



Ref. No.: KGES/BSE/2023-24/512

Dated: 06.09.2023

To,  
Corporate Services Department,  
BSE Limited, P J Towers,  
1st Floor, Dalal Street,  
Fort, Mumbai - 400001.  
BSE Scrip Code: KGES 543289

**Sub:** Notice of 10<sup>TH</sup> Annual General Meeting of Kuberan Global Edu Solutions Limited for Financial Year 2022-23 as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as amended ('Listing Regulations')

**Dear Sir,**

We wish to inform you that the 10<sup>th</sup> Annual General Meeting of Kuberan Global Edu Solutions Limited will be held on Thursday, 28<sup>th</sup> September 2023 at 10.15 A.M. (IST) at the registered Office of the Company .

Accordingly, pursuant to Regulation 30 read with Schedule III Part A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Notice of the 10<sup>th</sup> Annual General Meeting of the Company along with the explanatory statement is enclosed for the information of the Stock Exchanges. The Notice forms part of the Annual Report of the Company for the Financial Year 2022-23. Further, the Annual Report is sent to those members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent/ Depositories through electronic mode.

The Notice is also available on the website of the Company i.e., [www.kgesltd.in](http://www.kgesltd.in)

We request you to take the same on your records.

Kindly take the above on record.

Yours faithfully,

**For Kuberan Global Edu Solutions Limited,**  
**CIN-U80900TZ2013PLC019519**



**K.CHANDRAMOULEESWARAN**  
**MANAGING DIRECTOR**  
**DIN : 06567258**



## **NOTICE TO THE 10TH ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT the 10<sup>th</sup> (Tenth) Annual General Meeting ("AGM") of Members of Kuberan Global Edu Solutions Limited ("Company") will be held on Thursday, 28<sup>th</sup> day of September 2023 at 10.15 A.M. (IST) at , the Registered Office of the Company situated at No 401 GES Complex 1<sup>st</sup> Floor 7<sup>th</sup> Street Gandhipuram Coimbatore TN 641012**

### **ORDINARY BUSINESS:**

- 1. ITEM NO : 1 To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March 2023 together with the Reports of the Board of Directors and Auditors thereon. To receive, consider and adopt the following:**

To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March 2023 including the Audited Balance Sheet as of 31<sup>st</sup> March 2023 and the Statement of Profit and Loss and Cash Flow for the year ended on that date and the Reports of the Directors and the Auditors thereon.

- 2. ITEM NO :2 Re-Appointment of Mr. Krishnan Chandrasekaran (DIN: 06567254) as " Director" of the Company, liable to retire by rotation, who has offered himself for re-appointment**

The members are requested to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the Shareholders of the Company be and is hereby accorded to the reappointment of **Mr. Krishnan Chandrasekaran (DIN: 06567254)** as a "Director", who shall be liable to retire by rotation."

### **SPECIAL BUSINESS:**

- ITEM NO 3: Reappointment of CHANDRAMOULEESWARAN KRISHNAN (DIN 06567258) Managing Director of the Company, and approval of the remuneration payable to him To consider and if thought fit, to pass the following resolution as an ordinary resolution:**

**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), the rules framed thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and such other provisions as may be applicable, approval of the members of the Company be and is hereby accorded for reappointment of CHANDRAMOULEESWARAN KRISHNAN (DIN [06567258](#)) Managing Director of the Company, effective 28<sup>th</sup> September 2023, on such terms and conditions including the remuneration as per Act.

**RESOLVED FURTHER THAT** the Board of Directors of the Company ("the Board") be and is hereby authorized to execute a New Employment Agreement inter-alia containing the terms and conditions of reappointment and to alter such terms and conditions as it may deem appropriate in relation to reappointment of Chandran Managing Director of the Company commencing from 28<sup>th</sup> September 2023 to 31<sup>st</sup> August 2028, on the recommendations of the nomination and remuneration committee of the Company ("the Committee") in compliance with the applicable provisions of the Act and other applicable laws.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.

**ITEM NO 4: To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution:**

Re-appointment of Mr. MANIKANNAN SEKAR ([08218802](#)) as Independent Director of the Company:

**"RESOLVED THAT** pursuant to provisions of Sections 149, 150, 152, 197 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of Companies Act, 2013 and rules made thereunder



(including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, the approval of the Members/Shareholders of the Company be and is hereby accorded for the Mr. MANIKANNAN SEKAR ([08218802](#)), in respect of whom the Company has received a notice in writing from a Member in terms of Section 160 of the Companies Act, 2013, proposing her candidature for the office of Director, be and is hereby re-appointed as Independent Director of the Company for a second term of 5 (five) consecutive years effective 28<sup>th</sup> September 2023, not liable to retire by rotation.

