneration as mentioned above, payable to the Cost Auditor is required to be ratified by the Members of the Company. Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditor for the Financial Year

ending March 31, 2025, as set out in the Ordinary Resolution for the aforesaid services to be rendered by him.

None of the Directors and / or Key Managerial Personnel of the Company and their relatives are in any way concerned or interested, financially or otherwise, in the said Resolution.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 6 of the Notice for approval by the Members.

By order of the Board of Directors  
For **Kingfa Science & Technology (India) Limited**

Place : Pune  
Date : August 07, 2024

**Nirnoy Sur**  
**Company Secretary**  
Membership No. : A26705

## Annexure

## Details of Directors seeking Re-appointment at the Annual General Meeting

[Pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standards-2 on General Meetings]

Name of the Director	Mr. Wu Xiaohui	Mr. Doraiswami Balaji
Designation	Director	Whole-Time Director designated as Executive Director
Category of Director	Non-Independent - Non-Executive	Non-Independent - Executive
DIN	06617977	08256342
Date of Birth	09/04/1979	30/05/1962
Age	45 years	62 years
Date of first appointment on the Board	03/07/2013	29/10/2018
Qualifications	Master's degree in Polymer Science	Graduate – Chemistry, PG - Plastics Processing Technology, MBA – Marketing, PG Diploma - Production management, Diploma from Plastics & Rubber Institute (London).
Experience	More than 19 years	Over 40 years
Expertise in specific functional areas	Product Development and Technical Support	Marketing, Operations and TQM
Brief Resume/Profile	Mr. Wu Xiaohui holds Master's degree in Polymer Science and has experience in Product Development and Technical Support.	Mr. Doraiswami Balaji is a graduate in Chemistry and a post graduate in Plastics Processing Technology from CIPET, Chennai. He acquired an MBA in Marketing and also a PG Diploma in Production management from the University of Madras apart from a Diploma from Plastics & Rubber Institute (London).  He has experience of more than 4 decades in Plastics field, almost all of it related to compounding / modified Plastics. He started his career with a leading injection moulding unit at Chennai and switched to SRF Ltd (then called Shriram Fibers Ltd).  Mr. Balaji joined Hydro S&S Industries Ltd (the predecessor of Kingfa Science & Technology (India) Ltd) as their head of Sales and Marketing in Jan 2012 and was responsible for making Kingfa India the no. one player in the modified plastics field.

Terms and conditions of re-appointment	Liable to retire by rotation. Re-appointment in terms of Section 152(6) of the Companies Act, 2013.	3 years w.e.f. October 29, 2024. Re-appointment in terms of Sections 196, 197, 203 and Schedule V.
Details of remuneration sought to be paid	Eligible for sitting fees as approved by the Board.	Total remuneration not to exceed ₹ 250 Lakhs per annum.
Remuneration last drawn (FY23-24)	Sitting Fees – ₹ 4.20 Lakhs	₹ 165.51 Lakhs (Includes Salary, Perquisites & Performance Incentive)
Shareholding in the company	NIL	255 Equity Shares
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	None	None
Number of Meetings of the Board attended during the year	4 out of 4	4 out of 4
Chairperson / Membership of the Statutory Committee(s) of Board of Directors of the Company	Member – Corporate Social Responsibility Committee	Member – Audit Committee Member – Stakeholders Relationship Committee Member – Risk Management Committee Member – Corporate Social Responsibility Committee
List of Directorship / Membership / Chairmanship of Committees of other Board	None	None
Listed Entities from which he has resigned as Director in past 3 years	None	None

By order of the Board of Directors  
For **Kingfa Science & Technology (India) Limited**

Place : Pune  
Date : August 07, 2024

**Nirnoy Sur**  
**Company Secretary**  
Membership No. : A26705

Registered Office :  
**Kingfa Science & Technology (India) Limited**  
(formerly Hydro S & S Industries Limited)  
CIN : L25209TN1983PLC010438  
Dhun Building, III Floor,  
827, Anna Salai, Chennai – 600 002  
Phone : 044-28521736, Fax : 044-28520420,  
E-mail : cs@kingfaindia.com



### **Important Communication to Members**

The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice / documents including Annual Report can be sent by e- mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respects of electronic holding with the depository through their concerned Depository Participants. Members, who hold shares in physical form, are requested to contact and give their consent by providing their e - mail Id to the Company's Registrar and Share Transfer Agent, M/s. Integrated Registry Management Services Private Limited, to their e-mail ID i.e., yuvraj@integratedindia.in.