



**SKMEGG/SEC/BSE/NSE/AGMN/2019**

August 28, 2019

Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai-400 001

National Stock Exchange of India Limited  
Exchange Plaza,  
Plot No:C/G Block  
Bandra Kurla Complex  
Mumbai-400 051

Dear Sir,

**Sub: Notice of 24<sup>th</sup> Annual General Meeting**

**Ref:** Scrip Code: 532143(BSE)/SKMEGGPROD (NSE)

.....

We hereby inform you that the 24<sup>th</sup> Annual General Meeting (AGM) of the Company is scheduled to be held on Wednesday, September 25, 2019 at 4.00 P.M. at the registered office of the company situated at 133, 133/1, Gandhiji Road, Erode-638001, Tamilnadu, India.

We herewith enclose the Notice of 24th AGM along with attendance sheet and proxy form. The same is being dispatched along with the Annual report to the members of the Company through email, speed post and other permitted mode(s).

Moreover, we are making arrangement to place the notice along-with Annual Report 2018-19 on the website of the Company at **www.skmegg.com**

Kindly take on record the same in your records.

Thanking You

Yours faithfully  
For SKM Egg Products Export (India) Limited

P.Sekar  
Company Secretary  
(ICSI Membership No.A36565)

**SKM EGG PRODUCTS**

THINKING OUT OF THE SHELL

SKM EGG PRODUCTS EXPORT (INDIA) LIMITED

CIN : L01222TZ1995PLC006025 GSTIN : 33AACCS7106G1ZO PAN : AACCS7106G

**Registered Office:** 185, Chennimalai Road, Erode - 638 001, Tamil Nadu, India. Tel: +91 424 2262963, Fax: +91 424 2258419

**Factory:** Erode - Karur Main Road, Cholangapalayam, Erode - 638 154, Tamil Nadu, India. Tel: +91 424 2351532 - 34, Fax: +91 424 2351531



## NOTICE OF 24<sup>th</sup> ANNUAL GENERAL MEETING

NOTICE is hereby given that the 24<sup>th</sup> Annual General Meeting of the **SKM EGG PRODUCTS EXPORT (INDIA) LIMITED** will be held on Wednesday, the 25<sup>th</sup> September, 2019 at 4.00 p.m. at Registered Office : 133, 133/1, Gandhiji Road, Erode - 638 001 to transact the following business :

### **ORDINARY BUSINESS:**

#### **1. Adoption of Financial Statements and Reports of the Directors and Auditors**

To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution :

**“RESOLVED THAT** the Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2019 including Audited Balance Sheet as at 31<sup>st</sup> March, 2019, Statement of Profit and Loss, Cash Flow Statement and Consolidated Financial Statements for the year ended on that date, together with the Directors’ Report and the Auditors’ Report thereon as presented to the meeting, be and are hereby, approved and adopted.”

#### **2. Declaration of Dividend**

To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** Dividend for the year 2018-19 at the rate of 0.50/- per share of 10/- each fully paid up (5%), be declared and paid for the financial year ended 31<sup>st</sup> March, 2019 on the equity shares of Rs 10/- each to the shareholders whose name appear on the Register of Members of the Company as on 18<sup>th</sup> September, 2019 for those holding shares in physical form and as per the details furnished by the Depositories for this purpose as at the end of business hours on 18<sup>th</sup> September, 2019 in respect of the shares held in demat form.

#### **3. Re-Appointment of Statutory Auditor**

To consider and if deemed fit, to pass the following Resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr N Prasanna Venkatesan, Chartered Accountants (Membership No. 235530), who was appointed as Statutory Auditors of the company at 23<sup>rd</sup> Annual General Meeting to hold office up to the conclusion of 24<sup>th</sup> Annual General Meeting and have confirmed his eligibility to be appointed as Auditors in terms of the provisions of Section 141 of the Act and the relevant Rules and have offered themselves for re-appointment, be and is hereby re-appointed as the Statutory Auditor of the company to hold office from the conclusion of this 24<sup>th</sup> Annual General Meeting till the conclusion of the 27<sup>th</sup> Annual General Meeting of the company at such remuneration as may be determined and recommended by the Audit Committee in consultation with the Statutory Auditors and duly approved by the Board of Directors, be and are hereby approved.”

**“RESOLVED FURTHER THAT** the Board of Directors of the company (including a Committee thereof), be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

**SPECIAL BUSINESS:**

**4. Re-appointment of Managing Director Shri SKM Shree Shivkumar (DIN:00002384)**

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 196, 197 read with Schedule V and other applicable provisions if any, of the Companies Act, 2013 and subject to approvals of the shareholders in the Annual General Meeting of the Company, Shri SKM. Shree Shivkumar be and is hereby reappointed as the Managing Director of the company for a period of three years from 25th June 2019 to 24th June 2022 with no change in the existing terms and conditions of appointment.”

**“RESOLVED FURTHER THAT** pursuant to Section 197 read with Part I and II of Schedule V and other applicable provisions, if any, of the Companies Act 2013 and subject to approvals of the shareholders in the Annual General Meeting of the Company, consent of the Board be and is hereby accorded to the payment of remuneration, perquisites and benefits, as determined by the Remuneration Committee and to Shri. SKM Shree Shivkumar, Managing Director with effect from 25th June 2019.