**“RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to take such steps and do all such acts, deeds, matters, and things as may be considered necessary, proper and expedient to give effect to this Resolution.” pursuant to provisions of Sections 149, 150, 152, 197 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, the approval of the Members/Shareholders of the Company be and is hereby accorded for the Mr. MANIKANNAN SEKAR ([08218802](#)) in respect of whom the Company has received a notice in writing from a Member in terms of Section 160 of the Companies Act, 2013, proposing her candidature for the office of Director, be and is hereby re-appointed as Independent Director of the Company for a second term of 5 (five) consecutive years effective 28<sup>th</sup> September 2023, not liable to retire by rotation.

**“RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution.”

**ITEM NO 5: To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution:**

Re-appointment of Mr. MEGANATHAN ETHIRAJ ([08218803](#)) as Independent Director of the Company:

**“RESOLVED THAT** pursuant to provisions of Sections 149, 150, 152, 197 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, the approval of the Members/Shareholders of the Company be and is hereby accorded for the Mr. MEGANATHAN ETHIRAJ ([08218803](#)) in respect of whom the Company has received a notice in writing from a Member in terms of Section 160 of the Companies Act, 2013, proposing her candidature for the office of Director, be and is hereby re-appointed as Independent Director of the Company for a second term of 5 (five) consecutive years effective 28<sup>th</sup> September 2023, not liable to retire by rotation.

**“RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to take such steps and do all such acts, deeds, matters, and things as may be considered necessary, proper and expedient to give effect to this Resolution.” pursuant to provisions of Sections 149, 150, 152, 197 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, the approval of the Members/Shareholders of the Company be and is hereby accorded for the Mr. MEGANATHAN ETHIRAJ ([08218803](#)) in respect of whom the Company has received a notice in writing from a Member in terms of Section 160 of the Companies



Act, 2013, proposing her candidature for the office of Director, be and is hereby re-appointed as Independent Director of the Company for a second term of 5 (five) consecutive years effective 28<sup>th</sup> September 2023, not liable to retire by rotation.

**“RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution.”

**ITEM NO 6: To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution:**

Re-appointment of Mr. SATHYASEELAN THAVASIAPPAN ([08254234](tel:08254234)) as Independent Director of the Company:

**“RESOLVED THAT** pursuant to provisions of Sections 149, 150, 152, 197 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, the approval of the Members/Shareholders of the Company be and is hereby accorded for the Mr. SATHYASEELAN THAVASIAPPAN ([08254234](tel:08254234)) in respect of whom the Company has received a notice in writing from a Member in terms of Section 160 of the Companies Act, 2013, proposing her candidature for the office of Director, be and is hereby re-appointed as Independent Director of the Company for a second term of 5 (five) consecutive years effective 28<sup>th</sup> September 2023, not liable to retire by rotation.

**“RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to take such steps and do all such acts, deeds, matters, and things as may be considered necessary, proper and expedient to give effect to this Resolution.” pursuant to

provisions of Sections 149, 150, 152, 197 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, the approval of the Members/Shareholders of the Company be and is hereby accorded for the Mr. Mr. SATHYASEELAN THAVASIAPPAN ([08254234](tel:08254234)) in respect of whom the Company has received a notice in writing from a Member in terms of Section 160 of the Companies Act, 2013, proposing her candidature for the office of Director, be and is hereby re-appointed as Independent Director of the Company for a second term of 5 (five) consecutive years effective 28<sup>th</sup> September 2023, not liable to retire by rotation.

**“RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution.”

**ITEM NO 7: To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution:**

Re-appointment of Mrs. PALANIVELAMMAL ([06567256](tel:06567256)) as Whole-Time Director of the Company:

**RESOLVED THAT** pursuant to the provisions of Sections 196, 197 and 203 of the Companies Act, 2013 (“Act”) read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) and enactment(s) thereof for the time being in force), the consent of the members be and is hereby accorded for the re-appointment of Mrs. PALANIVELAMMAL ([06567256](tel:06567256)) as a Whole Time Director designated as Director (Environment & Safety) of the



Company for a period of 5 years, with effect from 28<sup>th</sup> September 2023 with the terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice convening this Annual General Meeting and as recommended by Nomination and Remuneration Committee (“Committee”) and approved by the Board, with liberty to the Board of Directors (including Committee) to alter and vary the terms and conditions of the said re-appointment /remuneration in such manner as deemed fit necessary.

**RESOLVED FURTHER THAT** the remuneration payable to Mrs. PALANIVELAMMAL ([06567256](#)) shall not exceed the overall ceiling of the total managerial remuneration as provided under section 197 and Schedule V of the Companies Act, 2013 or such other limits as may be prescribed from time to time.

**RESOLVED FURTHER THAT** where in any financial year during the currency of his tenure, the Company has no profits or its profits are inadequate, the remuneration payable to Mrs. PALANIVELAMMAL ([06567256](#)), Whole Time Director by way of salary, perquisites and allowances shall not exceed the maximum remuneration payable in accordance with Section II of Part II of Schedule V of the Companies Act, 2013 with liberty to the Board / Committee to decide the breakup of the remuneration from time to time in consultation with the Whole Time Director.

