

NOTICE

Notice is hereby given that the Extra Ordinary General Meeting of the members of **KLM Axiva Finvest Limited** will be held on Wednesday, the 5th day of January 2022 at 4th Floor, Door No.1871 A24, V M Plaza, Palarivattom, Ernakulam, Kerala, 682025 at 11.30 AM to transact the following businesses:

1. Issue of equity shares on preferential basis

To consider if thought fit, to pass with or without modification(s) if any, the following resolution as special resolution:

"RESOLVED THAT subject to the provisions of section 42 and 62(1)(C) read with rule 14 of the companies (prospectus and allotment of securities) rules, 2014, rule 13 of the Companies (share capital and debentures) rules, 2014 and all other applicable provisions, if any, of the Companies Act 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) as amended from time to time, enabling provisions of the Memorandum and Articles of Association of the Company, the consent, authority and approval of the member be and is hereby accorded to the Board to offer, issue, and allot maximum of 7,437,308 Seventy Four Lakhs Thirty Seven Thousand Three Hundred and Eight) equity shares of Rs. 10/- (Rupees ten only) each at a premium of Rs. 3.5/- (Rupees Three and fifty paise only) per share i.e at an issue price of Rs. 13.50/- (Rupees thirteen and fifty paise only) per share on preferential basis, to one or more of the following persons on such terms and conditions and in such manner as may be decided by the Board.

Sl. No.	Name of the identified persons	No. of equity shares offered
1.	Southern Associates	50,00,000
	KLM Global Solutions LLP	812,436
	KLM Asset Fin	1,624,872
	Total	7,437,308

RESOLVED FURTHER THAT the equity shares so issued shall upon allotment shall be *pari passu* with the existing equity shares pursuant to the articles of association of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution the Board of Directors of the company or its committees be and is hereby authorised to do all acts, deeds and things and to take all steps and give such directions as may be necessary and

to settle all questions or difficulties that may arise in such manner as the Board/committee in its absolute discretion may deem fit."

2. Issue of perpetual debt instruments (PDIs) on preferential basis

To consider if thought fit, to pass with or without modification(s) if any, the following resolution as special resolution:

"RESOLVED THAT subject to the provisions of section 42 read with rule 14 of the companies (prospectus and allotment of securities) rules, 2014 and all other applicable provisions, if any, of the Companies Act 2013 and rules framed thereunder and RBI master direction DNBR. PD. 008/03.10.119/2016-17 dated September 01, 2016 (including any statutory modification(s) or re-enactment thereof, for the time being in force) as amended from time to time, enabling provisions of the Memorandum and Articles of Association of the Company, the consent, authority and approval of the members be and is hereby accorded to the Board to offer, issue, and allot maximum of 1,20,000 (One Lakh Twenty Thousand) perpetual debt instruments in the nature of Debentures of Rs. 1000/- (Rupees Thousand only) each on preferential basis, to one or more of the following persons as mentioned below and on such terms and conditions and in such manner as may be decided by the Board.

Sl. No.	Name	No. of PDIs offered
1	Aneesh M Alex	1500
2	Zeruyah Vincent	700
3	Marykutty Joseph	600
4	Biju P U	500
5	Jacob Valiyavila Kuttypanicker	500
6	Raveendran Nair	500
7	Annamma Jomon	620
8	Thomas Chakiriyil	1000
9	Biju Varghese	500
10	Sebastian M P	500
11	Annamma Jomon	520
12	Snehalatha Udayakumar	1000
13	Lydia	1000
14	Vimala Varghese	1000
15	Rahul S Krishnan	2000
16	Anujan Thomas	600
17	Lynda Mary Raju	500
18	Lynda Mary Raju	500
19	Stephan Joseph	500

