**NOTICE OF ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN that the Fourteenth Annual General Meeting of the Members of Kerala Irrigation Infrastructure Development Corporation Limited will be held on Wednesday, 24th September 2014 at 4.00 p.m. at **THE CHAMBER OF THE HON'BLE MINISTER FOR WATER RESOURCES AT GOVERNMENT SECRETARIAT, THIRUVANANTHAPURAM** to transact the following business :

**Ordinary Business**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2014 together with the Report of the Directors and the Auditors’ Report thereon.
2. To appoint a Director in place of Mr. VATTAVAYALIL JOSEPH KURIAN who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Mr. V.K.MAHANUDEVAN who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint a Director in place of Mrs.PONNAMMA LATHIKA who retires by rotation and being eligible offers herself for re-appointment.
5. To fix the remuneration of the Statutory Auditors appointed by C& AG for the financial Year 2014 - 15 and pass the following resolution as ordinary Resolution:

“**RESOLVED THAT** pursuant to the requirements of sub-section 1and 2 to section 142 of the Companies Act, 2013, the Board of Directors of the Company be and are hereby authorized to fix the remuneration and other terms and conditions, including reimbursement of out of pocket expenses in connection with the audit work, to the Statutory Auditors as appointed by the Comptroller and Auditor-General of India as per section 139(5) of the companies Act 2013 for the year 2014 - 2015.”

For & Behalf of the Board of Directors

Date: 29th August, 2014

Place: Thiruvananthapuram Managing Director

**NOTES:**

1. A member who is entitled to attend and vote is also entitled to appoint proxy/proxies to attend and vote instead of himself/ she and a proxy need not be a member of the Company.
2. Proxy forms should be deposited at the Registered Office of the Company not less than 48 hours before the time fixed for the meeting.
3. The Governor of Kerala being a member intending to send the authorized representatives to attend the Meeting is requested to send to the Company a certified copy of the letter of authorization authorizing such representative to attend and vote on their behalf at the Meeting.
4. The Notice for the Annual general meeting will be available for inspection at the Registered Office of the Company on all working days between 9:30 a.m. to 11:30 a.m. up to the date of Annual General Meeting. The above said shall also be available on the Company’s website at: www.*kiidc.kerala.gov.in*.

**Kerala Irrigation Infrastructure Development Corporation Ltd**

**CIN: U45203KL2000SGC014127**

**Vasanth Vihar Gardens,  
Kumarapuram,  
Medical College P O,  
Thiruvananthapuram – 695011.**

**Office Phone : 0471 – 2559656**

**email: iidctvm@gmail.com,** [**kiidc.wrd@kerala.gov.in**](mailto:kiidc.wrd@kerala.gov.in)

**ATTENDANCE SLIP**

Venue of the Meeting: **THE CHAMBER OF THE HON'BLE MINISTER FOR WATER RESOURCES AT GOVERNMENT SECRETARIAT, THIRUVANANTHAPURAM.**

Date & Time: September 24, 2014 at 4.00 pm

**PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE**

|  |  |
| --- | --- |
| Name |  |
| Address |  |
| Folio No. |  |
| No.of Shares Held |  |

I certify that I am the registered shareholders/proxy for the registered shareholder of the Company.

I hereby record my presence at the 14th Annual General Meeting of the Company held on September 24, 2014 at 4.00 at THE CHAMBER OF THE HON'BLE MINISTER FOR WATER RESOURCES AT GOVERNMENT SECRETARIAT, THIRUVANANTHAPURAM.

Signature of Member / Proxy

**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: U45203KL2000SGC014127**

**KERALA IRRIGATION INFRASTRUCTURE DEVELOPMENT CORPORATION LTD**

Vasanth Vihar Gardens,  
Kumarapuram,  
Medical College P O,  
Thiruvananthapuram – 695011.

Office Phone : 0471 – 2559656

Email: iidctvm@gmail.com, kiidc.wrd@kerala.gov.in

Venue of the meeting: **THE CHAMBER OF THE HON'BLE MINISTER FOR WATER RESOURCES AT GOVERNMENT SECRETARIAT, THIRUVANANTHAPURAM.**

Date & Time: September 24, 2014 at 4.00 pm

**PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE**

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

\*Applicable for investors /Shareholders holding shares in Electronic form.

I/We, being the member (s) of Kerala Irrigation Infrastructure Development Corporation Ltd holding shares of the above named company, hereby appoint the following as my/our Proxy to attend vote (on a poll)for me/us and on my/our behalf at the 14th Annual General Meeting of the Company to be held on September 24, 2014 at 4.00 pmat **THE CHAMBER OF THE HON'BLE MINISTER FOR WATER RESOURCES AT GOVERNMENT SECRETARIAT, THIRUVANANTHAPURAM** and at any adjournment thereof in respect of such Resolutions as are indicated below:

1. Mr/Mrs\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(Name & Signature of the Proxy) or failing him/her

Registered address\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Email id\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_Signature\_\_\_\_\_\_\_\_\_\_\_

1. Mr/Mrs\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(Name & Signature of the Proxy) or failing him/her

Registered address\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Email id\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_Signature\_\_\_\_\_\_\_\_\_\_\_

1. Mr/Mrs\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(Name & Signature of the Proxy) or failing him/her

Registered address\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Email id\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_Signature\_\_\_\_\_\_\_\_\_\_\_

1. Mr/Mrs\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(Name & Signature of the Proxy) or failing him/her

Registered address\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Email id\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_Signature\_\_\_\_\_\_\_\_\_\_\_

\*\* I/We direct my/our Proxy to vote on the Resolutions in the manner as indicated below:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **Sl.No** | **Resolution** | **Number of**  **shares held** | **For** | **Against** |
| Ordinary Business | | | | |
| 1. | To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2014 together with the Report of the Directors and the Auditors’ Report thereon. |  |  |  |
| 2. | To appoint a Director in place of Mr.VATTAVAYALIL JOSEPH KURIAN who retires by rotation and being eligible offers himself for re-appointment. |  |  |  |
| 3. | To appoint a Director in place of Mr. V.K.MAHANUDEVAN who retires by rotation and being eligible offers himself for re-appointment. |  |  |  |
| 4. | To appoint a Director in place of Mrs.PONNAMMA LATHIKA who retires by rotation and being eligible offers herself for re-appointment. |  |  |  |
| 5. | To fix the remuneration of the Statutory Auditors appointed by C& AG for the financial Year 2014 - 15 |  |  |  |

\*\* This is optional. Please put a tick mark (√) in the appropriate column against the resolutions indi

cated in the box. If a member leaves the “For” or “Against” column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a member wishes to abstain from voting on a particular resolution, he/she should write“Abstain” across the boxes against the Resolution.

Signed this......... ...day of......... 20....

|  |
| --- |
| Affix  Revenue  Stamp  Re.1/- |

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.