**5. Re-appointment of DR LM Ramakrishnan (DIN:00001978) as an Independent Director**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**RESOLVED THAT** pursuant to provisions of the section 149, 152 read with schedule IV and all other applicable provisions of the Companies Act, 2013 (hereinafter referred to as the “Act”), the Companies (Appointment and Qualification of Directors) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force Dr LM Ramakrishnan (DIN:00001978) who was appointed as an Independent Director of the Company to hold office up to the date of 09<sup>th</sup> September 2019 and who has submitted a declaration that he meets the criteria of independence as provided in the sub-section 6 of section 149 of the Act and regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who is eligible for re-appointment for second term of 5 (five) consecutive years, be and is hereby appointed as an Independent Director of the Company for a second term to hold the office for 5 (five) consecutive years w.e.f. 10<sup>th</sup> September 2019.

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to perform all acts, deeds, matters or things and take such decisions / steps as may be necessary, expedient or desirable to give effect to aforesaid resolution.”

**6. Re-appointment of Mr C Devarajan (DIN: 00109836) as an Independent Director**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**RESOLVED THAT** pursuant to provisions of the section 149, 152 read with schedule IV and all other applicable provisions of the Companies Act, 2013 (herein after referred to as the “Act”), the Companies (Appointment and Qualification of Directors) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force Mr. C Devarajan (DIN:00109836) who was appointed as an Independent Director of the Company to

hold office up to the date of 09<sup>th</sup> September 2019 and who has submitted a declaration that he meets the criteria of independence as provided in the sub-section 6 of section 149 of the Act and regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who is eligible for re-appointment for second term of 5 (five) consecutive years, be and is hereby appointed as an Independent Director of the Company for a second term to hold the office for 5 (five) consecutive years w.e.f. 10<sup>th</sup> September 2019.

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to perform all acts, deeds, matters or things and take such decisions / steps as may be necessary, expedient or desirable to give effect to aforesaid resolution.”

#### **7.Re-appointment of Mr D Venkateswaran (DIN:05170759) as an Independent Director**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to provisions of the section 149, 152 read with schedule IV and all other applicable provisions of the Companies Act, 2013 (herein after referred to as the “Act”), the Companies (Appointment and Qualification of Directors) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force Mr D Venkateswaran (DIN:05170759) who was appointed as an Independent Director of the Company to hold office up to the date of 26<sup>th</sup> January 2020 and who has submitted a declaration that he meets the criteria of independence as provided in the sub-section 6 of section 149 of the Act and regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who is eligible for re-appointment for second term of 5 (five) consecutive years, be and is hereby appointed as an Independent Director of the Company for a second term to hold the office for 5 (five) consecutive years w.e.f. 27<sup>th</sup> January 2020.”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to perform all acts, deeds, matters or things and take such decisions / steps as may be necessary, expedient or desirable to give effect to aforesaid resolution.”

#### **8.Appointment of Mr. T.N. Thirukumar (DIN:00124793) as an Independent Director**

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 sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder, read with Schedule IV to the Act, as amended from time to time, Mr. T N Thirukumar (DIN: 00124793), Additional Non-Executive Independent Director of the Company appointed by the Board of Directors on 31<sup>st</sup> July 2019, as an Additional Independent Director of the Company and who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, to hold office for a term of five consecutive years from 31<sup>st</sup> July 2019 to 30<sup>th</sup> July 2024.”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to perform all acts, deeds, matters or things and take such decisions / steps as may be necessary, expedient or desirable to give effect to aforesaid resolution.”

**9.Appointment of Mr G N Jayaram (DIN: 08521023) as an Independent Director**

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 sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder, read with Schedule IV to the Act, as amended from time to time Mr G N Jayaram (DIN:08521023) Additional Non-Executive Independent Director of the Company appointed by the Board of Directors on 31<sup>st</sup> July 2019, as an Additional Independent Director of the Company and who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, to hold office for a term of five consecutive years from 31<sup>st</sup> July 2019 to 30<sup>th</sup> July 2024.”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to perform all acts, deeds, matters or things and take such decisions / steps as may be necessary, expedient or desirable to give effect to aforesaid resolution.”

**10. Approval of Material Related Party Transactions**

To consider and if thought fit, to pass the following resolution with or without modification as an Ordinary Resolution.

**“RESOLVED THAT** pursuant to the provisions of section 188 of the Companies Act, 2013, and pursuant to Regulation 23 of SEBI (Listing Obligations and disclosures requirements) Regulations 2015 (including any amendments, modifications, or re-enactments thereof), and on the recommendation by the Audit Committee, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company for transfer or receipt of products, goods, materials, services or other resources and obligations for the Financial Year 2018-19 and subsequent Financial Years exceeding ten percent of the annual consolidated turnover of the Company, as per the last audited financial statements of the Company relevant for the respective Financial Years on such terms and conditions as may be mutually agreed between the Company and Related Parties in the ordinary course of business other than transaction which are not on arm’s length basis or otherwise.”

**“RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorised to decide upon the nature and value of the products, goods, materials, services or other resources and obligations to be transacted with Related Party and to do and perform all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this Resolution.”

