

REGISTERED OFFICE :

'Bommidala House'

5-87-15/A, Lakshmpuram Main Road

GUNTUR - 522 007, INDIA

Tel : +91 863 2355108

Fax : +91 863 2358453

CIN : L05005AP1993PLC015304

e-mail : bkvind@bommidala.co.in

PAN : AACCB3364P

Website: bkvindustries.in

BKV INDUSTRIES LIMITED

Date: 06.09.2022

To
Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Scrip Code No. 519500

Sub: Notice of 29th Annual General Meeting ('AGM') of the Company.

Please find enclosed herewith the Notice of the 29th AGM of our Company scheduled to be held on Wednesday, 28th September, 2022 at 03:30 p.m. (IST) via Video Conference (VC)/Other Audio-Visual Means (OAVM).

The said Notice forms part of the 29th Annual Report of the Company for the Financial Year 2021-22.

The Notice of the AGM is also available on the website of the Company at <https://www.bkvindustries.in>

This is submitted pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

This is for your information and records.

Thanking you,

Yours faithfully,

For BKV Industries Limited,

✓

(Bommidala Rama Krishna),
Managing Director.

CC to The Calcutta Stock Exchange Limited, Kolkata.

NOTICE is hereby given that the **TWENTY NINTH ANNUAL GENERAL MEETING** of the members of BKV INDUSTRIES LIMITED will be held on 28th September 2022 at 03.30 P.M. IST (“AGM”) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”), to seek the consent of the shareholders of the Company (“Members”), on the agenda herein below through remote electronic voting (“E-voting”).

In view of the pandemic situation of novel strain of corona virus (“COVID- 19”) and pursuant to the guidelines and notification issued by the Ministry of Home Affairs, Government of India and in light of the MCA Circulars and pursuant to applicable provisions of the Companies Act and rules made there under. The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.

Ordinary Business:

1. To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the year ended 31st March, 2022 and together with the reports of the Board of Directors and Auditors there on.
2. To appoint a Director in place of Smt. Bommidala Anitha (DIN 00112766), who retires by rotation and being eligible, offers herself for re- appointment.

3. Appointment of Auditors:

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

Resolution as an Ordinary Resolution:

“RESOLVED that pursuant to the provisions of Sections 139, 141 and 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force), M/s. Garlapati & Co., Chartered Accountants (Registration No.000892S), be and are hereby appointed as Auditors of the Company, in place of M/s. Kurapati Subba Rao & Co., Chartered Accountants (Registration No:001618S) whose tenure expires at the 29th Annual General Meeting, to hold office for a period of five years, from the conclusion of this meeting until the conclusion of 34th Annual General Meeting of the Company in the Calendar Year 2027, and that their remuneration be fixed by the Board on recommendations of the Audit Committee in addition to the reimbursement of Goods and Service tax and actual out of pocket expenses incurred in connection with the audit of accounts of the Company for the financial year ending 31st March, 2023 and thereafter each year from time to time.”

RESOLVED FURTHER THAT M/S. Garlapati & Co., Chartered Accountants, if appointed shall hold the office for a period of five years, from the conclusion of the Twenty Ninth Annual General Meeting till the conclusion of the Thirty Fourth Annual General Meeting of the Company, and Audit Committee/ Board of Directors of the Company, be and are hereby authorised to do all such act, deeds, matters and things as may be considered necessary desirable or expedient to give effect to this resolution.”

Special Business:

4. To appoint Mr. Hari Venkata Nagendra Kola (Din: 09718318) as an Independent Director of the Company and in this regard, to pass with or without modification(s), the following resolution as a Special Resolution;

“RESOLVED THAT Mr. Hari Venkata Nagendra Kola (Din: 09718318), who was appointed as an additional and independent director, pursuant to Sections 149, 152 and 161 and other relevant provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and whose term of office expires at this Annual General Meeting and who is eligible for appointment as an Independent Director and in respect of whom the Company has received a recommendation from the Nomination and Remuneration Committee and the Board of Directors of the Company, be and is hereby appointed as an independent director, not liable to retire by rotation, for a period of five years w.e.f 29.08.2022 to 28.08.2027.

RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby severally authorized to do all such acts, deeds and things, and to execute all such documents, instruments and writings as may be required to give effect to this resolution.”