20	Lakshmikutty P M	500
21	Abraham K C	1000
22	Bindiya S	500
23	Binu Rohini	2000
24	Sosamma John	500
25	Treesa Prema Thomas	500
26	Radha C	520
27	Narayanan P	520
28	Nimmy Sandeep	900
29	Raju Thomas	500
30	Manju Rajaneesh	500
31	C V Simon	500
32	Janardhanan P K	500
33	Paulose Oulavallickal	600
34	Paul Abraham	3080
35	Thomas Thomas	1200
36	Praveen Subramanian	500
37	Baburajan A V	1100
38	Anu Tressa Riju	500
39	Yacov Iype Koshy	2500
40	Yacov Iype Koshy	7500
41	C K Nandakumar	600
42	Koroth Joseph Kuriyakose	500
43	L Sreelatha	500
44	Shaji P K	500
45	Elsie K P	1000
46	Nadarajan N K	700
47	Jayagopi K	500
48	Baby Sunoj	500
49	Vinesh Nair	600
50	Jolly Antony	500
51	Paul Abraham	2580
52	Jaicy Thadathil Ulahannan	1000
53	Anish Joseph	1000
54	Nitin Pillai	600
55	Vatsa Korah Poullose	500
56	Yadukrishna	500
57	Vinay Pillai	500
58	Bhanumathy Nambiar	500
59	Aswathi V S	500
60	Gretta Mathew	750

61	Anandam	500
62	Surya Kamalasanan	500
63	Chandrakala G Sharma	500
64	Annamma Pathrose	500
65	Murali K P	500
66	Manikandan C K	500
67	Chandikunju P I	500
68	Mini Sunny	500
69	Francis P C	500
70	Geetha Subramanian	500
71	Deepak P U	500
72	Rajeev M	500
73	Manju B	500
74	Anjoe S Nambadan	500
75	Tresa Maria Liju	500
76	Ajayan C K	800
77	Paul Nevin Roman	500
78	Nitin K Thomas	520
79	Jacob Varghese	1000
80	Praveen Subramanian	500
81	Sreedevi Rajagopal	700
82	Nijo Jacob Peter	600
83	Rejo Jobin Peter	600
84	Asokan K	8500
85	Stanley Varghese	500
86	Godly Varghese/Beena Godly	500
87	Sharath Rajan	500
88	Shyama Prabhakar	800
89	Boany Paul	500
90	Francis P C	500
91	Gracy Mathai	500
92	Mathai K I	500
93	A M Mohan	1000
94	Rejani Alex	500
95	Daya Sebastian	700
96	V P Kunhikannan	500
97	Manoj Baby	500
98	Fancy Babu	500
99	Nikhila K V	500
100	Siji Jose	500
101	James P Kizhakkemadam	700

102	Robin mendez	500
103	K Prathapachandran	600
104	Saju Kurian	500
105	Sodary Elias	500
106	Jose M O	500
107	Anitha Mini	500
108	Fathima Sherafudheen	500
109	Saji Mathew	700
110	George N A	500
111	Daisy Thomas	500
112	Ramakrishnan K N	500
113	RajaLekshmi A S	500
114	Sheela S	1000
115	Simon Mathew	500
116	Anilkumar M S	500
117	Paul K T	500
118	P M Yohannan	1000
119	Joy Chittethparayil George	500
120	Susan Kurian	500
121	Vasudevan C	500
122	T A Mathew	500
123	Rani Mathew	500
124	Rajagopal G	500
125	Rajagopal G	500
126	Sanalkumar S	500
127	Valsala Paily	1000
128	Thampi A A	500
129	Jinu Poullose	600
130	Manojkumar P	500
131	Jayanraj J R	500
132	Sonaratan	500
133	Rahul K Raveendran	500
134	Rahul K Raveendran	500
135	Rahul K Raveendran	500
136	Rajan C	500
137	Rajan C	250
138	Behanan T M	500
139	Sherly Sebastain	750
140	Thankamani C N	500
141	Simon Mathew	500
142	Chinnamma George	500

143	Jolly S N	700
144	Babu M N	500
145	Syamala Devi	600
146	Sharon Joseph	1040
147	Jayasree Narayanan	500
148	Tresa Alex	500
149	Joseph Joshy T A	1500
150	Maggy	1500
151	Giridas P	500
152	Laiju Jose	500
153	Nipun T John	1000
154	T A Mathew	500

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution the Board of Directors of the company or its committees be and is hereby authorised to do all acts, deeds and things and to take all steps and give such directions as may be necessary and to settle all questions or difficulties that may arise in such manner as the Board/committee in its absolute discretion may deem fit."

3. Enhancing the borrowing powers of the Board to Rs. 2500 crore pursuant to section 180(1)(c) of the Companies Act, 2013

To consider if thought fit, to pass with or without modification(s) if any, the following resolution as special resolution:

"RESOLVED THAT in supersession of all previous resolutions passed by the shareholders in this regard, the consent of the member be and is hereby accorded to the Board of Directors of the Company and/or its committees under Section 180(1)(c) and other applicable provisions, if any, of the Companies Act 2013 read with Articles of Association of the Company, to borrow money for and on behalf of the Company from time to time as deemed by it to be requisite and proper for the business of the Company, but so that the moneys to be borrowed together with the moneys already borrowed by the Company shall not exceed Rs. 25,00,00,00,000/- (Rupees two thousand five hundred Crore only) apart from temporary loans obtained from the Company's bankers in the ordinary course of business.