**RESOLVED FURTHER THAT** Mrs. PALANIVELAMMAL ([06567256](#)), Whole Time Director be entrusted with such powers and perform such duties as may from time to time be delegated / entrusted to him subject to the supervision and control of the Board.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be considered

necessary, usual or expedient, to give effect to the aforesaid resolution.

**By Order of the board**  
**For Kuberan Global Edu Solutions Limited**  
**Sd/-**  
**Chandramouleeswaran Krishnan**  
**Managing Director**  
**DIN: 06567258**

**Registered Office**  
NO 401 GES Complex, 1<sup>st</sup> Floor,  
7<sup>th</sup> Street, Gandhipuram, Coimbatore,  
TN 641012 IN





**Note:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of member(s) not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company carrying voting rights. A member holding more than ten percent (10%) of the total share capital of the Company may appoint a single person as proxy and such person shall not act as proxy for any other person or member
2. The instrument appointing the proxy (enclosed hereto) in order to be effective must be deposited (duly completed, stamped and signed) at the registered office of the Company not less than forty eight (48) hours before the commencement of the meeting.
3. Member(s)/Proxies/Authorized Representatives are requested to bring the enclosed attendance slip duly filled in and signed for attending the meeting. Member(s) who hold equity shares in electronic mode are requested to write the Client ID and DP ID number and those who hold equity shares in physical mode are requested to write their folio number in the attendance slip.
4. Corporate Member(s) intending to send their authorized representative(s) to attend the meeting are requested to send a duly certified copy of the Board Resolution/Power of Attorney authorizing their representative(s) to attend and vote on their behalf at the meeting.
5. Shareholders can avail the facility of nomination in respect of shares held by them in physical form, pursuant to the provisions of Section 72 of the Companies Act, 2013 read with the Rules framed thereunder. Members

desiring to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to Bigshare. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.

6. In case of joint holders, only such joint holder who is named first in the order of names will be entitled to vote.
7. The route map showing directions to reach the venue of the 10<sup>th</sup> Annual General Meeting is enclosed.
8. The relevant details of Directors proposed to be appointed/ reappointed, as required under Reg. 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and Secretarial Standards-2 on General Meetings are also annexed as **Annexure-A**.
9. The Register of Directors’ and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013, and all other documents referred to in the Notice and Explanatory Statement will be available for inspection in electronic mode by writing to the Company at its email id: [investor@kgesltd.in](mailto:investor@kgesltd.in) till the date of AGM.
10. Members may also note that the Notice of AGM and the Annual Report for the Financial Year 2022-23 will be available on the Company’s website [www.kgesltd.in](http://www.kgesltd.in) , or on the websites of the Stock Exchange where the Equity Shares of the Company are listed, i.e., BSE Limited (at [www.bseindia.com](http://www.bseindia.com)) and on the website of National Securities Depository Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
11. Members desirous of seeking any information relating to the Accounts of the Company may write to the Company at No 401 GES Complex 1<sup>st</sup> Floor 7th Street Gandhipuram Coimbatore TN 641012 IN for the attention of Company



- Secretary, at least seven days in advance of the Meeting so that requisite information can be made available at the Meeting.
12. The Register of Members and Share Transfer Books of the Company shall remain closed from Friday, September 22, 2023 to Thursday, September 28, 2023 (both days inclusive).
  13. Members/Proxies are requested to bring the attendance slip along with their copy of the Annual Report to the Meeting.
  14. Member(s) holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its RTA cannot act on any request received directly from the member(s) holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant by the members.
  15. Member(s) holding shares in physical form are requested to notify the Company or Company's Registrar and Transfer Agent (RTA), Bigshare Services Pvt Ltd of any change in their addresses/Bank Mandates. Member(s) holding shares in dematerialized form are requested to notify their respective Depository Participant of any change in their addresses/Bank Mandates.
  16. Members holding shares in physical mode and who have not registered / updated their email addresses with the Company are requested to update their email addresses with the Registrar and Transfer Agents of the Company, viz., Bigshare on its website (at [www.bigshareonline.com](http://www.bigshareonline.com)) along with the copy of the signed request letter mentioning the name and address of the Member, scanned copy of the share certificate (front and back), self-attested copy of the PAN card, and self-attested copy of any document (e.g.: Driving License, Election Identity Card, Passport) in support of the address of the Member. In case of any queries / difficulties in registering the e-mail address, such Members may write to [investor@bigshareonline.com](mailto:investor@bigshareonline.com). Members holding shares in dematerialized mode are requested to register / update their e-mail addresses with the relevant Depository Participant(s).
  17. All relevant documents referred to in the Notice of the Meeting shall be open for inspection at the Registered Office of the Company during normal business hours (11.00 am to 1.00 pm) on all working days, upto the date of the meeting.
  18. The voting rights of member(s) shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date i.e. Friday, September 22, 2023. 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. Friday, September 22, 2023 only shall be entitled to avail the facility of remote e-voting / Poll.
  19. Member(s) who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices etc. from the Company electronically.
  20. A shareholder may appoint a proxy to exercise all or any of their rights to attend and to speak and vote on their behalf at the AGM. A shareholder may appoint more than one proxy for the AGM as long as each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder and a proxy does not need to be a shareholder of the Company. A Form of Proxy for the meeting is enclosed. To be valid any Form of Proxy or other instrument appointing a proxy must be returned by post, by courier or by hand (during normal business hours only) to the Company's at registered office address on 28<sup>th</sup> September, 2023, or if the AGM is adjourned, 48 hours (excluding non-working days) prior to the adjourned meeting. A proxy may also be appointed electronically and further details are set out at Note 23 below. Subject to any change in government restrictions affecting attendance



