NOTICE:

Notice is hereby given that the 42nd Annual General Meeting of the Members of Kakatiya Cement Sugar and Industries Limited (the Company) will be held through Video Conferencing (VC) at 11.00 A.M on Thursday the 2nd day of September, 2021.

Ordinary business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2021 including the Audited Balance Sheet as at 31st March, 2021, the statement of Profit and Loss, Cash Flow Statement for the financial year ended on that date and the Reports of Directors and Auditors thereon.

2. To declare dividend on equity shares for the Financial Year ended 31st March, 2021.

3. To appoint a Director in place of Smt. M Varalakshmi (DIN: 07585164) who retires by rotation and being eligible offers herself for re-appointment and in this regard, pass the following Resolution as an ordinary Resolution.

   "RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Smt. M Varalakshmi (Din 07585164) who retires by rotation and who being eligible has offered herself for re-appointment be and is hereby reappointed as a Director of the company, liable to retire by rotation".

Special Business:

4. To consider and, if thought fit, to pass with or without modifications, the following Resolution as an Ordinary Resolution:

   "Resolved that pursuant to the provisions of Section 188, Section 203 and other applicable provisions of the Companies Act, 2013 and rules there under, based on recommendation of Nomination and Remuneration Committee (NRC) the consent of the members of the company be and is hereby accorded to the re-appointment of Dr. P Anuradha as the Chief Executive Officer (CEO) of the company for a term of three years on terms as detailed herein below:-

Monthly Remuneration particulars of Dr. P Anuradha

	₹
Basic salary	169798
DA	5202
Other benefits and Allowances	173200
Total	348200
Employer's share of provident fund contribution	1800
Grand Total	350000

The increment at the end of first year Rs.35,000.
The increment at the end of second year Rs.45,000.

5. **To consider and if thought fit, to pass with or without modifications the following Resolution as an Ordinary Resolution.**

   To appoint Smt. Hima Bindu Myneni (DIN:07120807), as Non Executive Independent Director for a period of five years with effect from 16th June, 2021.

   "RESOLVED that pursuant to the provisions of Sections 149, 152, and 160 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder read with Schedule IV of the Companies Act, 2013 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, Smt. Hima Bindu Myneni who was appointed by the Board on the recommendation of the Nomination and Remuneration Committee (NRC) as an Additional Director under the category of 'Independent Director', effective from 16th June, 2021 and who holds office upto the date of this Annual General Meeting in terms of Section 161(1) of the Companies Act, 2013, Articles of Association of the company, who is eligible for appointment and in respect of whom the company has received a notice in writing from a member under Section 160(1) of the Companies Act, 2013 proposing her candidature to the office of the directorship of the company, the consent of the members of the Company be and is hereby accorded for appointment of Smt. Hima Bindu Myneni (DIN:07120807), as a Non-Executive Independent Director of the company for a period of five years effective from 16th June, 2021 and who shall not be liable to retirement by rotation and who has submitted the declaration that she meets the criteria of Independence as provided for in Section 149(7) of the Companies Act, 2013."

6. **To consider and, if thought fit, to pass with or without modifications, the following Resolution as an Ordinary Resolution:**

   "Resolved that pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, the remuneration payable to M/s. Narasimha Murthy, Cost Accountants (Firm Registration No.000042) appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2022 amounting to ₹.1.45 lacs together with the applicable taxes and reimbursement of out of pocket expenses incurred in connection with the aforesaid audit be and is hereby ratified and confirmed".