Place : Erode

Date : 31/07/2019

By Order of the Board

Sd/-

SKM Shree Shivkumar

Managing Director

(DIN : 00002384)

**NOTES :**

1. The explanatory statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013, relating to special business to be transacted at the Meeting is annexed.
2. A Member entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and, on a poll, to vote instead of himself and the Proxy need not be a Member of the company.
3. Proxies, in order to be effective, must be received in the enclosed Proxy Form at the Registered Office of the company not less than forty-eight hours before the time fixed for the Meeting.
4. A person can act as a proxy on behalf of Members not exceeding 50 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 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 person or shareholder.
5. Corporate Member intending to send its authorised representatives to attend the Meeting in terms of Section 113 of the Companies Act, 2013 is requested to send to the company a certified copy of the Board Resolution authorizing such representative to attend and vote on its behalf at the Meeting.
6. Members/Proxies/Authorised Representatives are requested to bring the attendance slips duly filled in for attending the Meeting. Members who hold shares in dematerialised form are requested to write their client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the Meeting.
7. During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the company. All documents referred to in the Notice and accompanying explanatory statement are open for inspection at the Registered Office of the company on all working days of the company between 11:00 a.m. and 1:00 p.m. up to the date of the Annual General Meeting and at the venue of the Meeting for the duration of the Meeting.
8. Route-map to the venue of the Meeting is provided elsewhere in the Annual Report.
9. The Register of Members and the Share Transfer Books of the company will remain closed from 19.09.2019 to 25.09.2019 (both days inclusive).
10. The dividend on shares as recommended by the Board, if approved at the Annual General Meeting, will be paid within thirty days from the date of declaration to those Members or their mandates whose names appear:
  - (a) as Members in the Register of Members of the company on 18<sup>th</sup> September, 2019, and
  - (b) as beneficial owners on that date as per the lists to be furnished by 18<sup>th</sup> September, 2019 (Depository Participant) in respect of shares held in electronic form.
11. Unclaimed / Unpaid Dividend:

Pursuant to Section 124 of the Companies Act, 2013, dividend for the financial year ended 31st March, 2007-08 and 2008-09 which remain unpaid or unclaimed for a period of seven years, transferred to IEPF.

12. The company has yet to transfer all shares (in respect of which dividend has not been paid or claimed for seven consecutive years or more) for the financial year ended 31st March, 2007-08 and earlier periods to the Investor Education and Protection Fund. Members who have so far not claimed or collected their dividends for the said period may claim their dividend and shares from the Investor Education and Protection Fund, by submitting an application in the prescribed form.
13. 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 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.
14. Electronic copy of the Annual Report is being sent to all the Members whose email IDs are registered with the company/Depository Participant(s) for communication purposes unless any Member has requested for a hard copy of the same. For Members who have not registered their email address, physical copy of the Annual Report is being sent in the permitted mode. In case you wish to get a physical copy of the Annual Report, you may send your request to [shares@skmegg.com](mailto:shares@skmegg.com) mentioning your folio/DP ID and Client ID. Annual Report is also available in the Investor section on the website of the company at [www.skmegg.com](http://www.skmegg.com).
15. Members holding shares in physical mode are requested to register their email IDs with the Registrar & Share Transfer Agents of the company and Members holding shares in demat mode are requested to register their email ID's with their respective DP in case the same is still not registered. Members are also requested to notify any change in their email ID or bank mandates or address to the company and always quote their Folio Number or DP ID and Client ID Numbers in all correspondence with the company. In respect of holding in electronic form, Members are requested to notify any change of email ID or bank mandates or address to their Depository Participants.
16. Members holding shares in electronic form may please note that their bank details as furnished to the respective Depositories will be printed on their dividend warrants as per the applicable regulations. The company will not entertain any direct request from such Members for deletion or change of such bank details. Instructions, if any, already given by Members in respect of shares held in physical form will not be automatically applicable to the dividend paid on shares in electronic form.
17. Any query relating to financial statements must be sent to the company's Registered Office at least seven days before the date of the Meeting.
18. With a view to serving the Members better and for administrative convenience, an attempt would be made to consolidate multiple folios. Members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the company to consolidate their holdings in one folio.
19. Members who still hold share certificates in physical form are advised to dematerialise their shareholding to avail the benefits of dematerialisation, which include easy liquidity, since trading is permitted in dematerialised form only, electronic transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.
20. Members can avail of the nomination facility by filing Form SH-13, as prescribed under Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, with the company. Blank forms will be supplied on request.

21. As per SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 the transfer of shares in physical mode is not allowed from 1<sup>st</sup> April, 2019. Hence, members are requested to dematerialize their shares. However, transmission/transposition of shareholders name are allowed by following due process and documentation.

22. Instructions on e-voting is annexed to this notice

#### **STATEMENT OF MATERIAL FACTS CONCERNING ITEMS OF SPECIAL BUSINESS**

**(Annexed to notice pursuant to Section 102 of the Companies Act, 2013)**

##### **Item No. 4**

The Board of Directors at its meeting held on July 30, 2018 revised the terms and conditions of the appointment of Managing Director Shri. SKM Shree Shivkumar (DIN 00002384) and his appointment term reduced to three years from five years i.e from 25.06.2016 to 24.06.2019, with the approval of shareholder of 23<sup>rd</sup> AGM, held on 26<sup>th</sup> September 2018, taking into account the outstanding performance and dedication of Shri. SKM Shree Shivkumar the nomination and remuneration committee reviewed the terms of re-appointment and the Board of Directors at its meeting held on 29.05.2019, has recommended his re-appointment and the term of office would commence from 25<sup>th</sup> June, 2019 to 24<sup>th</sup> June 2022.