at the AGM, shareholders who have lodged a proxy may still attend the AGM and vote themselves. If you do not have a Form of Proxy and believe that you should have one, or if you require additional forms, please contact the Company's Registrars, Big share services Pvt Ltd on 022-6263 8200 or by post on Bigshare Services Pvt Ltd Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093, India , via Email on :investor@bigshareonline.com

21. The relevant Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ('Act'), in respect of the Special Business under Item Nos. 3 set out above and details as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended ('SEBI LODR Regulations'), entered with the Stock Exchanges and Secretarial Standard on General Meetings (SS-2) in respect of the Directors seeking re-appointment at this Annual General Meeting is annexed hereto as "Annexure A". An Explanatory Statement pursuant to Section 102 of the Act setting out material facts relating to Special Businesses to be transacted at the Annual General Meeting is annexed hereto.
22. In view of the outbreak of the COVID-19 pandemic, social distancing norms to be followed and the continuing restriction on movement of persons at several places in the country and pursuant to General Circular Nos. 14/2020, 17/2020 and 20/2020 dated April 08, 2020, April 13, 2020 and May 05, 2020 respectively, and also Circular 02/2021 dated January 13, 2021 Circular No. 19/2021 dated December 08, 2021, Circular No. 21/2021 dated December 14, 2021 issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India ("SEBI Circulars"), and in compliance

with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), the 9th (Nineth) Annual General Meeting of the Company is being convened and conducted in accordance with the aforesaid Circulars.

23. Corporate Shareholders intending to appoint their Authorized Representative(s) to attend the AGM, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Scrutinizer Mrs. Sumathi, Practicing Company Secretary (Membership No.11508), NDSL and the Company, a scanned certified true copy of the Board Resolution with at tested specimen signature of the duly authorized signatory(ies) who are authorized to attend and vote on their behalf at the AGM. The said Resolution/Authorization shall be sent to the Scrutinizer by-mail through its registered email address to sumirajendarkges@gmail.com with a copy marked to [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and [investor@kgesltd.in](mailto:investor@kgesltd.in)
24. Shareholders are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone / mobile numbers, Permanent Account Number (PAN), bank details including change in bank account number, IFSC Code, MICR Code, name of bank and branch details, to their Depository Participant(s) (DPs) in case the shares are held by them in electronic form and to Bigshare Services Private Limited, Registrar and Share Transfer Agent of the Company ("Bigshare") in case the shares are held by them in physical form. Members who are holding shares in demat mode are requested to notify any change in their residential address, bank account details and/ or email address immediately to their respective Depository Participants.
25. In accordance with, the General Circular No. 20/2020 dated 5th May, 2020 issued by the Ministry of Corporate Affairs (MCA) and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 issued by the Securities and





- Exchange Board of India (SEBI), the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2023, including Report of Board of Directors, Statutory Auditors' Report or other documents required to be attached therewith and the Notice of AGM are being sent through electronic mode to Members whose email address is registered with the Company or the Depository Participant(s) or Bigshare.
26. Members are requested to support "Green Initiative" by registering / updating their e-mail address(es) with the Depository Participant(s) (in case of Shares held in dematerialized form) or with Bigshare (in case of Shares held in physical form).
27. Pursuant to Sections 101 and 136 of the Companies Act, 2013 read with the relevant Rules framed thereunder, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository Participant(s). Members holding shares in dematerialized form are requested to register (or update, in case of any change) their e-mail address with their Depository Participant(s), if not already registered / updated and Members holding shares in physical form are requested to register (or update, in case of any change) their e-mail address with Bigshare on its website (at [www.bigshareonline.com](http://www.bigshareonline.com)), to enable the Company to send electronic communications.
28. SEBI has mandated that securities of listed companies can be transferred only in dematerialized form 1st April 2019, except in case of transmission and transposition of securities. In view of the same and to avail various benefits of dematerialization, Shareholders are advised to dematerialize shares held by them in physical form and for ease in portfolio management. Shareholders can contact the Company or Bigshare for assistance in this regard.
29. Shareholders holding shares in more than one folio in the same name(s) are requested to send the details of their folios along with share certificates to enable the Company to consolidate their holding into one folio.
30. The venue of the AGM shall be deemed to be the Registered Office of the Company at No 401 GES Complex 1<sup>st</sup> Floor 7<sup>th</sup> Street Gandhipuram Coimbatore TN 641012 IN
31. Detailed instructions for remote E-voting and E-voting during the 10<sup>th</sup> AGM, both forming part of this Notice, are annexed.
32. **THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM:**
- A. VOTING THROUGH ELECTRONIC MEANS**
- Bigshare i-Vote E-Voting System**
- THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:**
- i. The voting period begins on monday 25<sup>th</sup> September 2023 ( at 9.00AM IST) and ends on Wednesday 27<sup>th</sup> September 2023 ( at 5.00 PM IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Friday 22<sup>nd</sup> September 2023 of 22.09.2023 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
  - ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
  - iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020**