5. To appoint Mrs. Maddula Durga Sushma (Din: 09717698) as an Independent Director of the Company and in this regard, to pass with or without modification(s), the following resolution as an Special Resolution; a

“RESOLVED THAT Mrs. Maddula Durga Sushma (Din: 09717698), who was appointed as an additional and independent director, pursuant to Sections 149, 152 and 161 and other relevant provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and whose term of office expires at this Annual General Meeting and who is eligible for appointment as an Independent Director and in respect of whom the Company has received a recommendation from the Nomination and Remuneration Committee and the Board of Directors of the Company, be and is hereby appointed as an independent director, not liable to retire by rotation, for a period of five years w.e.f 29.08.2022 to 28.08.2027.

RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby severally authorized to do all such acts, deeds and things, and to execute all such documents, instruments and writings as may be required to give effect to this resolution.”

For and on behalf of Board of directors of
For **BKV Industries Limited**

BOMMIDALA RAMA KRISHNA

Managing Director

DIN:00105030

Place : Guntur

Date: 29.08.2022

NOTES:

1. The Register of Members and Share Transfer Books of the Company shall remain closed from Thursday, 22nd September, 2022 to Wednesday, 28th September, 2022 (both days inclusive), for the purpose of Annual General Meeting.
2. In view of the outbreak of COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its Circular No. 20/2020 dated 5th May, 2020, read with Circular No. 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated 13th April, 2020, Circular No. 2/2021 dated 13th January, 2021, Circular No. SEBI/ HO/ CFD/ CMD1/ CIR/ P/ 2020/ 79 dated 12th May 2020 Circular No. SEBI/ HO/ CFD/ CMD21/ CIR/ P/ 2021/ 11 dated 15th January 2021 and Circular no: SEBI/HO/CFD/CMD2/CIR/P/2022/62 date 13th May 2022 issued by the Securities Board of India in this regard. (collectively referred to as “MCA Circulars”) permitted the holding of the AGM through VC/OAVM.
Therefore, the Meeting will be organized without the presence of Members and their proxies at meeting venue. Members can attend and participate in AGM through VC/ OAVM.
3. In compliance with the provisions of the Companies Act, 2013 (the “Companies Act”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”) and the MCA and SEBI Circulars, the AGM of the Company is being held through VC/ OAVM, without the physical presence of the Members at a common venue. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (“ICSI”) read with Clarification/ Guidance on applicability of Secretarial Standards-1 and 2 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.
4. This AGM Notice is being sent to all the Members, whose names appear in the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited (“NSDL”) / Central Depository Services (India) Limited (“CDSL”) as on 02nd September, 2022.
5. The Board of Directors of the Company (the “Board”, which term shall deemed to include any Committee(s) constituted/ to be constituted by the Board, from time to time) has appointed Mr. K. Srinivasa Rao (Membership No. F5599), Partner of M/s. K. Srinivasa Rao &Co., Practicing Company Secretaries, as the Scrutinizer to scrutinize the e- voting process in a fair and transparent manner.
6. Pursuant to the provisions of Section 105 the Companies Act, 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. However, since this AGM is being held pursuant to the applicable MCA and SEBI Circulars as mentioned here in above, through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of Proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this AGM Notice.
7. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRIs, etc.) are required to send a scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter, etc., authorizing their representative to attend the AGM through VC/ OAVM on their behalf and to vote through remote e-voting or during the AGM. The said Resolution/ Authorization shall be sent to the Scrutinizer by email through its registered email address to ksrao21@gmail.com with a copy marked to einward.ris@kfintech.com
8. The Member's log-in to the Video Conferencing platform using the remote e - voting credentials shall be considered for record of attendance at the AGM and such Member attending the Meeting will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act.
9. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/RTA.

10. The Company's Registrar and Transfer Agents for its Share Registry Work (Physical and Electronic) are M/s. KFin Technologies Limited ("Kfintech") (formerly known as "Karvy Fintech Private Limited") having their office at Selenium Building, Tower B, Plot Nos. 31-32, Gachibowli, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad- 500 032. In compliance with the aforesaid MCA Circulars and SEBI Circulars. AGM Notice is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Kfintech/ Depositories. Members may note that the AGM Notice will also be available on the Company's website www.bkvindustries.in and website of the Stock Exchanges i.e. BSE Limited at www.bseindia.com / respectively and on the website Kfintech of <https://evoting.kfintech.com> for any communication, the Members may also send a request to the Company's email : bkvind@bommidala.co.in Pursuant to the provisions of Section 108 of the Companies Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Listing Regulations and the MCA Circulars, the Company is providing the facility of remote e - voting to its Members in respect of the business to be transacted at the AGM. The facility of casting votes by a member using remote e - voting system will be provided by Kfin Technologies Limited.

