

**KERALA AYURVEDA LTD**

CIN : L24233KL1992PLC006592

Regd.Off: VII/415, Nedumbassery Athani P O, Aluva 683 585

Ph: 0484-2476301(4 lines) Fax: 0484-2474376

Email: info@keralaayurveda.biz Website: www.keralaayurveda.biz

**NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the Twenty Sixth Annual General Meeting of the Members of Kerala Ayurveda Limited (CIN: L24233KL1992PLC006592) will be held on Thursday, the 15 th November, 2018 at 3.15 p.m. at Green Park Auditorium, N.H. 47, Desom, Aluva-683 103, Kerala, to transact the following business:

**ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Financial Statements (including consolidated financial statements) of the company for the Financial Year ended 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.

2. To appoint a Director in place of Mr. Gokul Patnaik (DIN 00027915) who retires by rotation and being eligible, offers himself for re-appointment.

3. The Statutory Auditors BIJU GEORGE & COMPANY, Chartered Accountants, (Membership No. 206233) was appointed for a term of five years in the Annual General Meeting held on 29.09.2014. Members may note that requirement of ratification of appointment of Auditors at every Annual General Meeting as per the first proviso to Section 139 (1) has been omitted vide MCA notification dated 07.05.2018. Hence, the auditors would continue for the remaining term of one Year i.e. up to the conclusion of the Annual General Meeting to be held for the financial year ended 31.03.2019.

Item 3 is therefore proposed to authorize the Board of Directors to fix remuneration of statutory auditor BIJU GEORGE & COMPANY, Chartered Accountants, (Membership No.206233) for the remaining term of appointment upto 31.03.2019 as may be mutually agreed between the Board of Directors and the said Auditors from time to time, during aforesaid period.

**SPECIAL BUSINESS**

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

“**RESOLVED THAT** pursuant to the provisions of Section 152,161 and other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) Ms. Shailaja Chandra (DIN03320688) who was appointed as an Additional Independent Director at the meeting of the Board of Directors of the company held on 11 th November, 2017 and who holds office up to the date of this Annual General Meeting and in respect of whom the company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of the Director, be and is hereby appointed as an Independent Director of the company for a period of 5 years with effect from 15th November, 2018.”

5. To consider and if thought fit, to pass with or without modification the following resolution as a Special Resolution.

“**RESOLVED THAT** pursuant to provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act 2013, (including any statutory modifications or re-enactment(s) thereof, for the time being in force), the consent of the company be and is hereby accorded for the re - appointment of Dr. K Anil Kumar as Whole Time Director, designated as Executive Director of the Company for a period of three years from 28<sup>th</sup> June,2018 to 27<sup>th</sup> June, 2021 and he shall be paid the remuneration as approved by the Nomination & Remuneration Committee of the Board as detailed below.

I. Basic Salary : Rs.1,25,000/- per month

II. Allowances/Perquisites:-

a) Special Allowance: Rs. 69, 000/- per month

b) Leave Travel Allowance: Yearly payment of Rs. 60,000/-

- c) Housing : In case no accommodation - owned or hired is provided by the Company the Director shall be entitled to 40% of the basic salary relevant of the concerned period as and by way of House Rent Allowance subject to a maximum Rs 50,000/-
- d) Medical Reimbursement: Expenditure incurred by the Director and his family, subject to a ceiling of Rs.12,000/- per annum
- e) Gratuity payable shall be at a rate not exceeding 15 days salary for each completed year of service or part thereof in excess of six months as per relevant provisions of the Gratuity Act.
- f) Encashment of un-availed leave at the end of the tenure or at specified intervals will be as per Scheme of the Company.
- g) Provision of car with driver for use in relation to Company's business will not be considered as perquisites. Personal long distance calls on telephone and use of car for private purpose shall be billed by the Company to the Director.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profit in any financial year, the Company shall pay to Dr. K Anilkumar in respect of such financial year, remuneration by way of salary, allowances, perquisites and other benefits as the Board of Directors may deem fit, subject to the limits prescribed herein and in Schedule V to the Companies Act, 2013."

