

**NOTICE**

**21<sup>ST</sup> ANNUAL GENERAL MEETING**

Notice is hereby given that **21<sup>st</sup> Annual General Meeting** of the members of KMS Medisurgi Limited will be held at the registered office of the Company at 297/301, May Building, Ground Floor, Princess Street, Marine Lines (East), Mumbai- 400002, on Monday, 30th September, 2019 at 11:30 a.m., to transact the following business :-

**ORDINARY BUSINESS**

**1. Adoption of Financial Statement**

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2019 together with the Reports of the Board of Directors and the Auditors thereon.

**2. Declaration of Dividend**

To declare a Final Dividend of Re. 0.05 (0.5%) per equity share of Face Value of Rs 10/- each, for the Financial Year 2018-19.

**3. Appointment of Mrs. Rekha Devang Kanakia (DIN: 00346198) as a Director liable to retire by rotation**

To appoint a Director in place of Mrs. Rekha Devang Kanakia (DIN: 00346198), who retires by rotation and being eligible, offers herself for re-appointment.

**Date: 13.08.2019**  
**Place: Mumbai**

**For KMS Medisurgi Limited**

Sd/-  
**Gaurang Prataprai Kanakia**  
**Managing Director**  
**(DIN:00346180)**

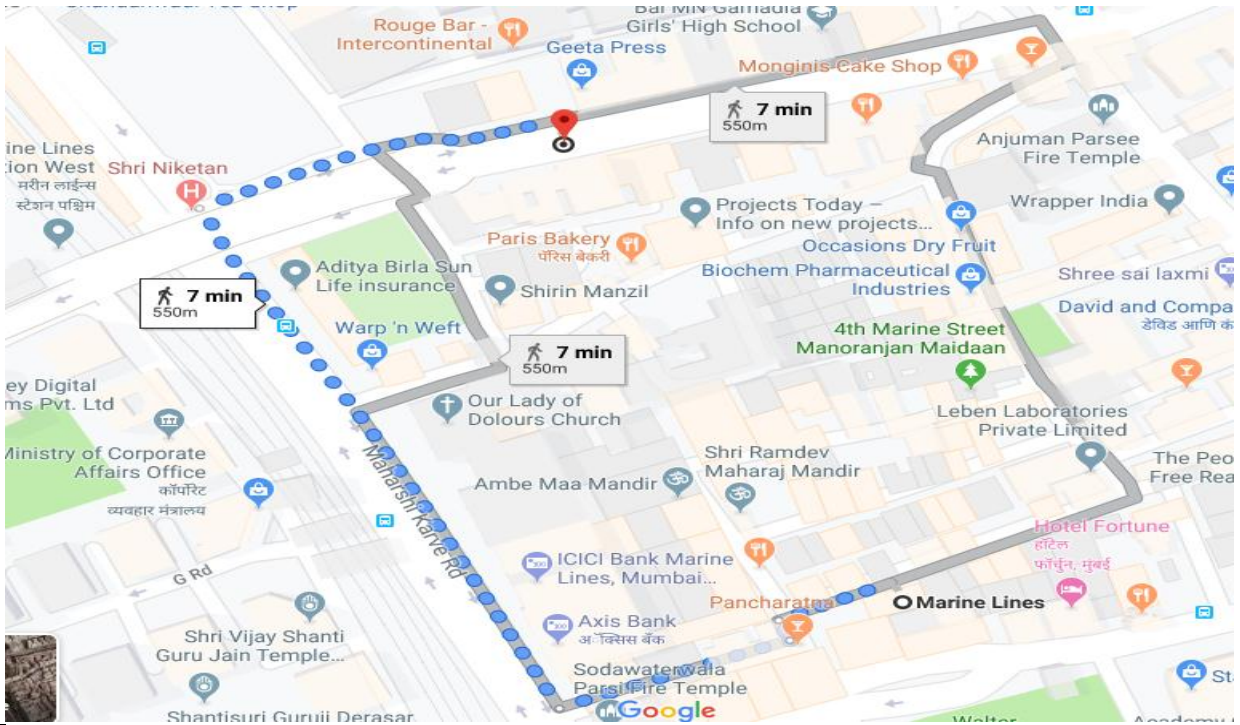
## NOTES:

1. A Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a Proxy to attend and vote on a Poll instead of himself and a Proxy need not be a Member. Proxy form, in order to be effective, must be deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Annual General Meeting. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other shareholder.
2. The relevant details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), of the person seeking re-appointment as Director under **Item No. 3** of the notice, are annexed.
3. The register of members and transfer books of the company shall remain closed from Saturday, 21st September, 2019 to Monday, 30th September, 2019 (both days inclusive) for the purpose of 21st Annual General Meeting and for determining the names of members eligible for dividend on Equity Shares, if declared at a meeting.
4. The dividend as recommended by the Board is approved at the AGM, payment of such dividend will be made on or after Saturday, 5th October, 2019:
  - i to all the Members in respect of shares held in physical form whose names appear on the Company's Register of Members after giving effect to valid transfers in respect of transfer requests lodged with the Company on or before the close of business hours on Friday, 20<sup>th</sup> September, 2019; and
  - ii to all Beneficial Owners in respect of shares held in electronic form whose names appear in the statement of beneficial ownership furnished by National Securities Depository Limited and Central Depository Services (India) Limited as at the close of business hours on Friday, 20<sup>th</sup> September, 2019;
5. The notice of 21<sup>st</sup> Annual General Meeting of the Company and Annual Report 2018-19 is available on the Company's website at **www.kmsgroup.in**
6. Members/Proxy holders are requested to bring their copy of Annual Report and Attendance slip sent herewith, duly filled-in for attending the Annual General Meeting.
7. Members who wish to obtain information of the Company may send their queries at least 10 days before the Annual General Meeting to the Company Secretary at the Corporate Office of the Company.
8. The Shareholders are requested to notify changes of their address immediately to the Registrars & Transfer Agent **Karvy Computershare Pvt. Ltd.** The Company or its registrar will not act on any request received directly from the shareholder holding shares in electronic form for any change of bank particulars or bank mandate. Such changes are to be advised only to the Depository Participant by the Shareholders.

9. Non Resident Indian Members are requested to inform Registrar and Transfer Agent, immediately of:
  - i. Change in their residential status on return to India for permanent settlement.
  - ii. Particulars of their Bank Account maintained in India with complete name, branch, account, type, account number and address of the bank with pin code number, if not furnished earlier.
10. Members are requested to intimate their Email IDs for correspondence and quicker response to their queries.
11. Electronic copy of the Annual Report is being sent to the members whose email IDs are registered with the Company/ Depository Participant. For members who have not registered their email addresses, physical copies of the Annual Report 2018-19 is being sent in the permitted mode. Members who have not registered their email addresses, so far, are requested to register their email addresses in respect of electronic holdings with the Depository Participants.
12. Corporate Members intending to send their authorised representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
13. In terms of Listing Regulations, the securities of the listed companies can only be transferred in dematerialized form with effect from April 01, 2019. In view of the same, members are advised to dematerialize shares held by them in physical form.
14. In compliance with Section 108 of the companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and regulation 44 of the Listing Regulation, the company is not providing e-voting facility as SME listed company is not required to provide e-voting facility.

## Route Map for AGM venue

297/301, May Building, Ground Floor, Princess Street, Marine Lines- (East), Mumbai- 400002



**ANNEXURE TO THE NOTICE**

**Details of the Directors seeking appointment/re-appointment at the forth coming Annual General Meeting:**

**Annexure of Item No: 03**

<b>Name of Director</b>	Rekha Devang Kanakia
<b>DIN</b>	00346198
<b>Date of Birth</b>	26/05/1972
<b>Date of first Appointment</b>	17/03/2016
<b>Qualification</b>	Commerce Graduate
<b>Expertise in specific functional areas and experience</b>	She is a commerce graduate and has more than 4 years of experience in Administration
<b>Directorship held in other Companies</b>	KMS MANUFACTURING LIMITED
<b>No. of Equity Shares held in the Company as on 31.03.2019</b>	442,000 Equity Share