RESOLVED FURTHER THAT the consent of the member be and is hereby accorded, in terms of section 180(1)(a) and other applicable provisions, if any of the Companies Act 2013 to the Board of Directors of the Company and/or its committees to create charge/provide security for the sum borrowed on such terms and conditions and in such form and manner and with such ranking to priority, as the Board and/or its committees in absolute discretion thinks fit, on the assets of the Company, as may be agreed to between the Company and the Lenders so as to secure the borrowings by the Company, together with interest costs, charges, expenses and all other monies payable by the

Company to the concerned lenders/institutions, under the respective arrangements entered into/to be entered by the Company and/or Board/committees.

RESOLVED FUTHER THAT the securities to be created by the Company for its borrowings as aforesaid may rank with security already created or to be created in the form of mortgage and/or charges already created or to be created in future by the Company as may be agreed to between the Board and/or its committees and concerned parties.

RESOLVED FUTHER THAT for the purpose of giving effect to this resolution, the Board and/or its committees or person(s) authorised by the Board/committees, be and is hereby authorised to finalise, settle and execute such documents/ deeds/ writings/ papers/ agreements as may be required and do all acts, deeds, matters and things as may in its/his//her/their absolute discretion deem necessary, proper or desirable and to settle any question(s), difficulty(ies) or doubt(s) that may arise in regard to creating security(ies) as aforesaid or other considered to be in the best interest of the Company."

For and behalf of the Board
For KLM Axiva Finvest Limited

Sd/-

Shibu Theckumpurath Varghese
Whole time Director
DIN: 02079917

Place: Ernakulam
Date: 08.12.2021

Notes:

1. A member entitled to attend and vote at the Extra Ordinary General Meeting (EGM) is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than forty-eight hours before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder. Proxy form is enclosed herewith.
2. In case of joint holders attending the meeting, the member whose name appears as the first holder in the order of names as per the Register of Members will be entitled to vote.
3. The notice of the EGM is being sent by electronic mode to those members whose e-mail addresses are registered with the Company/Depositories, unless any member has requested for a physical copy of the same. For members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
4. Members/Proxies must bring the original attendance slip sent herewith duly filled in, signed and hand it over at the entrance of the meeting hall.
5. To support the 'Green Initiative', the members who have not registered their e-mail addresses are requested to register the same with the Company.

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

Item No: 1 Issue of equity shares on preferential basis

The Board of Directors at their meeting held on 08/12/2021 proposes to increase its capital base by way of private placement of equity shares to the persons identified by the Board for general corporate purposes.

In view of the requirement of section 42 and 62(1)(C) of the Companies Act, 2013 and the above said rules made hereunder, the Company has to seek approval of members at the general meeting by way of special resolution.

The Company submits the following information for taking appropriate decision for approval of the proposed resolution as set out in the item No. 1 of the notice of the meeting by way of Special Resolution:

Additional disclosures required to be furnished as per the Companies (share capital and debentures) rules, 2014 & the Companies (prospectus and allotment of securities) rules, 2014 are as under:

a) Particulars of the offer including date of passing of board resolution:

The equity shares are issued on private placement basis and the shares so issued shall upon allotment have the same rights of voting as the existing equity shares and be treated for all purposes *pari-passu* with the existing equity shares of the Company.

The date of passing board resolution is 08/12/2021.

b) Kind of securities offered and the price at which security is being offered:

The Company intends to offer, issue, and allot maximum of 74,37,308 (Seventy Four Lakhs Thirty Seven Thousand Three Hundred and Eight) equity shares of Rs. 10/- (Rupees ten only) each at a premium of Rs. 3.5/- (Rupees Three and fifty paise only) per share i.e., at an issue price of Rs. 13.50/- (Rupees thirteen and fifty paise only) per share.

c) Basis or justification for the price (including premium, if any) at which the offer or invitation is being made:

The issue price of Rs. 13.50/- is arrived at on the basis of valuation report by registered valuer CA Saji Sebastian, (Membership No. IBBI/RV/06/2019/11428) dated July 29, 2021.