AGM through VC/OAVM: Members will be provided with a facility to attend the AGM through video conferencing platform provided by the Company. Members can join the AGM 15 minutes before and after the scheduled time of commencement of the AGM. The facility of participation at the AGM through VC/OAVM will be made available on first come first served basis, in accordance with the MCA Circulars.

11. Instructions for Members for attending the AGM through VC/OAVM are as under:

Attending the AGM: Members will be provided with a facility to attend the AGM through video conferencing platform provided by the Company.

- i. Members are requested to visit: <http://bkvind.makvel.in> and click on the "e-AGM Video Conference & Streaming" to join the Meeting.
- ii. Members may join the Meeting through Laptops, Smart phones, Tablets and iPads for better experience. Further, Members will be required to use Internet with a good speed to avoid any disturbance during the Meeting. Members will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge or Firefox. Please note that participants connecting from Mobile Devices or Tablets or through Laptops 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 glitches.
- iii. Members who need assistance before or during the AGM may contact Mr. Bhanu Kumar, CFO - at Tel : +0863 - 2355108 or send an email request at the email id : bkvind@bommidala.co.in or evoting@kfintech.com

12. Procedure for Remote E-voting In compliance with the provisions of Section 108 of the Companies Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and provisions of Regulation 44 of the Listing Regulations, the MCA Circulars and the circulars issued by the SEBI, the Members are provided with the facility to cast their vote electronically, through the e - voting services provided by Kfin Technologies Limited, on the Resolution set forth in this AGM Notice, through remote e - voting.

- i. The remote e-voting facility will be available during the following period: Day, date and time of Commencement of remote e-voting From: Sunday 25th September, 2022 at 10:00 A.M. Day, date and time of end of remote e-voting beyond which remote e-voting will not be allowed To: Tuesday, 27th September, 2022 at 5:00 P.M. Cutoff date for e - voting: 21st September, 2022.
- ii. The remote e - voting will not be allowed beyond the afore said date and time and the e-voting module shall be disabled by Kfintech up on expiry of the afore said period.
- iii. Details of Website : <https://evoting.kfintech.com> once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently.

- iv. This AGM Notice is being sent to all the Members, whose names appear in the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on 27th August, 2022. Any person who acquires Equity Shares and becomes a Member after 28th August, 2022 and holds shares as on the cut-off date, i.e. 27th August, 2022, may obtain the User ID and Password in the manner as mentioned below:
 - a. If email address or mobile number of the Member is registered against Folio No./ DP ID Client ID, then on the home page of <https://evoting.karvy.com>, the Member may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password.
 - b. Member may call Kfintech's Toll free number 1-800-309- 4001.
 - c. Member may send an email request to einward.ris@kfintech.com However, Kfintech shall endeavor to send User ID and Password to those new Members whose email ID's are available.
- v. Details of person(s) to be contacted for issues relating to e- voting : N. Shyam Kumar Manager - RIS, Kfin Technologies Limited Unit : BKV Industries Limited, Selenium Building, Tower B, Plot Nos. 31-32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad - 500032.
Tel. No.: +91 40 67162222; Toll Free No.: 1-800-309-4001;
Fax No.: +91 40 2342 0814.
E-mail: einward.ris@kfintech.com

The instructions for remote e-voting are as under:

- i. Launch internet browser by typing the URL: <https://evoting.kfintech.com>
- ii. Enter the login credentials provided in the email and click on Login.
- iii. Password change menu appears when your login for the first time with default password. You will be required to mandatorily change the default password.
- iv. The new password should comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.,).
- v. Update your contact details like mobile number, email address, etc. if prompted. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.
- vi. Login again with the new credentials.
- vii. On successful login, the system will prompt you to select the “EVENT” i.e. “BKV Industries Limited”.
- viii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off date under “FOR / AGAINST” or alternatively, you may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR / AGAINST” taken together shall not exceed your total shareholding as mentioned above. If the member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
- ix. Members holding multiple folios may choose to vote differently for each folio / demat account.
- x. You may then cast your vote by selecting an appropriate option and click on “Submit. A confirmation box will be displayed. Click “OK” to confirm or “CANCEL” to modify. Once you confirm the voting on the resolution, you will not be allowed to modify your vote thereafter. During the voting period, members can login multiple times and vote until they confirm the voting on the resolution by clicking “SUBMIT”.
- xi. Corporate/institutional members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned image (PDF/ JPG format) of certified true copy of relevant board resolution/authority letter, etc. together

with attested specimen signature of the duly authorised signatory(ies) who is/are authorised to vote, to the Scrutiniser through email at and may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format 'CLEL_EVENT No'