**RESOLVED FURTHER THAT** the Board of Directors of the Company/Committee of the Board be and is hereby authorized to alter, amend or vary the terms and conditions of appointment including remuneration structure as may be agreed to between the Board of Directors and Dr. K. Anilkumar subject to the limits within such guidelines or amendments as may be made to the Companies Act, 2013 or subject to approval, if required, of the Central Government or such other authority.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary to give effect to above resolution."

**By order of the Board of Directors**

**For Kerala Ayurveda Limited**

Place: Bengaluru  
Date :14<sup>th</sup> August, 2018

K.Raghunadhan  
Company Secretary

**Our factory, registered office and majority of the staff are located in and around Aluva and Athani area which were affected due to flood during 3rd week of August and hence the Annual General Meeting could not be held in September, 2018. Registrar of Companies has granted extension of time upto 31st December, 2018 for holding the Annual General Meeting.**

**Notes:**

1. The Explanatory Statement pursuant to section 102(1) and (2) of the Companies Act, 2013 in respect special Business in item No.4 & 5 is annexed hereto.
2. Register of members will remain closed from Saturday, 10<sup>th</sup> November, 2018 to Thursday, 15<sup>th</sup> November, 2018 (both days inclusive).
3. Route map of the Venue is attached as annexure to this notice.
4. **A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the company.** A person can act as a proxy on behalf of not more than fifty (50) members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. **The instrument appointing a proxy as per the format given at the end of this annual report to be effective must be received by the Company, not less than 48 hours before the commencement of the meeting.** Proxies submitted on behalf of the companies, societies etc. must be supported by an appropriate resolution/authority, as applicable. A proxy form is annexed to this report.

5. Members holding shares in electronic form should get their email ids updated with their respective Depository Participant so that they can get the copies of correspondence etc., sent by the Company via email.
6. Copies of the Annual Report 2017-18 are being sent separately by Electronic Mode to all the members whose email ID's are registered with the company/Depository Participant(s) for communication purpose unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report 2017-18 are being sent separately by the permitted mode.
7. Electronic copy of the 26<sup>th</sup> Annual General Meeting of the company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email ID's are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested a hard copy of the same. For other members physical copies of the Notice indicating the process and manner of e-voting along with Attendance Slip and Proxy Form are being sent by the permitted mode. Annual report will also be available on the Company's website [www.keralaayurveda.biz](http://www.keralaayurveda.biz) under "Investor Section" for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working day. Even after registering for e-communications, members are entitled to receive such communication in physical form, upon making a request for the same by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email ID: [investor@keralaayurveda.biz](mailto:investor@keralaayurveda.biz).
8. Members who are holding physical shares in identical order of names in more than one folio are requested to send to the Company or Company's Share Transfer Agent the details of such folios together with the share certificates for consolidating their holding in one folio. The share certificates will be returned to the members after making requisite changes, thereon. Members are requested to use the new share transfer Form SH-4.
9. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The Nomination Form SH 13 prescribed by the Government can be obtained from the Registrar and Transfer Agent or the Secretarial Department of the Company at its Registered Office.
10. Members are requested to send their correspondence/queries to the Share Transfer Agents, M/s. Integrated Enterprises (India) Ltd. having office at Kences Towers, 2nd Floor, No.1 Ramakrishna Street, Off North Usman Road, T Nagar, Chennai 600 017, Ph: 044-28140801 to 03 Fax: 044- 28142479, E-mail: [csdstd@integratedindia.in](mailto:csdstd@integratedindia.in) with a copy to the company's registered office and quote their folio number/client ID number.
11. Members holding shares in physical form are requested to notify any change in their address to the Company's Registrar & Share Transfer Agent. Members holding shares in electronic form are requested to intimate the changes, if any, in their address to respective depository participants only.
12. Shareholders intending to make queries at the AGM on any aspect of the working of the company, on the published accounts or on the Directors' Report may write to The Company Secretary / Compliance Officer Kerala Ayurveda Ltd, VII/415, Nedumbassery, Athani P.O., Aluva-683 585 so as to reach it latest by 10th November, 2018.
13. The form of attendance slip is attached with this notice. Shareholders are requested to produce duly filled Attendance Slip for verification at the meeting. Members/proxies are requested to bring their copy of the Annual Report 2017-18 to the AGM.
14. The registration at AGM venue shall be strictly open only upto the time AGM starts. Shareholders are requested to be present before AGM time.