d) Name and address of valuer who performed valuation:

CA Saji Sebastian, (Membership No. IBBI/RV/06/2019/11428) registered valuer - Securities and Financial Asset, having his office at 3rd Floor, EAK Tower, Panampilly Nagar, Ernakulam-36.

e) Amount which the company intends to raise by way of such securities:

Rs. 100,403,658 /- (Rupees Ten crore Four lakhs Three Thousand Six Hundred and Fifty Eight only).

f) Material terms of raising such securities:

Ranking pari passu with existing with equity shares on all aspects.

g) Objects of the Issue:

For the purpose of onward lending, financing and repayment/prepayment of principal and interest on existing borrowings; and General Corporate Purposes.

h) Total number of securities to be issued:

The Company intends to offer, issue, and allot maximum of 74,37,308 (Seventy Four Lakhs Thirty Seven Thousand Three Hundred and Eight) equity shares.

i) Price at which the allotment is proposed:

The price at which allotment of equity shares on private placement is proposed is Rs. 13.50/- (Rupees thirteen and fifty paise only) per share.

j) Basis on which the price has been arrived at along with report of the registered valuer:

The issue price of Rs. 13.50/- is arrived at on the basis of valuation report by registered valuer CA Saji Sebastian, (Membership No. IBBI/RV/06/2019/11428) dated July 29, 2021.

k) The relevant date with reference to which the price has been arrived at:

The relevant date is 31.03.2021.

l) The class or classes of persons to whom the allotment is proposed to be made:

Identified persons as determined by the Board of Directors of the Company.

m) Intention of promoters, directors or key managerial personnel to subscribe to the offer:

The promoters, directors, KMPs or their relatives do not intend to participate in the proposed preferential issue of shares.

n) The proposed time within which the allotment shall be completed:

The allotment will be completed within 60 days from the receipt of the application money.

o) The names of the proposed allottees and the percentage of post preferential offer capital that may be held by them:

Sl. No.	Name	Percentage of post preferential offer capital held
1.	Southern Associates	4.32
	KLM Global Solutions LLP	0.70
	KLM Asset Fin	1.40

p) The change in control, if any, in the company that would occur consequent to the preferential offer:

No change in control of the management of the Company is intended or expected to consequent to the preferential offer.

q) The number of persons to whom allotments equity shares on preferential basis have already been made during the year, in terms of number of securities as well as price:

During the financial year 2021-22:

- i. Number of persons to whom allotment equity shares on preferential basis has been already made - 186 persons
- ii. Number of equity shares allotted - 4,04,46,900 equity shares
- iii. Price at which equity shares were allotted - Rs. 12.50/- per share.

r) The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:

Not Applicable.

s) The pre issue and post issue shareholding pattern of the company:

Sl. No	Category	Pre- Issue		Post Issue	
		No of	% of	No of	% of

		Shares held	share holding	Shares held	share holding
A	Promoters' holding :				
1	Indian :				
	Individual	8758800	8.08%	8758800	7.56%
	Bodies Corporate	-	-	-	-
	Sub Total	8758800	8.08%	8758800	7.56%
2	Foreign Promoters	-	-	-	-
	Sub Total (A)	8758800	8.08%	8758800	7.56%
B	Non-Promoters' holding :				
1	Institutional Investors	-	-	-	-
2	Non-Institution :				
	Private Corporate Bodies	-	-	-	-
	Directors and Relatives	32332655	29.83%	32332655	27.92%
	Indian Public	67283673	62.08%	74720981	64.52%
	Others (Including NRIs)	-	-	-	-
	Sub Total (B)	99616328	91.92%	107053636	92.44%

	GRAND TOTAL (A+B)	108375128	100%	115812436	100%
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All documents with regard to the preferential issue shall be available for inspection at the Registered and Corporate Offices of the Company by the members during business hours.

The provisions of the Companies Act, 2013 require the Company to seek the approval of the members to issue securities on private placement basis. So, the Board of Directors accordingly recommended the resolutions set out in item no. 1 for the approval of the members.

None of the promoters, directors, KMPs or their relatives are interested financially or otherwise in the proposed resolution.

Item No: 2 - Issue of perpetual debt instruments on preferential basis

The Board of Directors at their meeting held on October 29, 2021 approved issue of Perpetual Debt Instruments (PDIs) in the nature of Debentures up to Rs. 25 Crore on private placement basis in compliance with RBI master direction DNBR. PD. 008/03.10.119/2016-17 dated September 01, 2016.