Except Mr. SKM Shree Shivkumar, Mr. SKM Maeilanandhan, Mrs. Kumutaavalli and Mr. S.M. Venkatachalapathy are deemed to be concerned or interested in the resolution. None of the other Directors or Key Managerial Personnel of the Company and / or their relatives is concerned or interested in the said resolution.

This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013 and Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The Board recommends the resolution set out at Item No.4 of the Notice for your approval.

##### **Item No.5**

Dr LM Ramakrishnan (DIN:00001978) was appointed as the Independent Director by the members at 19<sup>th</sup> Annual General Meeting held on 10<sup>th</sup> September, 2014 for a period of 5 (five) consecutive years for a term upto 09.09.2019

As per sub-section (10) of section 149 of the Companies Act, 2013, an Independent Director shall hold office for a term up to 5 (five) consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of up to 5 (five) consecutive years on the Board of the Company. An explanation to sub-section (11) of section 149 of the Companies Act, 2013 provides that for the purposes of subsection (10) and (11), any tenure of an independent director on the date of commencement of this Act shall not be counted as a term under said sub-sections. Further, regulation 25(2) of SEBI Regulations provides that the maximum tenure of independent directors shall be in accordance with the Companies Act, 2013 and rules made thereunder, in this regard from time to time. The nomination and remuneration committee reviewed the terms of re-appointment and recommended to the Board of Directors for their consideration , on the basis of his performance evaluation recommends reappointment of Dr LM Ramakrishnan to the Board of Directors for their consideration as Independent Directors for a second term of 5 (five) consecutive years on the Board of the Company.



Accordingly, Dr LM Ramakrishnan, being eligible for reappointment as an Independent Director and offering himself for re-appointment, is proposed to be re-appointed as an Independent Director for second term of 5 (five) consecutive years. The Company has received declaration from him stating that he meets the criteria of Independence as prescribed under sub-section (6) of section 149 of the Companies Act, 2013 and regulation 16 (1) (b) of the SEBI Regulations. Dr LM Ramakrishnan has also given his consent to continue to act as a Director of the Company, if so appointed by the members. Dr LM Ramakrishnan is not related to any Director of the Company.

Dr LM Ramakrishnan who is Secretary & Correspondent of Bharathi Vidya Bhavan Mat. Hr.Sec. School, Thindal, Erode and CS Academy, Vallipurathanpalayam, Erode, CS Academy, Coimbatore. Moreover, Chairman, Erode Arima Society and Vice Chairman, Ponni Sugars Erode Ltd., Pallipalayam, Managing Director, Erode Medical Suppliers Pvt. Ltd. and having morethan 35 years of experience in Administration.

Except Mr. Dr LM Ramakrishnan, being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the accompanying Notice of the Annual General Meeting. This Explanatory Statement may also be regarded as a disclosure under Regulation 26(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

#### **Item No.6**

Mr C Devarajan (DIN:00109836) was appointed as the Independent Director by the members at 19<sup>th</sup> Annual General Meeting held on 10<sup>th</sup> September, 2014 for a period of 5 (five) consecutive years for a term upto 09.09.2019.

As per sub-section (10) of section 149 of the Companies Act, 2013, an Independent Director shall hold office for a term up to 5 (five) consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of up to 5 (five) consecutive years on the Board of the Company. An explanation to sub-section (11) of section 149 of the Companies Act, 2013 provides that for the purposes of subsection (10) and (11), any tenure of an independent director on the date of commencement of this Act shall not be counted as a term under said sub-sections. Further, regulation 25(2) of SEBI Regulations provides that the maximum tenure of independent directors shall be in accordance with the Companies Act, 2013 and rules made thereunder, in this regard from time to time. The nomination and remuneration committee reviewed the terms of re-appointment and recommended to the Board of Directors for their consideration , on the basis of his performance evaluation recommends reappointment of Mr.C.Devarajan to the Board of Directors for their consideration as Independent Directors for a second term of 5 (five) consecutive years on the Board of the Company.

Accordingly, Mr C Devarajan, being eligible for reappointment as an Independent Director and offering himself for re-appointment, is proposed to be re-appointed as an Independent Director for second term of 5 (five) consecutive years. The Company has received declaration from him stating that he meets the criteria of Independence as prescribed under sub-section (6) of section 149 of the Companies Act, 2013 and regulation 16 (1) (b) of the SEBI Regulations. Mr C Devarajan has also given his consent to continue to act as a Director of the Company, if so appointed by the members. Mr C Devarajan is not related to any Director of the Company.

Mr C Devarajan has over 35 years of experience in the field of construction and infrastructure development. He was responsible for steering URC and his vision for the company helped him to diversify the business in Housing,

Software and Project management. The 63 year old URC now caters to about 10000 families through direct and indirect employment. Mr. C. Devarajan remains a down-to-earth person, committed to creating socially beneficial projects and continues to share his dream with all those who would like to walk on the path of progress.

Except Mr C Devarajan, being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the accompanying Notice of the Annual General Meeting This Explanatory Statement may also be regarded as a disclosure under Regulation 26(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board recommends the resolution set out at Item No.6 of the Notice for your approval.

#### **Item No.7**

Mr D Venkateswaran (DIN:05170759) was appointed as an Independent Director of the company by the members at the Annual General Meeting held on 23<sup>rd</sup> September 2015 for a period of 5 (five) consecutive years for a term upto the date of 26th January 2020.