- xii. In case of any queries/grievances, you may refer the Frequently Asked Questions (FAQs) for Members at <https://evoting.kfintech.com/public/Faq.aspx> or call KFin on 1-800-309-4001 (toll free).

Those members who have not yet registered their email addresses are requested to get their email addresses registered with KFin, by following the procedure mentioned below:

Visit the link: AGM/EGM - Mobile & Email Registration

<https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx>

- i. Select the company name i.e. BKV INDUSTRIES LIMITED
- ii. Select the Holding type from the drop down i.e. - NSDL / CDSL / Physical
- iii. Enter DPID - Client ID (in case shares are held in electronic form) / Physical Folio No. (in case shares are held in physical form) and PAN.
- iv. If PAN details are not available in the system, the system will prompt to upload a self-attested copy of the PAN card for updating records.
- v. In case shares are held in physical form and PAN is not available in the records, please enter any one of the Share Certificate No. in respect of the shares held by you.
- vi. Enter the email address and mobile number.
- vii. System will validate DP ID – Client ID/ Physical Folio No. and PAN / Share certificate No., as the case may be, and send the OTP at the registered Mobile number as well as email address for validation.
- viii. Enter the OTPs received by SMS and email to complete the validation process. OTPs validity will be for 5 minutes only.
- ix. The Notice and e-voting instructions along with the User ID and Password will be sent on the email address updated by the member.
- x. Alternatively, members may send an email request addressed to einward.ris@kfintech.com along with scanned copy of the request letter duly signed by the first shareholder, providing the email address, mobile number, self-attested copy of PAN and Client Master copy in case shares are held in electronic form or copy of the share certificate in case shares are held in physical form, to enable KFin to register their email address and to provide them the Notice and the e-voting instructions along with the User ID and Password.
- xi. Please note that in case the shares are held in electronic form, the above facility is only for temporary registration of email address for receipt of the Notice and the e-voting instructions along with the User ID and Password. Such members will have to register their email address with their DP s permanently, so that all communications are received by them in electronic form.
- xii. In case of queries, members are requested to write to einward.ris@kfintech.com or call at the toll free number 1-800- 309-4001

Login method for e-Voting and 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"> 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 : either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e- Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsd.com/SecureWeb/Ideas Direct Reg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their depository participants	<ol style="list-style-type: none"> 1. Existing user of who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi / Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL, KFINTECH, LINK NTIME, CDSL. Click on e-Voting service provider name to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi./Registration/Easi Registration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PA N No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP where the E Voting is in progress.
Individual Shareholders holding securities in demat mode with CDSL	<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. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use 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 evoting@nsdl.co.in or call at toll free No.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL help desk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 22- 23058542-43

Corporate/ Institutional Members (i.e. other than Individuals, HUF, NRIs, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email ID at a copy to They may also upload the same in the e-voting module in their login. The scanned image of the above mentioned documents should be in the naming format "Corporate Name_EVENT NO". In case of any query pertaining to e-voting, please visit Help & FAQs section and e-voting User Manual available at the download section of KFinTech's website <https://evoting.kfintech.com> or at evoting@kfintech.com or call Toll free No. 1- 800-309-4001, for any further clarifications.

13. Instructions for Members for Voting during the AGM:

As per the MCA circulars on conducting of AGM through VC/OAVM the voting at AGM may conducted through poll by using e voting system provided by the Company or show of hands. The shareholders may cast their votes by using e voting system provided by the Company on resolutions set out in the notice up on mentioning their details i.e. Name, PAN and no. of shares held at the e voting page provided by the Company, visit. <http://bkvind.makvel.in>

As per the provisions of the Companies Act, If the voting at AGM through VC/OAVM conducted by way of show of hands as may be decided by the Chairman then each shareholder can cast one vote irrespective of their shareholding.