In view of the requirement of section 42 and of the Companies Act, 2013 and the above said rules made hereunder, the Company has to seek approval of members at the general meeting by way of special resolution.

The Company submits the following information for taking appropriate decision for approval of the proposed resolution as set out in the item No. 2 of the notice of the meeting by way of special resolution:

Additional disclosures required to be furnished as per the Companies (share capital and debentures) rules, 2014 & the Companies (prospectus and allotment of securities) rules, 2014 are as under:

a) Particulars of the offer including date of passing of board resolution:

The perpetual debt instruments (PDIs) are issued on private placement basis.

The date of passing board resolution is 08/12/2021.

b) Kind of securities offered and the price at which security is being offered:

The kind of securities offered is PDIs in the nature of debentures. The price at which the PDIs are being offered are Rs. 1000/- (Rupees one thousand only) each on preferential basis.

c) Basis or justification for the price (including premium, if any) at which the offer or invitation is being made:

Not applicable.

d) Name and address of valuer who performed valuation:

Not applicable.

e) Amount which the company intends to raise by way of such securities

Rs. 12,00,00,000/- (Rupees Twelve crore only).

f) Material terms of raising such securities:

The material terms of the offer are as under:

Terms of raising of PDI		
Options	I	II
Frequency of Interest Payment	Monthly	Annual
Minimum Application	500 PDI (₹ 5,00,000) (across all options of PDIs)	
In multiples, of thereafter	1 PDI (i.e. ₹ 1,000) after the minimum application	
Face Value/ Issue Price of PDI (₹ /PDI)	₹ 1,000	
Nature	Un-Secured	
Tenure	Perpetual	
Coupon (%) per annum	11.75%	12.00%
Coupon Type	Fixed	
Mode of Interest Payment	Through various options available	
Put and Call Option*	Call option may be exercised by the Company after a minimum period of ten years from the date of issue subject to the approval of RBI	
Deemed Date of Allotment	The date on which the Board or its Committee approves the allotment of PDIs. All benefits relating to the PDIs including interest on the PDIs shall be available to the investors from the deemed date of allotment. The actual allotment of PDIs may take place on a date other than the deemed date of allotment	

All monies payable towards subscription of securities shall be paid through cheque or demand draft or other banking channels but not by cash.

***Call option**

The Company is issuing PDI with a 'call option' subject to strict compliance with each of the following conditions:

- a) That the instrument has run for a minimum period of ten years from the date of issue; and
- b) Call option shall be exercised only with the prior approval of RBI.

Seniority of claim

The claims of the investors in PDI shall be

- a) Superior to the claims of investors in equity shares; and
- b) Subordinated to the claims of all other creditors.

g) Objects of the Issue:

For the purpose of onward lending, financing and repayment/prepayment of principal and interest on existing borrowings; and General Corporate Purposes.

h) Total number of securities to be issued:

The Company intends to offer, issue, and allot maximum of 1,20,000 (One lakh twenty thousand) PDIs in the nature of debentures.

i) Price at which the allotment is proposed

The price at which allotment of PDIs on private placement is proposed is Rs. 1000/- (Rupees one thousand only) per PDI. Minimum application shall be for 500 PDIs i.e., Rs. 5,00,000/- (Rupees five lakhs only).

j) Basis on which the price has been arrived at along with report of the registered valuer

Not applicable.

k) The relevant date with reference to which the price has been arrived at:

Not applicable.

l) The class or classes of persons to whom the allotment is proposed to be made:

Identified persons as determined by the Board of Directors of the Company.

m) Intention of promoters, directors or key managerial personnel to subscribe to the offer:

The promoters, directors, KMPs or their relatives do not intend to participate in the proposed preferential issue of PDI.

n) The proposed time within which the allotment shall be completed:

The allotment will be completed within 60 days from the receipt of the application money.

o) The names of the proposed allottees and the percentage of post preferential offer capital that may be held by them:

Sl. No.	Name	Percentage of post preferential offer capital held
1.		NA

p) The change in control, if any, in the company that would occur consequent to the preferential offer:

Not applicable.

q) The number of persons to whom allotments PDIs on preferential basis have already been made during the year, in terms of number of securities as well as price:

During the financial year 2021-22 the Company has not issued or allotted any PDI.

r) The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:

Not Applicable.