#### 15. **VOTING THROUGH ELECTRONIC MEANS**

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is pleased to provide members facility to exercise their right to vote at the 26<sup>th</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e voting services provided by Central Depository Services (India) Ltd (CDSL). E-Voting is optional and members shall have the option to vote either through e-voting or in person at the general meeting. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by CDSL.

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 e-voting shall be able to exercise their right at the meeting through ballot paper.

The members who have cast their vote by e-voting prior to AGM may also attend the AGM but shall not be entitled to cast their vote again.

**16. THE PROCESS AND INSTRUCTIONS FOR E-VOTING ARE AS UNDER:-**

- A. In case of members receiving e-mail:
  1. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
  2. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  3. Click on Shareholders.
  4. Now Enter your User ID
  5. For CDSL: 16 digits beneficiary ID,
  6. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  7. Members holding shares in Physical Form should enter Folio Number registered with the Company. Next enter the Image Verification as displayed and Click on Login.
  8. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
  9. If you are a first time user follow the steps given below:

**For Members holding shares in Demat Form and Physical Form**

<b>PAN</b>	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field</p> <p>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</p>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <p>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</p>

- After entering these details appropriately, click on "SUBMIT" tab
- Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Click on the EVSN (Electronic Voting Sequence Number) 181023003 for the relevant <Company Name> Kerala Ayurveda Ltd., on which you choose to vote.



- On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote
- You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

**Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- 17 In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at under help section or call on toll free no.18002005533 or write an email to contact Mr. Rakesh Dalvi, Manager, Central Depository Services (India) Limited, Regd. Office: Marathon Futurex, A wing, 25th Floor, N.M. Joshi Marg, Lower Parel, Mumbai -4000 13, Ph-022 22723333 at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) who will also address the grievances connected with the voting by electronic means or can also write to [companysecretary@keralaayurveda.biz](mailto:companysecretary@keralaayurveda.biz) for any grievances related to voting through remote e- voting.

**B. In case of members receiving the physical copy of the Notice of AGM**

Please follow all steps in sl. no. 16 to cast vote.

- 18 The e-voting period begins on 10<sup>th</sup> November, 2018 (9.00 a.m.) and ends on 14<sup>th</sup> November, 2018 (5.00 pm). The remote e-voting facility will be blocked thereafter. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on 9<sup>th</sup> November, 2018. (being cut off date), may cast their vote electronically. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. The e-voting module shall be disabled by CDSL for voting thereafter. The member who has voted by Remote e-voting, cannot vote at the meeting.
19. If a person who is not a member on cutoff date receives this notice, he has to treat this notice for information purposes only and he will not be able to e-vote.
20. Mr.P.Sivakumar, Managing Partner or failing him Mr. Vincent P.D Senior Partner SVJS & Associates, Company Secretaries, Kochi-682 016 has been appointed as the Scrutinizer to scrutinize the e-voting and poll process in a fair and transparent manner.

21. At the AGM, at the end of the discussion on the resolutions on which voting is to be held, the Chairman shall, with the assistance of the Scrutinizer order voting through ballot paper for all those members who are present but not cast their votes electronically through remote e-voting facility.
22. The Scrutinizer shall immediately after conclusion of voting at the AGM, count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in employment of the company. The Scrutinizer shall submit a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, within 48 hours of the conclusion of the AGM, to the Chairman of the Company. Thereafter, the Chairman or any other person authorized by the Chairman, shall declare the result of the voting forthwith.
23. The results declared along with the Scrutinizer's report shall be placed on the Company's website [www.keralaayurveda.biz](http://www.keralaayurveda.biz) and on the website of CDSL immediately after the result is declared by the Chairman or any other person authorized by the Chairman and will be communicated to the Bombay Stock Exchange on which the company's equity shares are listed.
24. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the registered office of the Company during normal business hours on all working days, up to and including the date of the Annual General Meeting of the Company

**Explanatory Statement in respect of the Special Business Pursuant to Section 102 of the Companies Act, 2013.**

**Item No.4**

The Board of Directors appointed Ms. Shailaja Chandra, (DIN: 03320688) as an Additional Independent Director with effect from 11 th November, 2017 pursuant to the provisions of Sections 152, 161 and other applicable provisions of the Companies Act, 2013 and the rules made there under read with the Articles of Association of the company to hold the office up to the conclusion of the ensuing Annual General Meeting.