By Order of the Board
for Kakatiya Cement Sugar and Industries Limited

Place : Hyderabad
Date : 16th June, 2021

B K Prasad
General Manager and
Company Secretary

NOTES:

1. In view of the prevailing lock down situation across the country due to outbreak of the COVID-19 pandemic and restrictions on the movements apart from social distancing, the Ministry of Corporate Affairs (MCA) vide circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020 and January 13, 2021 read with Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated May 12, 2020 and January 15, 2021 respectively issued by SEBI permitted the companies to hold their AGM through Video Conferencing (VC) for the calendar year 2021.
2. Accordingly, in compliance with the applicable provisions of the Companies Act, 2013 read with the aforesaid circulars issued by MCA, the 42nd Annual General Meeting of the Company shall be conducted through Video Conferencing (VC) to be referred to as "e-AGM".
3. In accordance with SS-2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI) read with guidance / clarification note dated April 15, 2020 issued by 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 e-AGM
4. The Company has appointed M/s. Central depository Services of (India) Limited (CDSL) to provide Video Conferencing facility for the e-AGM.
5. In the e-AGM:
   a. Members can attend the meeting through login credentials provided to them to connect to Video Conference. Physical attendance of the Members at the e-AGM venue is not required.
   b. Appointment of proxy to attend and cast vote on behalf of the member is not available.
   c. Body Corporates are entitled to appoint authorized representatives to attend the e-AGM through VC and participate thereat and cast their votes through e-voting.
6. In case of Joint holders attending the e-AGM, only such Joint holder who is higher in the order of the names will be entitled to vote.
7. An explanatory statement pursuant to Section 102 (1) of the Companies Act, 2013 which sets out details relating to the special business to be transacted at the e-AGM is annexed hereto.
8. The Securities and Exchange Board of India (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 their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the company/ RTA.
9. The Register of Members and Share Transfer Books will remain closed from 27th August, 2021 to 2nd September, 2021 (both days inclusive) in connection with the e-AGM and for payment of dividend.
10. As required under Listing Regulations and Secretarial Standard-2 on General Meetings, details in respect of a Director seeking re-appointment at the e-AGM is separately annexed hereto. The Director seeking the re-appointment has furnished requisite declaration under section 164(2) and other applicable provisions, if any, of the Companies Act, 2013 including Rules framed thereunder.
11. All the shareholders are requested to intimate their e-mail address to the Company at info@kakatiyacements.com for sending Notice and Annual Report through e-mail. Shareholders are also requested to notify immediately any change in their addresses to the Company's Registered Office with their Folio Number(s) and with their e-mail addresses. They can also visit the company website at www.kakatiyacements.com where notice is uploaded. For any communication, the shareholders may also utilize company's investor e-mail ID: info@kakatiyacements.com.

    No physical copy of the notice of the e-AGM and the Annual Report for the financial year 2020-2021 will be sent to members who have not registered their e-mail address with the company / Depository Participant unless a specific request has been made by the members to the company or to its RTA.
12. The Dividend, after declaration, will be paid to those shareholders, whose names stand on the Register of Members as on 26th August, 2021. The Dividend in respect of shares held in the electronic form will be paid to the beneficial owners of shares, whose names appear in the list furnished by the Depositories for this purpose as on 26th August, 2021. The Dividend will be paid on or before 1st October, 2021.
13. Members may note that the Income Tax Act, 1961 as amended by the Finance Act, 2020 mandates that dividends paid or distributed by a company after April 01, 2021 shall be taxable in the hands of members. The company shall therefore be required to deduct tax at source (TDS) at the time of making payment of dividend.

    For resident shareholder, taxes shall be deducted at source under section 194 of the Income Tax Act as follows-

Members having valid PAN	10% or as notified by the Government of India
Members not having Valid PAN	20% or as notified by the Government of India

    However no tax shall be deducted on the dividend payable to a resident individual if the total dividend to be received by her/ him during the Financial Year 2021-2022 does not exceed Rs 5000/- and also in cases where members provided Form 15G/ Form 15H subject to conditions specified in the Income Tax Act, 1961.
14. The Notice calling the e-AGM has been uploaded on the website of the Company at www.kakatiyacemets.com. The Notice

can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and at www.nseindia.com respectively. The e-AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the e-AGM) at www.evotingindia.com.

15. The Members can join the e-AGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.

16. Up to 1000 members will be able to join on a First Come First Serve basis to the e-AGM.

17. No restrictions on account of First Come First Serve basis entry into e-AGM in respect of large Shareholders(Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc.