s) The pre issue and post issue shareholding pattern of the company:

Sl. No	Category	Pre Issue		Post Issue	
		No of Shares held	% of share holding	No of Shares held	% of share holding
A	Promoters' holding :				
	1 Indian :				
	Individual	87,58,800	8.08%	87,58,800	8.08%

	Bodies Corporate	-	-	-	-
	Sub Total	87,58,800	8.08%	87,58,800	8.08%
2	Foreign Promoters	-	-	-	-
	Sub Total (A)	87,58,800	8.08%	87,58,800	8.08%
B	Non-Promoters' holding :				
1	Institutional Investors	-	-	-	-
2	Non-Institution :				
	Private Corporate Bodies	-	-	-	-
	Directors and Relatives	3,23,32,655	29.83%	3,23,32,655	29.83%
	Indian Public	6,72,83,673	62.08%	6,72,83,673	62.08%
	Others (Including NRIs)	-	-	-	-
	Sub Total (B)	9,96,16,328	91.92%	9,96,16,328	91.92%
	GRAND TOTAL (A+B)	10,83,75,128	100%	10,83,75,128	100%

All documents with regard to the preferential issue shall available for inspection at the Registered and Corporate Offices of the Company by the members during business hours.

The provisions of the Companies Act, 2013 require the Company to seek the approval of the members to issue securities on private placement basis. So, the Board of Directors

accordingly recommended the resolutions set out in item no. 2 for the approval of the members.

None of the promoters, directors, KMPs or their relatives are interested financial or otherwise in the proposed resolution.

Item No: 3 - Enhancing the borrowing powers of the Board to Rs. 2500 crore pursuant to section 180(1)(c) of the Companies Act, 2013

In view of the expansion of the Company's business year after year and the future business prospectus the existing borrowing limits are found to be inadequate. Therefore, it is suggested that the borrowing limits may be increased to Rs. 2500 (Two thousand five hundred) crore.

Pursuant to Section 180(1)(c) of the Companies Act, 2013 approval of the shareholders is required for the Board of Directors to borrow money, where the money to be borrowed, together with the money already borrowed by the company will exceed aggregate of its paid-up share capital and free reserves and securities premium, apart from temporary loans obtained from the company's bankers in the ordinary course of business.

It is proposed to authorise the Board to borrow funds from time to time. The Board of Directors accordingly recommended the resolutions set out in Item No. 3 for the approval of the members.

None of the Directors and KMPs of the Company or their relatives is, in any way interested or concerned in this resolution.

For and behalf of the Board
For KLM Axiva Finvest Limited

Sd/-

Shibu Theckumpurath Varghese
Whole time Director
DIN: 02079917

Place: Ernakulam
Date: 08.12.2021

Form No. MGT-11

Proxy form

[Pursuant to section 105 (6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: **U65910TG1997PLC026983**

Name of the company: **KLM AXIVA FINVEST LIMITED**

Registered office: **Door No. 3-3-408/1, First Floor, RTC Colony, Opposite SBI Bank, LB Nagar, Mansoorabad, Hyderabad, Rangareddi, Telangana - 500074, India.**

Name of the member (s):	
Registered address:	
E-mail Id:	
Folio No/ Client Id:	
DP ID:	

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

Name:	
Address:	
E-mail Id:	
Signature:	

or failing him

Name:	
Address:	
E-mail Id:	
Signature:	

or failing him

Name:	
Address:	
E-mail Id:	
Signature:	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary general meeting of the company, to be held on the day of, 2022 atP.M. at and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Particulars	Optional *	
		For	Against
1.	Issue of equity shares on preferential basis		
2.	Issue of Perpetual debt instruments (PDIs) on preferential basis		
3.	Enhancing the borrowing powers of the Board to Rs. 2500 crore pursuant to section 180(1)(c) of the Companies Act, 2013		

Affix Revenue Stamp

Signed this.....day of.....2022

Signature of shareholder:

Signature of Proxy holder(s):

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

ATTENDANCE SLIP

Folio No.	
DP ID No.	
Client ID No.	
Name of Member	
Name of Proxy holder	
No. of Share(s) Held	

I hereby record my presence at the Extra Ordinary General Meeting of the **KLM AXIVA FINVEST LIMITED** held on the day of, 2022 atP.M. at

Signature of Member/Proxy

Notes:

(1) Members/Proxy holders are requested to produce the attendance slip duly signed for admission to the Meeting hall.