/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders’ resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of**

**a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants.** Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- iv. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020 /242 dated 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.

1. Pursuant to above said SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <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 URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</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 <b>BIGSHARE</b> the e-Voting service provider and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-Voting period.</li> </ol>

	<p>Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. <b>BIGSHARE</b>, so that the user can visit the e-Voting service providers' website directly.</p> <ol style="list-style-type: none"> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link <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. Click on <b>BIGSHARE</b> and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-voting period.</li> </ol>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL</b></p>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name <b>BIGSHARE</b> and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-Voting period.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) 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 e-Voting service provider name <b>BIGSHARE</b> and you will be redirected to <b>i-Vote</b> website for casting your vote during the remote e-Voting period.</li> </ol>
<p>Individual Shareholders (holding</p>	<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. After Successful login, you will be able to see e-Voting option. Once you click</p>



<p>securities in demat mode) login through their <b>Depository Participants</b></p>	<p>on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
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**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	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 022-23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:**

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
  - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
  - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
  - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

*Note If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).*

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.



**NOTE:** If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**INVESTOR LOGIN**’ tab and then Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**Reset**’.

*(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).*

### **Voting method for shareholders on i-Vote E-voting portal:**

- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on “**VOTE NOW**” option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option “**IN FAVOUR**”, “**NOT IN FAVOUR**” or “**ABSTAIN**” and click on “**SUBMIT VOTE**”. A confirmation box will be displayed. Click “**OK**” to confirm, else “**CANCEL**” to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on investor portal.

### **3. Custodian registration process for i-Vote E-Voting Website:**

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**REGISTER**” under “**CUSTODIAN LOGIN**”, to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with “**User id and password will be sent via email on your registered email id**”.

**NOTE:** If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**CUSTODIAN LOGIN**’ tab and further Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**RESET**’.

*(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).*

### **Voting method for Custodian on i-Vote E-voting portal:**





- After successful login, **Bigshare E-voting system** page will appear.

**Investor Mapping:**

- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
  - Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
  - Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.

**Note:** The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)

  - Your investor is now mapped and you can check the file status on display.

**Investor vote File Upload:**

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

**Helpdesk for queries regarding e-voting:**

Login type	Helpdesk details
Shareholder’s other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions (‘FAQs’) and i-Vote e-Voting module available at <a href="https://ivote.bigshareonline.com">https://ivote.bigshareonline.com</a> , under download section or you can email us to <a href="mailto:ivote@bigshareonline.com">ivote@bigshareonline.com</a> or call us at: 1800 22 54 22.



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

### Item No. 3

The Members may note that the tenure of appointment of Mr. CHANDRAMOULEESWARAN KRISHNAN (DIN [06567258](#)), Managing Director is period of 5 (five years), i.e., effective from 28<sup>th</sup> September 2023 to 31<sup>st</sup> August 2028 for which approval of the shareholders is being sought. The Members may note that the Company has received a letter of consent from Mr. CHANDRAMOULEESWARAN KRISHNAN (DIN [06567258](#)), signifying his willingness to be appointed as Managing Director, a declaration under section 164 of the Companies Act, 2013 and other statutory disclosures/declarations as required under the law. The essential terms and condition of his appointment and remuneration are as under;

- a) Mr. CHANDRAMOULEESWARAN KRISHNAN (DIN [06567258](#)), shall be responsible for overseeing for the day to day operations and management of the Company and such other matters as identified by the Board from time to time.
- b) Mr. CHANDRAMOULEESWARAN KRISHNAN (DIN [06567258](#)), shall devote his whole time and attention to the business of the Company.
- c) Mr. CHANDRAMOULEESWARAN KRISHNAN (DIN [06567258](#)), shall exercise and perform all such powers and duties as the Board of Directors of the Company shall, from time to time, determine, and subject to the superintendence, control, direction, and restriction from time to time give and imposed by the Board and/or the Articles of Association of the Company and shall not exceed the powers so delegated by the Board.
- d) Period of Agreement: 28<sup>th</sup> September 2023 to 31<sup>st</sup> August 2028.
- e) Minimum Remuneration: In the event of loss or inadequacy of profits in any year during the tenure of the Managing Director, Mr. CHANDRAMOULEESWARAN KRISHNAN (DIN [06567258](#)), shall be paid remuneration as above as minimum remuneration.
- f) Sitting fees: Mr. CHANDRAMOULEESWARAN KRISHNAN (DIN [06567258](#)), shall not be paid sitting fees for attending the Board meetings and meetings of the Committee in which he may be nominated as a member.