18. The attendance of the Members (members' logins) attending the e-AGM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

19. **Remote e-Voting**: Pursuant to the provisions of Section108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), the Company is providing facility of remote e-voting to its Members through e-Voting agency M/s. Central depository Services of (India) Limited (CDSL).

20. **Voting at the e-AGM:** Members who could not vote through remote e-voting may avail the e-voting system provided in the e-AGM by CDSL.

21. The Register of Directors / Key Managerial personnel and their shareholding maintained Under section 170 of the Companies Act, 2013, Register of contracts or arrangements in which Directors are interested under Section 189 of the Companies Act, 2013 and any other document referred to in the notice of this Annual General Meeting will be made available in electronic mode for inspection by the members of the company up to the date of the AGM.

22. As per provisions of Section 124 of the Companies Act, 2013, the Company has transferred to the Investors Education and Protection Fund (IEPF), the amount of all unclaimed dividend declared up to and including the financial year ended 31st March, 2013. The amount of unclaimed dividend for the financial year ended 31st March, 2014 will be transferred to the Investor Education and Protection Fund(IEPF) within the prescribed time during the current year.

23. As per the provisions of Section 124 of the Companies Act, 2013, the Company is required to transfer dividend, which remains unpaid or unclaimed for a period of 7 years, to the IEPF set up by the Central Government. Shareholders, who have not claimed their dividend for any year from the financial year ended March 31, 2014 onwards are requested to lodge their claim with the Company.

24. The Company's shares are listed with The National Stock Exchange of India Limited (NSE) and BSE Limited (BSE). The Annual Listing Fee for the year 2021-2022 has been paid to these two Stock Exchanges.

25. As per SEBI circular No.CIR/MRD/DP/10/2013 dated March 21, 2014, dividend payments to investors are made electronically through ECS. **Shareholders are requested to update their bank details with the depositories to ensure that dividend is credited promptly. Those shareholders who hold shares in physical form are requested to communicate their bank account number, name of the Bank, Branch, IFSC Code and address to: info@kakatiyacements.com for necessary action at our end. Members holding Accounts in Banks in which merger has taken place are requested to check and mention the correct IFSC code of the bank consequent to merger.**

26. Electronic copy of the Notice of the e-AGM of the Company and the Annual Report inter alia indicating the process and manner of e-voting are sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same.

27. In Compliance with the provisions of Section 108 and 109 of the Act and Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company is providing e-voting facility to the members to exercise their right to vote on Resolutions proposed to be passed in the meeting by electronic means. The members may cast their vote using an electronic voting system from a place other than the venue of the meeting. The company has engaged the services of CDSL as the authorised agency to provide e-voting facilities and instructions for availing e-voting facility are given in Note No.35.

28. The Board has appointed Smt. Manjula Aleti, Company Secretary in Practice (Membership No.FCS:10380, COP:13279) as scrutinizer to scrutinize the remote e-voting process and the e-voting at the e-AGM in a fair and transparent manner.

29. The scrutinizer shall, immediately after the conclusion of voting at the meeting, would first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and make, not later than two working days from the conclusion of the meeting, a consolidated scrutinizer's Report of the total votes cast in favour or against forthwith to the Chairman or a person authorised by the Chairman for counter signature.

30. The Results shall be declared by the Chairman or by an authorised person of the Chairman and the Resolutions will be deemed to have been passed on the date of e-AGM, subject to receipt of requisite number of votes in favour of the Resolutions.

31. After declaration of results, the same shall be placed along with the scrutinizer's Report(s) on the website of the company www.kakatiyacements.com and communicated to BSE Limited and National stock Exchange of India Limited, where the shares of the company are listed.

32. 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. 26th August, 2021 shall only be entitled to avail the facility of remote e-voting and voting during e-AGM.

33. The e-voting period commences on 30th August, 2021 (9:00 AM) and ends on 1st September, 2021 (5:00 PM). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 26th August, 2021, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a Resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

34. The voting rights of shareholders shall be in proportion to their shares in the paid-up equity share capital of the Company.