As per sub-section (10) of section 149 of the Companies Act, 2013, an Independent Director shall hold office for a term up to 5 (five) consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of up to 5 (five) consecutive years on the Board of the Company. An explanation to sub-section (11) of section 149 of the Companies Act, 2013 provides that for the purposes of subsection (10) and (11), any tenure of an independent director on the date of commencement of this Act shall not be counted as a term under said sub-sections. Further, regulation 25(2) of SEBI Regulations provides that the maximum tenure of independent directors shall be in accordance with the Companies Act, 2013 and rules made thereunder, in this regard from time to time. The nomination and remuneration committee reviewed the terms of re-appointment and recommended to the Board of Directors for their consideration , on the basis of his performance evaluation recommends reappointment of Mr D Venkateswaran to the Board of Directors for their consideration as Independent Directors for a second term of 5 (five) consecutive years on the Board of the Company

Accordingly, Mr D Venkateswaran being eligible for reappointment as an Independent Director and offering himself for re-appointment, is proposed to be re-appointed as an Independent Director for second term of 5 (five) consecutive years. The Company has received declaration from him stating that he meets the criteria of Independence as prescribed under sub- section (6) of section 149 of the Companies Act, 2013 and regulation 16 (1) (b) of the SEBI Regulations. Mr D Venkateswaran has also given his consent to continue to act as a Director of the Company, if so appointed by the members. Mr D Venkateswaran is not related to any Director of the Company.

Mr D Venkateswaran who is basically engineering graduate in Mechanical and Production. He is Vice Chairman Ulavan Producer Company Erode and is having morethan 25 years experience in this field and also administration.

Except Mr D Venkateswaran, being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 7 of the accompanying Notice of the Annual General Meeting This Explanatory Statement may also be regarded as a disclosure under Regulation 26(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board recommends the resolution set out at Item No.7 of the Notice for your approval.

**Item No.8**

The Board of Directors had appointed Mr T N Thirukumar (DIN:00124793) as an Additional Independent Director at its Board meeting held on 31<sup>st</sup> July 2019 under Section 161 of the Companies Act, 2013. In terms of the said Section, Mr T N Thirukumar vacates office at this meeting. Mr T N Thirukumar being Additional Director holds office up to the date of this Annual General Meeting. The Company has received a Notice in writing under Section 160 of the Act proposing his candidature for the office of Independent Director to be appointed as such under the provisions of Section 149 of the Companies Act, 2013

In terms of Sections 149, 152, 160 read with Schedule IV of the Act, the Board of Directors of the company, on the basis the recommendation of the Nomination and Remuneration Committee (NRC), have reviewed the profile of Mr T N Thirukumar and the declarations that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Regulation 16(1) (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Board is of opinion that he fulfills the criteria of independence and is independent of the management. In the opinion of the Board, Mr T N Thirukumar meets the fit and proper criteria and has the necessary knowledge and experience for being appointed as an Independent Director. Considering his vast expertise and knowledge, it would be in the interest of the company that Mr T N Thirukumar is appointed as an Independent Director on the Board for a period of five (5) years from 31<sup>st</sup> July 2019 to 30<sup>th</sup> July 2024 has been put up for the approval of shareholders.

Mr T N Thirukumar he is Science Graduate from University of Madras and is actively engaged / associated with his family in business and instrumental in bringing out innovative consumer textiles under Jansons Brand since 1989.

Except Mr T N Thirukumar is interested in the Resolution to the extent as it concerns appointment. No other Directors or Key Managerial Personnel or their relatives have any concern or interest, financial or otherwise, in passing of the said Ordinary Resolution.

The Board recommends the resolution set out at Item No.8 of the Notice for your approval.

**Item No.9**

Mr G N Jayaram (DIN:0008521023) as an Additional Independent Director at its Board meeting held on 31<sup>st</sup> July 2019 under Section 161 of the Companies Act,2013. In terms of the said Section, Mr G N Jayaram vacates office at this meeting. Mr G N Jayaram being Additional Director holds office up to the date of this Annual General Meeting. The Company has received a Notice in writing under Section 160 of the Act proposing his candidature for the office of Independent Director to be appointed as such under the provisions of Section 149 of the Companies Act, 2013.

In terms of Sections 149, 152, 160 read with Schedule IV of the Act, the Board of Directors of the Company, on the basis the recommendation of the NRC, have reviewed the profile of Mr G N Jayaram and the declarations that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Regulation 16(1) (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Board is of opinion that he fulfills the criteria of independence and is independent of the

management. In the opinion of the Board, Mr G N Jayaram meets the fit and proper criteria and has the necessary knowledge and experience for being appointed as an Independent Director. Considering his vast expertise and knowledge, it would be in the interest of the company that Mr G N Jayaram is appointed as an Independent Director on the Board for a period of five (5) years from 31<sup>st</sup> July 2019 to 30<sup>th</sup> July 2024 has been put up for the approval of shareholders.

Mr G N Jayaram who is qualified Chartered Accountant and having 32 years experience in corporate audit and Taxation.

Except Mr G N Jayaram is interested in the Resolution to the extent as it concerns his appointment. No other Directors or Key Managerial Personnel or their relatives have any concern or interest, financial or otherwise, in passing of the said Ordinary Resolution.

The Board recommends the resolution set out at Item No.9 of the Notice for your approval.