The Office of the Managing Director will not be liable to retire by rotation.

The draft of the appointment letter/agreement shall be open for inspection by the Members at the Registered office of the Company during the normal business hours on any working day, excluding Sunday. Having regard to his qualifications, experience and association with the Company, the Board of Directors considers that it will be in the interest of the Company to appoint Mr. CHANDRAMOULEESWARAN KRISHNAN (DIN [06567258](#)), as the Managing Director of the Company for a term of 5 years from 28<sup>TH</sup> September 2023 to 31<sup>st</sup> August 2028.

Your Directors recommend the Resolution set out in Item No. 6 of this AGM Notice to the Members for their consideration and approval by Special Resolution.



None of the Promoters, Directors, Key Managerial Personnel of the Company or their relative are in any way concerned or interested, financially or otherwise, in the Resolution except Mr. CHANDRAMOULEESWARAN KRISHNAN.

#### **Item No. 4, 5 and 6**

The Board of Directors of the Company at its meeting held on 05<sup>th</sup> September 2023, appointed Mr. MANIKANNAN SEKAR (DIN [08218802](#)) Mr. MEGANATHAN ETHIRAJ (DIN [08218803](#)) and Mr. SATHYASEELAN THAVASIAPPAN (DIN [08254234](#)) in the capacity of Independent Director for a term of 5 years with effect from 28<sup>th</sup> September 2023, subject to the approval of the Members of the Company. In terms of section 160 of the Companies Act, 2013, the Board Governance, Nomination and Remuneration Committee and the Board have recommended the appointment of Mr. MANIKANNAN SEKAR (DIN [08218802](#)) Mr. MEGANATHAN ETHIRAJ (DIN [08218803](#)) and Mr. SATHYASEELAN THAVASIAPPAN (DIN [08254234](#)) as an Independent Directors pursuant to the provisions of Sections 149 and 152 of the Companies Act, 2013.. The Company has received a declaration from Mr. MANIKANNAN SEKAR (DIN [08218802](#)) Mr. MEGANATHAN ETHIRAJ (DIN [08218803](#)) and Mr. SATHYASEELAN THAVASIAPPAN (DIN [08254234](#)) confirming that they meets the criteria of independence under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Mr. MANIKANNAN SEKAR (DIN [08218802](#)) Mr. MEGANATHAN ETHIRAJ (DIN [08218803](#)) and Mr. SATHYASEELAN THAVASIAPPAN (DIN [08254234](#)) fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for their appointment as an Independent Director of the Company and they are independent of the management. Considering Mr. MANIKANNAN SEKAR (DIN [08218802](#)) Mr. MEGANATHAN ETHIRAJ (DIN [08218803](#)) and Mr. SATHYASEELAN THAVASIAPPAN (DIN [08254234](#)) knowledge and experience, the Board of Directors is of the opinion that it would be in the interest of the Company to appoint them as an Independent Directors for a period of five years with effect from 28<sup>th</sup> September 2023.

#### **Item No. 7**

The Board on the recommendation of the Nomination & Remuneration Committee at its meeting held on 05<sup>th</sup> September 2023, approved the appointment of Mrs. PALANIVELAMMAL ([06567256](#)), as Whole Time Director (Executive Director) and KMP of the Company for a period of five years, with effect from 28<sup>th</sup> September 2023, subject to approval of shareholders at the forthcoming Annual General Meeting. Pursuant to Sections 196, 197, 203 and other applicable provisions of the Companies Act, 2013, (the Act) the Companies (Appointment and Qualification of Directors), Rules, 2014, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force, the appointment of Mr. Mrs. PALANIVELAMMAL ([06567256](#)), requires approval of the Members by way of special resolution. The terms and conditions of the re-appointment and remuneration payable to Mrs. PALANIVELAMMAL ([06567256](#)), are provided in the resolution referred in Item No. 10 respectively.

The Company has received from Mrs. PALANIVELAMMAL ([06567256](#)), consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014; pursuant to Rule 14 of the Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he/she is not disqualified in accordance with sub-section (2) of Section 164 of the Act. In terms of Section 160 of the Companies Act, 2013, the Company has received notice in writing from a member, proposing the candidature of Mrs. PALANIVELAMMAL ([06567256](#)), for appointment. Both the Nomination and Remuneration Committee and the Board were of the opinion, after evaluation of his qualifications, experience and other attributes, that his/her induction on the Board would be of immense



KUBERAN GLOBAL EDU SOLUTIONS LIMITED

benefit to the Company and it is desirable to avail his/her services as a Director to strengthen the management of the Company.