35. **CDSL e-Voting System – For Remote e-voting and e-voting during e-AGM.**

A. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.

B. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

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

D. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

E. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, , the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

F. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at info@kakatiyacements.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e.www.evotingindia.com.

G. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

H. In continuation of this Ministry's General Circular No. 20/2020, dated 5th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January 13, 2021.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTEE-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVMARE AS UNDER:

(i) The voting period begins on 30th August, 2021 (9:00 AM) and ends on 1st September, 2021 (5:00 PM). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 26th August, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL 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.**

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings 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**	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 https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System My easi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL**	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: https://eservices.nsdl.com 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.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. 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**	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 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.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forgot User ID and Forgot 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 **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk. evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542 022-23058543.
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

(v) Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding in Demat form & physical shareholders.

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on "Shareholders" module.
3) Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4) Next enter the Image Verification as displayed and Click on Login.
5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/ RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for Resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the Resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant Kakatiya Cement Sugar and Industries Limited on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the Resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) **Facility for Non – Individual Shareholders and Custodians –Remote Voting**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@kakatiyacements.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/EGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / I Pads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective networks. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance of at least **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. **Those shareholders who have registered themselves as speakers will only be allowed to express their views/ask questions during the meeting.**
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. **If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.**

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id.**
2. For Demat shareholders -, please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

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

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

ANNEXURE TO NOTICE

Item No.3

Sl.No.	Name of the appointee	Smt. M Varalakshmi
1.	Date of Birth	01/07/1959
2.	Qualification	BSC
3.	Date of first Appointment	12/08/2016
4.	Expertise in the specific functional areas	37 years of experience in Accounts and Banking functions.
5.	Nature of appointment	Retiring by rotation and being eligible offers herself for re-appointment.
6.	Occupation	Business
7.	Remuneration	She is a Non-Executive Director. No remuneration is paid to the Non-Executive Directors except payment of sitting fee for the Board / Committee Meeting attended by the Non-Executive Directors.
8.	Shareholding of Kakatiya Cement Sugar and Industries Limited	Nil
9.	No. of Listed entities in which committee membership / chairmanship held	1
10.	No. of Listed entities in which Directorship held	1
11.	Inter-se relationship with any other director on the Board.	Not applicable

STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

Item No.4.

The Board upon recommendation of Nomination and Remuneration Committee (NRC) has re-appointed Dr. P Anuradha as Chief Executive Officer (CEO) of the company for a period of three years effective from 25th May, 2021 subject to the approval of members of the company.

Considering the able leadership demonstrated by Dr. P Anuradha as CEO of the company leading to overall growth and development of the company, the Board is of the opinion that it would be in the interest of the company to re-appoint Dr. P Anuradha as CEO for a period of three years effective from 25th May, 2021. The terms of remuneration are as per the Resolution set out in Item no.4.

Shri P Veeraiah, Chairman and Managing Director is interested in the Resolution being the husband of Dr. P Anuradha. None of the other Directors or KMPs or their relatives is interested or concerned financially or otherwise in the said Resolution.

The Directors commend the Resolution for approval.

Item No.5

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013, Articles of Association of the company and on the recommendation of the Nomination and Remuneration Committee, the Board at its meeting held on 16th June, 2021 has appointed Smt. Hima Bindu Myneni (DIN:07120807), as an additional Director of the company under the category of 'Independent Director' for a period of five years with effect from 16th June, 2021 subject to the approval of members at the forthcoming Annual General Meeting. She holds the office upto the date of the Annual General Meeting.

A notice under Section 160 of the Companies Act, 2013 has been received from a member of the company proposing candidature of Smt. Hima Bindu Myneni. The Company has received (i) consent in writing to act as a Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014; (ii) Intimation in Form DIR-8 pursuant to the Companies (Appointment & Qualification of Directors) Rules, 2014 from Smt. Hima Bindu Myneni to the effect that she is not disqualified as per Section 164(2) of the Companies Act, 2013; and (iii) a declaration to the effect that she meets the criteria of independence as provided for under Section 149 (7) of the Companies Act, 2013.