The company has received a notice in writing from a member under section 160 of the Companies Act, 2013, proposing the candidature of Ms. Shailaja Chandra, (DIN: 03320688) along with deposit of requisite amount, for the office of Independent Director to be appointed as such under the provisions of the Companies Act, 2013.

A Brief profile of Ms. Shailaja Chandra, (DIN: 03320688) has been annexed to this report. Keeping in view the experience and expertise of Ms. Shailaja Chandra, (DIN: 03320688), her appointment as Independent Director of the company is recommended for the approval of the members. Except Ms. Shailaja Chandra, (DIN: 03320688), no other Director, Key Managerial Personnel of the Company or their relatives are in any way concerned or interested in the Resolution.

In the opinion of the Board, the independent director proposed to be appointed fulfils the conditions specified in the Act and the rules made thereunder and that the proposed director is independent of the management. that in the opinion of the Board, she fulfils the conditions specified in this Act for such an appointment,

**Item No.5**

The tenure of Dr. K Anilkumar, Executive Director, expired on 27 th June, 2018. Dr K. Anilkumar is well versed in this branch of medicine and has over 30 years experience in manufacturing and marketing of ayurvedic medicines. Considering his valuable services throughout these years, the Board of Directors at its meeting

held on 29 th May, 2018, approved his re-appointment for a further period of 3 years with effect from 28 th June, 2018, on the terms and conditions as approved by the Nomination and Remuneration Committee and as set out in the Resolution in Item No.5 of the Notice convening the meeting. Accordingly, the Board recommends the special resolution for members' approval. None of the Directors except Dr. K Anilkumar and his relatives are concerned or interested in the said resolution.

**ANNEXURE PURSUANT TO REGULATION 36 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD 2 ISSUED BY ICSI, SHOWING INFORMATION ABOUT THE DIRECTORS PROPOSED TO BE APPOINTED/ RE-APPOINTED IS FURNISHED BELOW:**

<b>Mr. Gokul Patnaik</b>	<b>Non-Executive Chairman</b>
Director Identification Number (DIN)	00027915
Date of Birth	15 <sup>th</sup> November, 1946
Age	72 Years
Relationship with other Directors, Manager and other KMPs	NIL
Date of Appointment on Board	28 <sup>th</sup> May, 2016
Qualification	M.A.(Political Science)
Occupation	Professional
Shareholding in KAL, held either by him or on a beneficial basis	65 Shares
No. of board meetings attended	5
List of Directorships held in other Companies (excluding foreign and Section 8 Companies)	<p>Avan Agro-Tech Private Ltd  Global Agri System Private Ltd.  Gokul Patnaik Associates Private Ltd.  KatraPhytochem (India) Private Ltd.  LT Foods Ltd  Mason and Summers Alcobev Private Ltd.  Mason and Summers Marketing Service Private Ltd.  Global Nutrifood Private Ltd.  Segrow Bio-Technics (India) Private Ltd.  Katra Vision Private Ltd  Access Abroad India Private Ltd</p>
Name of Committees of the Companies of which he holds membership.	Audit Committee and CSR Committee in LT Foods Ltd.
Experience and Expertise in specific Functional Area	<p>Mr. Gokul Patnaik is the Chairman of Global Agri Systems Pvt. Ltd., India's premier Agri-services organization based in New Delhi. Prior to taking premature retirement from the government, Mr. Gokul Patnaik had an illustrious career as a civil servant. As a member of the prestigious IAS cadre, he served in senior positions both with the Government of Punjab and Government of India. While in Government, he headed a number of Public Sector Undertakings (PSUs) including Punjab State Industrial Development Corporation (PSIDC), Punjab MARKFED and Punjab Agro Industries Corporation (PAIC). As Managing Director of PAIC, he negotiated and set up a landmark joint venture between Punjab Agro &amp; Pepsi Co of U.S.A. He was also the Chairman of Agricultural and Processed Food Products Export Development Authority (APEDA) under the Ministry of Commerce. Mr. Gokul Patnaik has been the President of the All India Food processors' Association, a member of the National Council of CII and a member of the Task Force on Agriculture of FICCI. He is on the Board of Trustees of the Prince of Wales' Bhumi Vardaan Foundation which promotes sustainable agriculture in the Punjab and help to ensure viable way of life on the land not only for today's farmers but for future generations.</p>