The Board of Directors of the Company, therefore, recommends passing of the resolution as set out in Item No. 10 of the Notice above by way of Special resolution. Except Mrs. PALANIVELAMMAL ([06567256](#)), none of the Directors and Key Managerial Personnel of the Company and their relatives, is in any way, concerned or interested in the said resolution.

**For and on Behalf of the Board of Directors of  
Kuberan Global Edu Solutions Limited,**

--sd--

**K. Chandramouleswaran**  
**Managing Director**  
**DIN: 06567258**

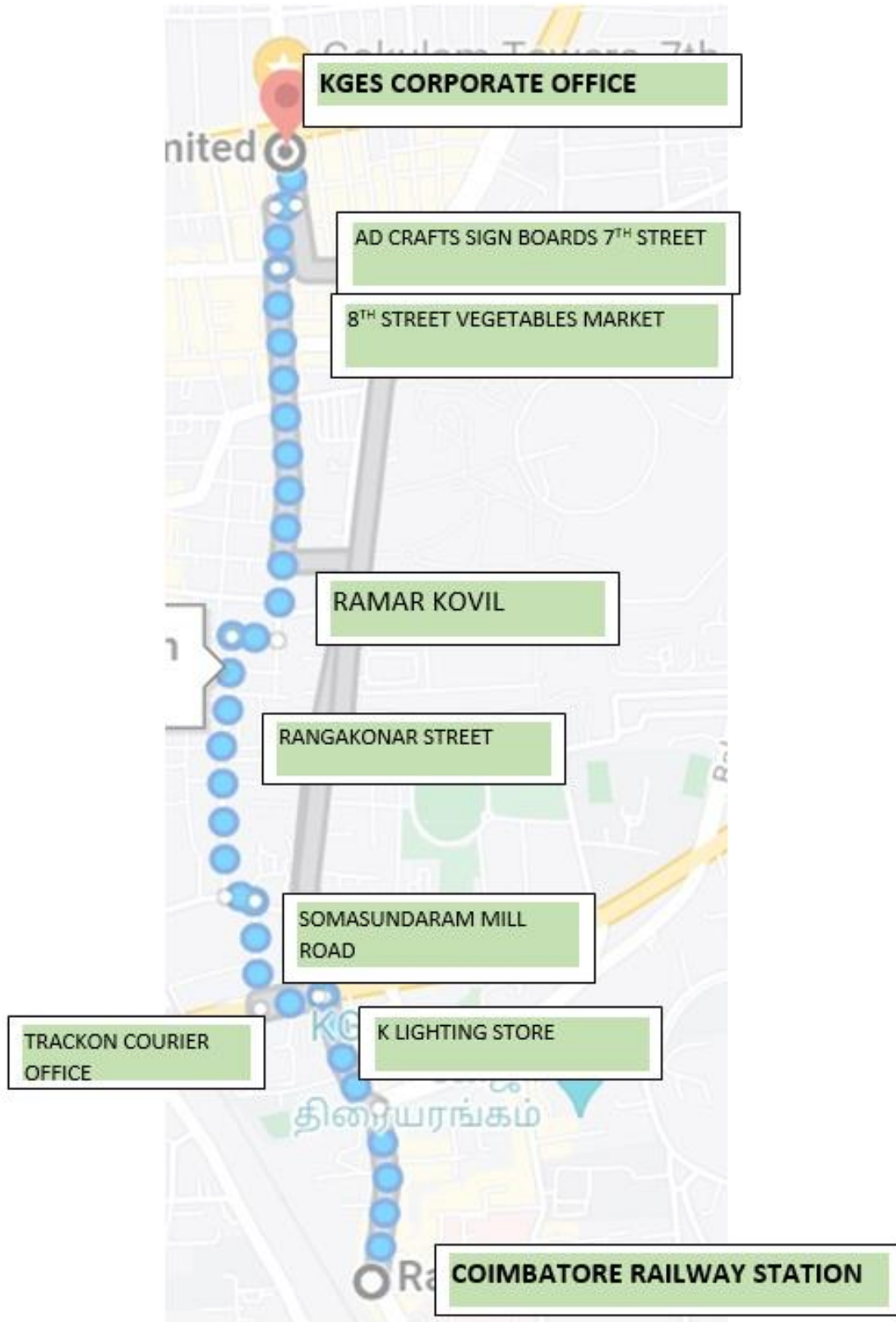
**ANNEXURE “A” TO THE NOTICE OF ANNUAL GENERAL MEETING****BRIEF RESUME OF DIRECTORS SEEKING REAPPOINTMENT AT 10<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY**

Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard-2 on General Meetings:

Name of the Director	<b>KRISHNAN CHANDRASEKARAN</b>
Director Identification Number(DIN)	06567254
Date of Birth (dd/mm/yyyy)	07/01/1949
Age ( in years)	74 Years
Nationality	Indian
Percentage	12.89%
Qualification	SSLC
Brief Profile and Expertise in specific Functional area	Mr. Krishnan c , 74 years of age , SSLC , Post qualification he was working in a TVS Group logistics firm For more than 3 decades and he is been engaged in the business Education and Consultancy and has a rich experience of over 10 years in the field .
Number of Equity shares Held in the Company	271,429
Number of Board Meetings Attended During the Financial Year 2021-22	6
List of Other Directorships held in Public Limited Companies	NA
Relationship with Director/ Manager/ KMP	Father of Managing Director
Remuneration Last drawn FY 2022-23	Rs. 5,39,000/-



Route Map of KGES Office From Coimbatore Railway station





KUBERAN GLOBAL EDU SOLUTIONS LIMITED

**Form MGT 11**  
**Proxy form**  
**(pursuant to Section 105 (6) of the companies act , 2013 and Rule 19(3) of the**  
**Companies (Management and Administration ) Rules, 2014)**

**KUBERAN GLOBAL EDU SOLUTIONS LIMITED**

CIN:U80900TZ2013PLC019519

Regd. Off. No :401 GES Complex, 1<sup>st</sup> Floor, 7<sup>th</sup> Street, Gandhipuram , CBE -641012.

Website:-www.Kgesltd.in

**PROXY FORM**

Name of the member(s):	
Registered address:	
E- mail Id:	
Folio No.	

I/We being a member(s) of \_\_\_\_\_ shares of the above named company, hereby appoint

1. Name : \_\_\_\_\_ of \_\_\_\_\_

E-mail Id: \_\_\_\_\_ or failing him

2. Name : \_\_\_\_\_ of \_\_\_\_\_

E-mail Id: \_\_\_\_\_ or failing him

3. Name : \_\_\_\_\_ of \_\_\_\_\_

E-mail Id: \_\_\_\_\_

and whose signatures are appended below as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 10<sup>th</sup> Annual General Meeting of the Company to be held on the Thursday, 28 September 2023 at 10.15 A.M. at Kges 401 Ges Complex, 1<sup>st</sup> Floor, 7<sup>th</sup> Street, Gandhipuram, CBE- 641012 and at any adjournment thereof in respect of such resolutions as are indicated below:

\*I wish my above proxy to vote in the manner as indicated below:

Sr. No	Resolutions	For	Against
<b>Ordinary Business</b>			
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March 2023 together with the Reports of the Board of Directors and Auditors thereon. To receive, consider and adopt the following:		



2.	Re-Appointment of Mr. Krishnan Chandrasekaran as “ Director” of the Company, liable to retire by rotation, who has offered herself for re-appointment		
<b>SPECIAL BUSINESS</b>			
3.	Reappointment of CHANDRAMOULEESWARAN KRISHNAN (DIN <u>06567258</u> ) Managing Director of the Company, and approval of the remuneration payable to him To consider and if thought fit, to pass the following resolution as an ordinary resolution		
4.	To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution: Re-appointment of Mr. MANIKANNAN SEKAR ( <u>08218802</u> ) as Independent Director of the Company		
5.	To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution:Re-appointment of Mr. MEGANATHAN ETHIRAJ ( <u>08218803</u> ) as Independent Director of the Company		
6.	To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution: Re-appointment of Mr. SATHYASEELAN THAVASIAPPAN ( <u>08254234</u> ) as Independent Director of the Company:		
7.	To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution: Re-appointment of Mrs. PALANIVELAMMAL ( <u>06567256</u> ) as Whole-Time Director of the Company:		

Affix  
Rupee 1/-  
Revenue  
Stamp

Signed this \_\_\_ day of \_\_\_\_\_2023.

Signature of shareholder

Signatures of proxy holders

1. \_\_\_\_\_

2. \_\_\_\_\_

3. \_\_\_\_\_



KUBERAN GLOBAL EDU SOLUTIONS LIMITED

**ATTENDANCE SLIP**  
**KUBERAN GLOBAL EDU SOLUTIONS LIMITED**

CIN:U80900TZ2013PLC019519

Regd. Off. No :401 GES Complex, 1<sup>st</sup> Floor, 7<sup>th</sup> Street, Gandhipuram , CBE -641012.

Website:-www.Kgesltd.in

Please fill this attendance slip and hand it over at the entrance of the venue of the meeting.

	<b>Name and Address:</b>	<b>No. of Shares held:</b>
*DP Id No. _____	_____	
*Client Id No. _____		
Regd. Folio No__		

I hereby record my presence at the **Annual General Meeting** of the **Kuberan Global Edu Solutions Limited** on Thursday, 28 September 2023 at the registered office of the Company.

\_\_\_\_\_  
Signature of the Member / Proxy

\*Applicable to members holding shares in electronic form.