#### **Item No.10**

##### **Approval of Material Related Party Transactions**

In terms of the Listing Regulations, the contracts, arrangements and transactions relating to transfer or receipt of products, goods, materials, services, other resources and obligations with Related party are material in nature if the transactions entered into or to be entered into individually or taken together with previous transactions during the financial year exceeds ten percent of the annual consolidated turnover of the Company as per the last audited financial statements of the Company. Accordingly, the contracts, arrangements and transactions with Related Party require the approval of Members of the Company through Ordinary Resolution and the related parties shall abstain from voting on such Resolutions.

The particulars of contracts, arrangements and transactions are as under:

##### **(a) Name of the Related Party:**

1. SKM Siddha and Ayurvedha Company (India) Private Limited
2. SKM Animal Feeds and Foods (India) Private Limited
3. SKM Universal Marketing Company India Private Limited
4. Shri. SKM Shree Shivkumar (Managing Director)-KMP
5. Shri. SKM Maeilanandhan (Executive Chairman)-KMP
6. SKM Europe BV, Utrecht, The Netherlands.

##### **(b) Description of Relationship between the parties:**

Entities in which Directors are interested and Presumption of significant influence

##### **(c) Name of the Director or Key Managerial Personnel (KMP) who is related:**

Shri. SKM Shree Shivkumar, Shri. SKM Maeilanandhan, Smt S. Kumutaavalli, Shri. SM Venkatachalapathy to the extent of being common Board members/ KMP

**(d) Nature, material terms of contracts:**

Sale of egg shell waste	Sale and Purchase of Eggs
Sale of poultry feeds	Sale of egg white cube
Sale of Albumen Liquid	Sale of whole Egg liquid
Purchase of poultry feed supplement	Purchase of wind Power

**(e) Monetary value:**

The actual value of material transactions falling under Regulation 23(1) of the Listing Regulations for Financial Year 2018-19 is given in **item No.30** of the notes to the Standalone financial statement. The estimated value of material transactions for the Financial Year 2019-20 in case of related party transaction may exceed ten percent of the annual consolidated turnover of the Company as per the latest audited financial statements of the Company for the respective Financial Years based on the subsisting contracts, arrangements and transactions entered into or to be entered into;

**(f) Any other information relevant or important for the Members to make a decision on a proposed transaction:**

Transactions entered into on arm's length basis and in the ordinary course of business or not.

The Board, accordingly, recommends the passing of the proposed Ordinary Resolution as contained in the Notice by Members of the Company.

The Directors or Key Managerial Personnel or their relatives, except as stated in (c) Directors, do not have any concern or interest, financial or otherwise, in passing of the said Ordinary Resolution.

Date : 31.07.2019

Place : Erode

By Order of the Board of Directors

Sd/-

SKM Shree Shivkumar

Managing Director

(DIN:00002384)

**Additional information on Directors recommended for appointment / re-appointment as required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2013 and Secretarial Standard issued by ICSI.**

Name	LM Ramakrishnan
DIN	00001978
Date of Birth	30/09/1942
Nationality	Indian
Date of First Appointment on the Board	28/02/1997
Relationship other director	Nil
Qualification	MBBS DLO
Experience	More than 35 years
No of shares held	5,000
Terms of Appointment or reappointment	Not Liable to retire by rotation
Remuneration sought to be paid	Sitting Fees only
Remuneration last drawn	Rs.8,000/-
No of board meetings attended	4(100%)
List of directorship in other companies	1. Ponni Sugars (Erode) Limited 2. Knitvel Needles Private Limited 3. Erode Medical Supplies Private Limited 4. Hawker & West Offshoring Consulting Services Private Limited
Chairman/Member of the Committees of the Board of other Companies in which share is director	Member- Audit Committee and Member- NRC of Ponni Sugars (Erode) Limited

Name	<b>C Devarajan</b>
DIN	00109836
Date of Birth	12/05/1961
Nationality	Indian
Date of First Appointment on Board	06.08.2012
Relationship other director	Nil
Qualification	BE in Civil and Structural Engineering
Experience	Morethan 35 years
No of shares held	NIL
Terms of Appointment or reappointment	Not Liable to retire by rotation
Remuneration sought to be paid	Sitting Fees only
Remuneration last drawn	Rs.3,000/-
No of board meetings attended	One (25%)
List of directorship in other companies	<ol style="list-style-type: none"> <li>1. Erode Smart City Limited</li> <li>2. Oreops Framework Private Limited</li> <li>3. Native Angels Network Association</li> <li>4. Texvalley Market Limited</li> <li>5. Texvalley Weekly Market Limited</li> <li>6. URC Power Product Private Limited</li> <li>7. FIVE P Venture India Private Limited</li> <li>8. URC Creative Developers Private Limited</li> <li>9. Erode Textile Mall Private Limited</li> <li>10. Institute For Lean Construction Excellence</li> <li>11. Tactive Software Systems Private Limited</li> <li>12. URC Construction Private Limited</li> </ol>
Chairman/Member of the Committees of the Board of other Companies in which share is director	NIL