14. Procedure for registering the email addresses and obtaining the AGM Notice and e-voting instructions by the Members whose email addresses are not registered with the Depositories (in case of Members holding shares in Demat form) or with KFinTech (in case of Members holding shares in physical form) :

- i. Those Members who have not yet registered their email addresses are requested to get their email addresses registered by following the procedure given below:
 - a. Members holding shares in demat form can get their email ID registered by contacting their respective Depository Participant.
 - b. Members holding shares in physical form may register their email address and mobile number with Company's Registrar and Transfer Agents, KFin Technologies Limited by sending an email request at the email ID: einward.ris@kfintech.com along with signed scanned copy of the request letter providing the email address, mobile number, self-attested copy of the PAN card and copy of the Share Certificate for registering their email address and receiving the AGM Notice and the e-voting instructions.
- ii. To facilitate Members to receive this AGM Notice electronically and cast their vote electronically, the Company has made special arrangements with KFinTech for registration of email addresses of the Members in terms of the MCA Circulars. Eligible Members who have not submitted their email address to the Company or Kfintech are required to

provide their email address to Kfintech, on or before 5:00 p.m. (IST) on 20th September, 2022. Process to be followed for Registration of E-mail address with Kfintech for receiving the AGM Notice and login ID and password for e-voting is as under:

- i. Visit the link: <https://ris.kfintech.com/emailregistration/>
- ii. Select the Company name: BKV INDUSTRIES LIMITED.
- iii. Enter the DP ID & Client ID / Physical Folio Number and PAN details. In the event the PAN details are not available on record for Physical Folio, Member shall enter one of the Share Certificate numbers.
- iv. Upload a self-attested copy of the PAN card for authentication. If PAN details are not available in the system, the system will prompt the Member to upload a self-attested copy of the PAN card for update.
- v. Enter your email address and mobile number.
- vi. The system will then confirm the email address for receiving this AGM Notice. The process for registration of email address with the Company for receiving the AGM Notice and login ID and password for e-voting is as under: Members are requested to visit the website of the RTA <https://evoting.kfintech.com> for email registration and click on "Click here for temporary registration of email-id of Members for AGM 2022" and follow the process as mentioned on the landing page to receive the AGM Notice and Voting Instructions.
 - i. After successful submission of the email address, Kfintech will email a copy of this AGM Notice along with the e-voting user ID and password. In case of any queries, Members are requested to write to Kfintech.
 - ii. Those Members who have already registered their email addresses are requested to keep their email addresses validated/updated with their DPs / Kfintech to enable servicing of notices / documents / Annual Reports and other communications electronically to their email address in future.

15. Submission of Questions / Queries prior to AGM:

- a. Members desiring any additional information or having any question or query pertaining to the business to be transacted at the AGM are requested to write to the Company Secretary on the Company's investor email-id: bkvind@bommidala.co.in at least 3 (three) days before the date of the AGM so as to enable the Management to keep the information ready. Please note that, Members' questions will be answered only if they hold the shares as on the cut-off date i.e. 22nd September, 2022.
- b. Alternatively, Members holding shares as on the cut-off date may also visit <https://emeetings.kfintech.com> and click on the tab "Post Your Queries Here" to post their queries/views/questions in the window provided, by mentioning their name, demat account number/folio number, email ID and mobile number. The window shall be closed 72 hours before the time fixed for the AGM.

16. Speaker Registration before AGM:

- a. In addition to the above, the speaker registration may also be allowed during the remote e-voting period. Members who wish to register as speakers are requested to Contact. Mr. K. Bhanu Kumar, Phone No: 9848620957 and email-id: bkvind@bommidala.co.in Members shall be provided with a "queue number" before the AGM. Members are requested to remember the same and wait for their turn to be called by the Chairman of the Meeting during the Question and Answer Session. Due to inherent

limitation of transmission and coordination during the AGM, the Company may have to dispense with or curtail the Question and Answer Session.

- b. Members will be provided with the facility to attend the AGM through VC/ OAVM through may access at <https://bkvind.makvel.in> by clicking "e-AGM Video Conference & Streaming" and join the Meeting by using the remote e-voting credentials.

17. General Instructions/Information for Members for voting on the Resolution at the AGM:

- a. Members who are present at the AGM through VC/ OAVM facility and have not cast their votes on the Resolution through remote e-voting may cast their votes during the AGM through the e-voting system provided by Kfintech during the Meeting. Members who have already cast their votes by remote e-voting are eligible to attend the Meeting; however, these Members are not entitled to cast their vote again in the Meeting.