In the opinion of the Board, Smt. Hima Bindu Myneni fulfills the conditions specified in the Companies Act, 2013 and the Rules framed thereunder and Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment as Non-Executive Independent Director and that she is independent of the management.

The Resolution set out at Item No.5 of the notice is putforth for consideration of the members as an Ordinary Resolution pursuant to Section 149 read with Schedule IV of the Companies Act, 2013 for appointment of Smt. Hima Bindu Myneni as Non-Executive Independent Director.

The terms and conditions of appointment of Smt. Hima Bindu Myneni shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day.

Smt. Hima Bindu Myneni is interested in the Resolution as set out in Item No.5 of the notice with regard to her appointment. The relatives of Smt. Hima Bindu Myneni may be deemed to be interested in the Resolution to extent of their shareholding, if any, in the company. Save and expect the above, none of the other directors / KMPs of the company / their relatives is in any away concerned or interested financially or other wise in the subject matter.

The Board commends this Ordinary Resolution as set out in Item No.5 of this notice for approval of members at the forthcoming Annual General Meeting.

Profile

Smt. Hima Bindu Myneni has vast experience as a practicing Chartered Accountant. She holds directorships in various companies including SEW infrastructure Limited, a listed company in infrastructure sector.

She has significant exposure in corporate affairs acquired over the period. Her Core Skills include Audit, Taxation, Project consultancy and financial consultancy relating to business enterprises.

The Board felt that considering her expertise and knowledge, it would be in the interest of the company to approve her appointment as Non-Executive Independent Director. Further details of the profile have been stated in the Annexure.

The Board commends the Ordinary Resolution for approval of Members.

Annexure to the Notice
Disclosure required under Section 196(4) of the Companies Act, 2013 and Regulation 36(3) of SEBI (LODR) Regulations 2015

1	Name	Smt. Hima Bindu Myneni
2.	Category	Independent Director
3.	DIN	07120807
4.	Date of Birth	21/07/1971
5.	Date of Appointment	Appointed as an Independent Director with effect from 16th June, 2021.
6.	Qualifications	FCA
7.	Occupation	Practicing Chartered Accountant.
8.	Remuneration	Only sitting fee will be paid
9.	Expertise	As stated in the profile.
10.	Shareholding in Kakatiya Cement Sugar and Industries Limited	Nil
11.	No. of Listed entities in which committee membership / chairmanship held	Nil
12.	No. of Listed entities in which Directorship held	1
13.	Directorship in Public Limited Companies	1. SEW INFRASTRUCTURE LIMITED 2. WEST BENGAL SEW PRASAD INFRASTRUCTURE LTD 3. SEW LSY HIGHWAYS LIMITED 4. SEW KRISHNAGAR BAHARAMPORE HIGHWAYS LIMITED 5. SEW BELLARY HIGHWAYS LIMITED 6. SEW REALTY LIMITED 7. CHENNAI WATER DESALINATIONLIMITED 8. SEW TRANSPORTATION NETWORKSLIMITED
14.	Inter-se relationship with any other director on the Board.	Not applicable

Item No.6

The Board of Directors of the Company on the recommendation of the Audit Committee approved the appointment and remuneration of M/s. Narasimha Murthy, Cost Accountants as the Cost Auditors of the company to conduct the audit of the Cost Records of the Company for the Financial Year ended 31st March, 2022.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a) (ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the members of the Company. Accordingly, consent of the members is sought for ratification of the remuneration payable to the Cost Auditors. None of the Directors or Key Managerial Personnel or their immediate relatives is interested or concerned in this Resolution.

The Board commends this Resolution for approval of Members.

By Order of the Board
for **Kakatiya Cement Sugar and Industries Limited**

Place : Hyderabad

Date : 16th June, 2021

B K Prasad
General Manager and
Company Secretary