Name	<b>D Venkateswaran</b>
DIN	05170759
Date of Birth	28/08/1962
Nationality	Indian
Date of First Appointment on Board	27.01.2015
Relationship other director	Nil
Qualification	MS -Master of Science -USA B.E - Mechanical & Production Engineering
Experience	Morethan 30 years
No of shares held	NIL
Terms of Appointment or reappointment	Not Liable to retire by rotation
Remuneration sought to be paid	Sitting Fees only
Remuneration last drawn	Rs.5,000/-
No of board meetings attended	3 (75%)
List of directorship in other companies	1. Balkart Brothers (India) Private Limited 2. Ulavan Producer Company Limited 3. Native Angels Network Association 4. Mega Agri Business Consortium Producer Company Limited
Chairman/Member of the Committees of the Board of other Companies in which share is director	NIL



Name	<b>Thiruchengode Natarajan Thirukumar</b>
DIN	00124793
Date of Birth	24.05.1963
Nationality	Indian
Date of Appointment	31.07.2019
Relationship other director	NIL
Qualification	Science Graduate from University of Madras
Experience	Morethan 15 years
No of shares held	NIL
Terms of Appointment or reappointment	Not Liable to retire by rotation
Remuneration sought to be paid	Sitting Fees only
Remuneration last drawn	NIL
No of board meetings attended	NIL
List of directorship in other companies	Heritage Granites Private Limited Jansons Industries Limited Jansons MRI Diagnostice Private Limited Jansons Medicare Services Private Limited
Chairman/Member of the Committees of the Board of other Companies in which share is director	NIL

Name	<b>G N Jayaram</b>
DIN	08521023
Date of Birth	17/05/1964
Nationality	Indian
Date of Appointment	31.07.2019
Relationship other director	NIL
Qualification	B.Sc., FCA
Experience	Morethan 30 years
No of shares held	NIL
Terms of Appointment or reappointment	Not Liable to retire by rotation
Remuneration sought to be paid	Sitting Fees only
Remuneration last drawn	NIL
No of board meetings attended	NIL
List of directorship in other companies	NIL
Chairman/Member of the Committees of the Board of other Companies in which share is director	NIL

By order of the Board

Date : 31.07.2019

Place : Erode

Sd/-  
SKM Shree Shivkumar  
Managing Director  
(DIN : 00002384)

## INSTRUCTIONS FOR ELECTRONIC VOTING(E-Voting)

Pursuant to provisions of Section 108 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015, the company is pleased to provide members the facility of exercising their right to vote electronically on the items mentioned in the Notice convening the 24<sup>th</sup> Annual General Meeting to be held on 25<sup>th</sup> September, 2019 at 4.00p.m..The Company has engaged the services of NSDL to provide the e-voting facility.

The process and manner for remote e-voting are as under:

### Instructions :

#### Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mail box. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsd.com](http://www.evoting.nsd.com).
  - b) "**Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsd.com](http://www.evoting.nsd.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
  - d) Members can also use OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button
9. After you click on the "Login" button, Home page of e-Voting will open.

#### **Step 2 –Cast your vote electronically on NSDL e-Voting system**

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status
3. Select "EVEN" of company for which you wish to cast your vote
4. Now you are ready for e-Voting as the Voting page opens
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted
6. Upon confirmation, the message "Vote cast successfully" will be displayed
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote

## **General Instructions**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [acsramkumar@gmail.com](mailto:acsramkumar@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password
3. As a measure of austerity, copies of the Annual Report will not be distributed at the AGM. Members are, therefore, requested to bring their copies of the Annual Report to the AGM
4. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
5. The remote e-voting period commences on 22<sup>nd</sup> Sep, 2019 (9:00 am) and ends on 24<sup>th</sup> Sep, 2019 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 18<sup>th</sup> Sep, 2019, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
6. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
7. Mr. V Ramkumar (FCS No. 8304) Practicing Company Secretary has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
8. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
9. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cutoff date (18.09.2019) However, a person who is not a Member as on cut off date should treat this notice for information purpose only.
10. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and 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 shall make, not later than Forty Eight Hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
11. The Results declared along-with the report of the Scrutinizer shall be placed on the website of the Company [www.skmeegg.com](http://www.skmeegg.com) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the stock exchanges.

**PROXY FORM (Form No: MGT-11)**

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

**SKM EGG PRODUCTS EXPORT INDIA LIMITED**

CIN : L01222TZ1995PLC006025  
133, 133/1, GANDHIJI ROAD, ERODE-638001, TAMILNDU

Name of the Member (s) :

Registered address :

Registered E-mail ID :

Folio. No/ DP ID No. & Client ID No :

I/We , being the member(S) of \_\_\_\_\_ shares of the above named company, hereby appoint

1. Name -----

Address-----

E-mail Id-----

Signature-----

2. 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 24<sup>th</sup> Annual General Meeting of the company, to be held on Wednesday, September 25, 2019 at 4.00 p.m. IST at the Registered Office 133, 133/1, Gandhiji Road, Erode-638001, Tamilnadu, India and at any adjournment thereof in respect of such resolutions as are indicated below:

			Vote (Optional, see Note 2)	
RESOLUTION No	RESOLUTION	TYPE OF RESOLUTION	FOR	AGIANST
<b>ORDINARY BUSINESS</b>				
1.	Adoption of financial statements	Ordinary Resolution		
2.	Declaration of dividend	Ordinary Resolution		
3.	Re-appointment of Statutory Auditor Mr. Prasanna Venkatesan N, Chartered Accountants, Erode to hold office from the conclusion of this meeting until the conclusion of the 27th AGM and to fix his remuneration.	Ordinary Resolution		
<b>SPECIAL BUSINESS</b>				
4.	Re-appointment of Managing Director	Ordinary Resolution		
5.	Re-appointment of Dr. L.M. Ramakrishnan as Independent Director.	Special Resolution		
6.	Re-appointment of Mr. C. Devarajan as Independent Director.	Special Resolution		
7.	Re-appointment of Mr. D. Venkateswaran as Independent Director.	Special Resolution		
8.	Appointment of Mr. T.N.Thirukumar as Independent Director.	Ordinary Resolution		
9.	Appointment of Mr. G.N.Jayaram as Independent Director.	Ordinary Resolution		
10.	Approval for related party transactions	Ordinary Resolution		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2019.