- b. The voting rights of Members shall be in proportion to the paid-up value of their shares in the Equity Share capital of the Company as on the cut-off date i.e. 22nd September, 2022. Members are eligible to cast their vote either through remote e-voting or in the AGM, only if they are holding Shares as on that date. A person who is not a Member as on the cut-off date is requested to treat this AGM Notice for information purposes only.
- c. The Scrutinizer after scrutinizing the votes through remote e-voting and e-votes cast at the Meeting will, not later than 48 hours of conclusion of the Meeting, make a consolidated Scrutinizer's Report of the votes cast in favour or against, if any and submit the same forthwith to the Chairman or a person duly authorized by the Chairman who shall counter sign the same and declare the results of the voting. The results declared along with the consolidated Scrutinizer's Report will be placed on the website of the Company on or before 30th September, 2022 immediately after the results are declared and will simultaneously be forwarded to BSE Limited, where the Equity Shares are listed.
- d. The Resolution shall be deemed to be passed on the date of the Meeting, i.e. 28th September, 2022, subject to receipt of the requisite number of votes in favour of the Resolution.
18. The Register of Directors and Key Managerial Personnel and their , maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such document scan send an email to bkvind@bommidala.co.in The same will be replied by the Company suitably.
19. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except incase of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agent M/s Kfin Technologies Limited for assistance in this regard.
20. The explanatory statement pursuant to Section 102 of the Company's Act., in respect of the business asset out in the AGM notice is annexed hereto.

21. EXPLANATORY STATEMENT

Item no.4

To appoint Mr. Hari Venkata Nagendra Kola (DIN: 09718318) as an Independent Director of the Company and in this regard, to pass with or without modification(s), the following resolution as a Special Resolution;

The Board of Directors had appointed Mr. Hari Venkata Nagendra Kola (DIN: 09718318), as an Additional Director of the Company classified as an Independent Director, for a term of five years commencing from 29th August 2022, subject to the approval of the Members. Pursuant to the provisions of Section 161(1) of the Act and Articles of Association of the Company, Mr. Hari Venkata Nagendra Kola (DIN: 09718318) shall hold office upto the date of this AGM and is eligible to be appointed as an Independent Director. The Company has, in terms of Section 160(1) of the Act, received a recommendation of Nomination and Remuneration Committee of the Company, recommending his candidature for the office as an Independent Director. Accordingly, it is proposed to approve the appointment of Mr. Hari Venkata Nagendra Kola (DIN: 09718318) as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years commencing from 29th August 2022 upto 28th August 2027. Mr. Hari Venkata Nagendra Kola (DIN: 09718318) is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 ("the Act") nor debarred from holding the office of director by virtue of any SEBI order or any other such authority from being appointed as an Independent Director and has given his consent to act as an Independent Director. The Company has also received a declaration from Mr. Hari Venkata Nagendra Kola (DIN: 09718318) that he meets the criteria of independence as prescribed under Section 149(6) of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). Details of Mr. Hari Venkata Nagendra Kola (DIN: 09718318) are provided in Annexure to this Notice, pursuant to the provisions of SEBI Listing Regulations and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

The terms and conditions of his appointment shall be available on the website of the Company and open for inspection by the Members at the Registered Office of the Company during the normal business hours on any working day (except Saturday) and will also be kept open at the venue of the AGM.

Brief profile: : He has exceptional educational track record since he is holding master degree in Medicine as well as he has outstanding knowledge in Medical, business Development and management. Qualified/certified in the online proficiency self assessment test for independent directors' data bank by the Indian institute of corporate affairs.

Mr. Hari Venkata Nagendra (DIN: 09718318) is interested in the resolution set out at item no.4 of the notice with regard to his appointment.

None of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution. Accordingly, consent of the members is sought by way of an Special Resolution as set out in Item No. 4 of the Notice. The Board recommends the Resolution for your approval.

