

KAMARAJAR PORT LIMITED
(A wholly owned subsidiary of Chennai Port Authority)
CIN: U45203TN1999PLC043322

Regd. Office: 2nd Floor (North wing) & 3rd Floor, Jawahar Building,
17, Rajaji Salai, Chennai - 600 001.

Phone: 044 - 25251666 -70 Fax No: 044 - 25251665.

Website: www.kamarajarport.in, Email: jayasrin@kplmail.in

NOTICE

NOTICE is hereby given that the 24th Annual General Meeting of Members of Kamarajar Port Limited will be held on Monday, the 30th day of September 2024 at 03.00 P.M. (IST) through two way Video Conferencing (VC) or Other Audio Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet as at 31st March 2024, the Statement of Profit & Loss Account for the year ended 31st March 2024 and the reports of the Board of Directors, the Auditors' Report and Comments of Comptroller and Auditor General of India under Section 143 (6) of the Companies Act, 2013.
2. To confirm the Interim Dividend paid @ 20% of the paid-up equity share capital (Rs.2/- per share) for the financial year 2023-24 and to approve declaration of the Final Dividend @ 80% on paid-up equity share capital (Rs.8/- per share).
3. To appoint a Director in place of Shri. S. Viswanathan, I.A.S., (DIN: 09634577), who retires by rotation and being eligible offers himself for re-appointment.
4. To pass with or without modification, the following resolution as an Ordinary Resolution for payment of remuneration to Statutory Auditors:

“RESOLVED THAT pursuant to Section 142(1) of the Companies Act, 2013, approval be and is hereby given to the Board of Directors for fixing the remuneration of the Statutory Auditors of the Company, to be appointed by Comptroller and Auditor General of India for the financial year 2024-25.”

Place: Chennai
Date: 12.8.2024

By the Order of the Board of Directors

Sd/-
Jayalakshmi Srinivasan
Company Secretary

NOTES:

- a) Pursuant to General Circular No. 09/2023 dated September 25, 2023 issued by Ministry of Corporate Affairs (“MCA”) and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023, issued by the Securities and Exchange Board of India (“SEBI”) (hereinafter collectively referred to as “the Circulars”), Companies are allowed to hold Annual General Meeting (“AGM”) through VC /OAVM without the physical presence of the Members at a common venue till September 30, 2024. In compliance with the Circulars, the 24th AGM of the Company is being held through VC /OAVM. The deemed venue for the 24th AGM shall be the Registered Office of the Company. The Notice of 24th AGM along with Annual Report 2023-24 is being sent through electronic mode to those members whose email addresses are registered with the Company/ Depository Participants. Members may note that the Notice will be available on the Company’s website www.kamarajarpport.in.
- b) Pursuant to the provisions of the 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, as this AGM is being held through VC / OAVM, and physical attendance of Members has been dispensed with, the facility for appointment of proxies by the Members will not be available for the AGM and therefore the Proxy Form, Route Map and Attendance Slip is not annexed to this Notice. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. Members participating through VC or OAVM may cast their votes on the resolutions during the meeting by show of hands or by sending emails only through their email addresses registered with the Company in case of a Poll. The said emails shall only be sent to the designated email address circulated by the Company.
- c) The relevant details of the directors retiring by rotation seeking appointment/re-appointment at the forthcoming Annual General Meeting pursuant to Secretarial Standard - 2 on General Meetings is annexed hereto and forms part of the Notice..
- d) Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution/such other documents authorizing their representative to attend the AGM through VC/OAVM on its behalf and to vote.
- e) The Members can join the AGM in the VC/OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

- f) Statutory registers as stipulated in the Companies Act, 2013 will be available electronically/ kept open for inspection during the AGM. Members seeking to inspect such documents can send an email to agm-shareholders@kplmail.in.
- g) Members are requested to notify immediately any change of address to their respective Depository Participant.

Instructions for attending the AGM through VC:

1. Web-link and log-in credentials for attending AGM through VC/OAVM will be provided in the e-mail forwarding the Notice and Annual Report.
2. Members can join Video Conference either through Mobile/Laptop/Desktop.

DETAILS OF THE DIRECTOR SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING IN PURSUANCE OF SECRETARIAL STANDARD - 2 ON GENERAL MEETINGS.

Item No. 3

Brief Resume of Shri S. Viswanathan is as under:-

Particulars	Details
Date of Birth and Age	07/11/1979 and 44 years
Date of first appointment on the Board	27/04/2023
Educational & Professional Qualification	BE (Mech)., MBA.,
Experience	<p>Shri S. Viswanathan, is the Deputy Chairperson of Chennai Port Authority, under Ministry of Ports, Shipping and Waterways, Govt of India, since April 2023.</p> <p>He has previously served as Managing Director, MP Tourism Development Corporation from 04/08/2020 to 05/04/2023. He also held additional charge as Additional Secretary, Government of Madhya Pradesh, Medical Education Department and CEO- Ayushman Bharat Yojana, Bhopal. His last place of posting was Managing Director, Madhya Pradesh Jal Nigam.</p>

	<p>His wide experience in various districts as Collector ranged between 2015 and 2020 in two states namely Assam and Madhya Pradesh.</p> <p>He started his career as Assistant Commissioner of Jorhat District in Assam in the year 2009.</p>						
Securities held in KPL	1 Equity Share of Rs.10/- as a Nominee of Chennai Port Authority						
Relationship with other Directors/KMP of KPL	Shri. S. Viswanathan, IAS, Nominee Director is the husband of Smt. J.P. Irene Cynthia, IAS, Managing Director, Kamarajar Port Limited.						
Directorship/ Membership in other Companies	<table border="1"> <thead> <tr> <th>Name of the Company</th> <th>Nature of interest/concern</th> </tr> </thead> <tbody> <tr> <td>Chennai Ennore Port Road Company Limited</td> <td>Nominee Director</td> </tr> <tr> <td>Kanniyakumari Port Limited</td> <td>Nominee Director</td> </tr> </tbody> </table>	Name of the Company	Nature of interest/concern	Chennai Ennore Port Road Company Limited	Nominee Director	Kanniyakumari Port Limited	Nominee Director
	Name of the Company	Nature of interest/concern					
	Chennai Ennore Port Road Company Limited	Nominee Director					
Kanniyakumari Port Limited	Nominee Director						
Chairmanship/Membership of various committees in other companies	NIL						
Terms and conditions of appointment	Nominee Director liable to retire by rotation. No sitting fees is payable.						
Remuneration last drawn	Not applicable						
Number of Meetings of the Board attended during the year	Corporate Governance Report (Annexure V of Board's Report) may be referred						