\_\_\_\_\_  
Signature of Shareholder

\_\_\_\_\_  
Signature of Proxy holder(s)

Affix Rs.1/- Revenue STAMP here
--

**Note :**

1. 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.

It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the "For" or "Against" column blank any or all resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

**ATTENDANCE SLIP**

**SKM EGG PRODUCTS EXPORT INDIA LIMITED**

CIN : L01222TZ1995PLC006025  
133, 133/1, GANDHIJI ROAD, ERODE-638001, TAMILNDU

**24<sup>th</sup> ANNUAL GENERAL MEETING, 2019**

**Registered Folio No. / DP ID No. / Client ID No. :**

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**Number of Shares Held :**

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

I certify that I am a member/proxy/ authorized representative for the member of the Company.

I hereby record my presence at the 24<sup>th</sup> Annual General Meeting of the Company, at Registered Office 133, 133/1, Gandhiji Road, Erode - 638 001 Tamilnadu, on September 25, 2019 at 4.00 p.m.

\_\_\_\_\_  
Name of the Member/Proxy (In Block Letters)

\_\_\_\_\_  
Signature of the Member/Proxy

(Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall, Members are requested to bring their copies of the Annual Report to the AGM).

**ELECTRONIC VOTING PARTICULARS**

EVEN (Electronic voting Event Number)	USER ID	PASSWORD



எஸ்கேஎம் எக் புராடக்ஸ் எக்ஸ்போர்ட் ( இந்தியா ) லிமிடெட்  
133, 133/1, காந்திஜி ரோடு, ஈரோடு - 638 001.  
வருகை பதிவுச் சீட்டு

Folio No./ Client ID / Dp ID No. :

பங்குதாரரின் பெயர், விலாசம் :

25.09.2019 புதன்கிழமை மாலை 4.00 மணிக்கு பதிவு அலுவலகம், 133, 133/1, காந்திஜி ரோடு, ஈரோடு - 638 001ல் நடைபெறும் கம்பெனியின் 24-வது ஆண்டு பொதுக் கூட்டத்திற்கு எனது வருகையை இதன் மூலம் பதிவு செய்கிறேன்.

மீ பங்குதாரர் / பதிலாள்

கையொப்பம்

மீ பதிலாள் / பங்குதாரர் என்பதை குறிப்பிடவும்

குறிப்பு : 1. பங்குதாரர் / பதிலாள் இந்தப் பதிவுச் சீட்டை கையொப்பமிட்டு கூட்டம் நடக்கும் இடத்தின் நுழைவு வாயிலில் கொடுக்கவும்.

2. பங்குதாரர் அல்லாதோர் மற்றும் குழந்தைகளை உடன் அழைத்து வருவதைத் தவிர்க்குமாறு பங்குதாரர்கள் கேட்டுக் கொள்ளப்படுகிறார்கள்.



எஸ்கேஎம் எக் புராடக்ஸ் எக்ஸ்போர்ட் ( இந்தியா ) லிமிடெட்  
133, 133/1, காந்திஜி ரோடு, ஈரோடு - 638 001.

பதிலி படிவம்

Folio No./ Client ID / Dp ID No. :

எஸ்கேஎம் எக் புராடக்ஸ் எக்ஸ்போர்ட் ( இந்தியா ) லிமிடெட்டின் பங்குதாரர்களாக இருக்கும்..... ஊரைச் சேர்ந்த.....நான் / நாங்கள் இதன் மூலம் எனது / எங்களது பதிலாளாக.....ஊரைச் சேர்ந்த.....என்பவரையும் எனது/எங்களது சார்பில் 25.09.2019 புதன்கிழமை மாலை 4.00 மணிக்கு நடக்கவிருக்கும் 24-வது ஆண்டு பொதுக்கூட்டம் அல்லது ஒத்திவைப்புக் கூட்டத்தில் கலந்து கொள்ளவும் வாக்குப்பதிவு செய்யவும் நியமிக்கிறேன். / நியமிக்கிறோம்.

கையொப்பமிட்ட தேதி .....

ஒரு ரூபாய்  
ரெவினியூ  
ஸ்டாம்பு  
ஒட்டவும்

குறிப்பு : இந்த பதிலி படிவத்தை ( பதிலாள் நியமிக்கும் பட்சத்தில் மட்டும் ) கம்பெனியின் பதிவு அலுவலகமான 133, 133/1, காந்திஜி ரோடு, ஈரோடு - 638 001. என்ற விலாசத்திற்கு மேற்கண்ட கூட்டத்தின் 48 மணி நேரத்திற்கு முன்பாக வந்து சேருமாறு அனுப்ப வேண்டும்.

# ROUTE MAP