Item No.5

To appoint Mrs. Maddula Durga Sushma (DIN: 09717698) as an Independent Director of the Company and in this regard, to pass with or without modification(s), the following resolution as an Special Resolution;

The Board of Directors had appointed Mrs. Maddula Durga Sushma (DIN: 09717698), as an Additional Director of the Company classified as an Independent Director, for a term of five years commencing from 29th August 2022, subject to the approval of the Members. Pursuant to the provisions of Section 161(1) of the Act and Articles of Association of the Company, Mrs. Maddula Durga Sushma (DIN: 09717698), shall hold office upto the date of this AGM and is eligible to be appointed as an Independent Director. The Company has in terms of Section 160(1) of the Act, received a recommendation of Nomination and Remuneration Committee of the Company, recommending his candidature for the office as an Independent Director. Accordingly, it is proposed to approve the appointment of Mrs. Maddula Durga Sushma (DIN: 09717698) as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years commencing from 29th August 2022 upto 28th August 2027. Mrs. Maddula Durga Sushma (DIN: 09717698) is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 ("the Act") nor debarred from holding the office of director by virtue of any SEBI order or any other such authority from being appointed as an Independent Director and has given his consent to act as an Independent Director. The Company has also received a declaration from Mrs. Maddula Durga Sushma (Din: 09717698), that he meets the criteria of independence as prescribed under Section 149(6) of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). Details of Mrs. Maddula Durga Sushma (Din: 09717698) are provided in Annexure to this Notice, pursuant to the provisions of SEBI Listing Regulations and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

The terms and conditions of his appointment shall be available on the website of the Company and open for inspection by the Members at the Registered Office of the Company during the normal business hours on any working day (except Saturday) and will also be kept open at the venue of the AGM.

Brief profile: Mrs. Maddula Durga Sushma (DIN: 09717698), She has good educational track record and very rich experience in the field of financial reporting and Corporate Laws, since she is a Fellow member of ICAI (FCA) , Registered Valuer on Financial Assets from IBBI and Qualified/certified in the online proficiency self assessment test for independent directors' data bank by the Indian institute of corporate affairs.

She has 10 years of vast experience in Accounting. Mrs. Maddula Durga Sushma (DIN: 09717698) is interested in the resolution set out at Item No. 5 of the Notice with regard to her appointment.

None of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution. Accordingly, consent of the members is sought by way of an Special Resolution as set out in Item No. 5 of the Notice. The Board recommends the Resolution for your approval

Additional Information with respect to Item No. 2,3,4 and 5 in this Notice, under regulation 36 of SEBI (LODR) Regulations & Secretarial Standard on General Meetings (“SS-2”), issued by The Institute of Company Secretaries of India Details of Directors Seeking Appointment/Re-appointment and are provided herein below.

Item No: 2

Name	Sri Anitha Bommidala
DIN	00112766
Date of Birth	16/07/1968
Date of appointment/ reappointment	28-09-2022
Designation	Non- Executive Director
Qualifications	LLB
Brief resume and justification for Appointment /reappointment and expertise in specific functional areas and nature of expertise. the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Smt. Bommidala Anitha W/oBommidala Rama Krishna, aged 53 years resident of Guntur and she is a Law Graduate and underwent training in Personnel Management. Nature of Expertise: She has good experience and knowledge in areas like, legal, banking and HR related activities. Her knowledge of legal aspects will be considerable assistance to the management in complying with ever changing various Government and Other Rules, Procedures and Regulations.
Directorships & Committees membership held in other listed companies	Nil
Number of meetings of the Board attended during the financial year 2021-22	5
listed entities from which the person has resigned in the past three years	Nil
Number of shares held	4,06,825
Relationship with other directors	She is a wife of Sri B.Rama Krishna, Managing Director of the company.

Item No:3

Information to shareholders under regulation 36 of SEBI (LODR) Regulations includes Basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor(s) proposed to be appointed and Proposed fees payable to the statutory auditor(s) along with terms of appointment and in case of a new auditor, any material change in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change:

The Members of the Company at the 24th Annual General Meeting (“AGM”) held on September 6, 2017 had approved the appointment M/s. Kurapati Subba Rao & Co., Chartered Accountants (Registration No:001618S)

as the Statutory Auditors of the Company for a period of 5 (five) years from the conclusion of the 24th AGM to the conclusion of the 29th AGM. Accordingly, M/s. Kurapati Subba Rao & Co., Chartered Accountants, will complete their term as Statutory Auditors of the Company on conclusion of this AGM and cease to be the Statutory Auditors of the Company. The Board of Directors of the Company (“the Board’), on the recommendation of the Audit Committee (“the Committee”), has recommended for the approval of the Members, the appointment of M/s. Garlapati & Co., Chartered Accountants (Registration No.000892S) Guntur as the Statutory Auditors of the Company for a period of 5 (Five) years in accordance with the requirements of the Companies Act, 2013 (“the Act”), to hold office from the conclusion of this AGM till the conclusion of the 34th AGM. Before recommending the appointment of M/s. Garlapati & Co., Chartered

Accountants (Registration No.000892S), as the Statutory Auditors of the Company, the Committee considered various parameters like capability to serve a diverse and complex business landscape as that of the Company, previous track record in the company as statutory Auditors, audit experience in the Company's operating segments, market standing of the firm, clientele served, technical knowledge etc., and found M/s. Garlapati & Co., (Chartered Accountants), to be suitable to handle the scale, diversity and complexity associated with the audit of the financial statements of the Company. The Statutory Auditors fulfil the eligibility criteria, including relating to independence and conflict. M/s. Garlapati & Co.,(Registration No.000892S) Guntur is a Chartered Accountant Firm registered with Institute of Chartered Accountants of India. The firm was established in three decades. The firm provides a range of services which include audit & assurance, taxation, advisory & accounting. The firm has significant experience in providing auditing, taxation and advisory services to banks and other financial services clients. They have given their consent to act as the Statutory Auditors of the Company and have confirmed that the said appointment, if made, will be in accordance with the conditions prescribed under Sections 139 and 141 of the Act. The proposed remuneration to be paid to M/s. Garlapati & Co., Chartered Accountants (Registration No.000892S), for FY 2022-23 for statutory audits mutually decided by the Board and Auditors which shall not exceed Rs 2 Lakhs. Further, there is no material change in the remuneration paid to the outgoing auditors and the proposed auditors. In view of the aforesaid, the Board recommends the resolution set forth in Item No. 3 for approval of the Members. None of the Directors, Key Managerial Personnel and their relatives, other than to the extent of their shareholding in the Company, are concerned / interested, financially or otherwise, in the said resolution.

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS

PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("the Act")

Item No: 4

Name	Sri Hari Venkata Nagendra Kola
DIN	09718318
Date of Birth	01/02/1975
Date of appointment/ reappointment	29-08-2022
Designation	Non Executive-Independent Director
Qualifications	MD (Physician)
Brief resume and justification for Appointment /reappointment and expertise in specific functional areas and nature of expertise. the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	he has exceptional educational track record since he is holding master degree in Medicine as well as he has outstanding knowledge in Medical, business Development and management. Qualified/certified in the online proficiency self assessment test for independent directors' data bank by the Indian institute of corporate affairs. He have Expertise/ Competencies in corporate governance, Medical Business development .
Directorships & Committees membership held in other listed companies	Nil
Number of meetings of the Board attended during the financial year 2021-22	NA
listed entities from which the person has resigned in the past three years	Nil
Number of shares held	0
Relationship with other directors	No relationship

Item No: 5

Name	Smt Maddula Durga Sushma
DIN	09717698
Date of Birth	05/07/1989
Date of appointment/ reappointment	29-08-2022
Designation	Non Executive-Independent Director
Qualifications	FCA
Brief resume and justification for Appointment /reappointment and expertise in specific functional areas and nature of expertise. the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	She has good educational track record and very rich experience in the field of financial reporting and Corporate Laws, since she is a Fellow member of ICAI (FCA) , Registered Valuer on Financial Assets from IBBI and Qualified/certified in the online proficiency self assessment test for independent directors’ data bank by the Indian institute of corporate affairs. She have 10 years of vast experience in Accounting, Financial Reporting, Auditing Financial Management, Banking and Corporate Laws, she have Expertise/ Competencies in corporate governance, Financial reporting, Corporate Laws ,Banking and Auditing.
Directorships & Committees membership held in other listed companies	Nil
Number of meetings of the Board attended during the financial year 2021-22	NA
listed entities from which the person has resigned in the past three years	Nil
Number of shares held	0
Relationship with other directors	No relationship

The above independent directors is not disqualified from being the provisions of (i) SEBI (Listing Obligations and appointed as a Director/s in terms of Section 164 of the Disclosure Requirements) Regulations, 2015 and (ii) Act and have given their consent to act as a Director.

For and on behalf of Board of directors of

For BKV Industries Limited

BOMMIDALA RAMA KRISHNA

Managing Director

DIN:00105030

Place : Guntur

Date:29.08.2022