<b>Ms. Shailaja Chandra</b>	<b>Non-Executive Director</b>
Director Identification Number (DIN)	03320688
Date of Birth	17.06.1944
Age	74 years
Relationship with other Directors, Manager and other KMPs	NIL
Date of first Appointment on Board	11.11.2017
Qualification	Post Graduate in Economics from University of Wales, UK..
Occupation	Professional
Terms and conditions of appointment	Appointed as Non-Executive Independent Director for a period of 5 years with effect from 15th November, 2018
Remuneration sought to be paid	NIL
Remuneration last drawn	NIL
Shareholding in KAL, held either by him or on a beneficial basis	NIL
No. of board meetings attended	1
List of Directorships held in other Companies (excluding foreign and Section 8 Companies)	JSW Energy Limited Birla Corporation Limited Himachal Baspa Power Company Ltd
Name of Committees of the Companies of which he holds membership.	Member of Audit committee of JSW Energy Ltd, Himachal Baspa Power Company Ltd and JSW IP Holdings Private Limited. Member of Corporate Social Responsibility Committee of JSW Energy Ltd.
Experience and Expertise in specific Functional Area	Ms. Shailaja Chandra, a resident of New Delhi has held various assignments in the Central Government and State Governments as Civil Servant for 40 years. Ms. Chandra has also held the post of Secretary of Ayush and Chief Secretary of Delhi. She is presently functioning as an Independent Director on the Boards of a diverse range of Indian Companies.



<b>Dr.K.Anilkumar</b>	<b>Executive Director</b>
Director Identification Number (DIN)	00226353
Date of Birth	13.07.1954
Age	64
Relationship with other Directors, Manager and other KMPs	NIL
Date of first Appointment on Board	06.07.1992
Qualification	BAMS
Occupation	Professional
Terms and conditions of appointment	Details are given in Item No.5 of this notice
Remuneration sought to be paid	Details are given in Item No.5 of this notice
Remuneration last drawn	There is no change in remuneration from last year.
Shareholding in KAL, held either by him or on a beneficial basis	20019 shares, 1.90% of Paid up Share Capital
No. of board meetings attended	5
List of Directorships held in other Companies (excluding foreign and Section 8 Companies)	KAL Ayurveda Research & Education Foundation Ltd Confederation for Ayurvedic Renaissance- Keralam Ltd
Name of Committees of the Companies of which he holds membership.	Kerala Ayurveda Ltd – Stakeholders Relationship Committee
Experience and Expertise in specific Functional Area	Dr. K. Anilkumar, an eminent Ayurvedic Practitioner from Kerala, is the Executive Director of Kerala Ayurveda Limited. He is on the Central Council of Indian Medicine (CCIM) – the Apex Body of the Government of India for the Indian System of Medicine, as an Elected Member. He has been the President of the Ayurvedic Medical Association of India and is a Former Joint Secretary of the Ayurvedic Drug Manufacturers' Association of India. He is currently an Executive Member of the Ayurvedic Medicine Manufacturers Organization of India.

By **order of the Board of Directors**  
For **Kerala Ayurveda Limited,**

Sd/-

**K.Raghunadhan**  
**Company Secretary**

Place: Bengaluru  
Date : 14<sup>th</sup> August, 2018

**KERALA AYURVEDA LIMITED**

Regd. Off: VII/415, Nedumbassery, Athani P.O, Aluva-683585, Kerala.

CIN:L24233KL1992PLC006592

**ANNUAL GENERAL MEETING****Attendance Slip**

Folio No./DPID No. &amp; Client ID No. :

Name of the shareholder(s) :

No. of shares :

I/We hereby record my/our presence at the 26<sup>th</sup> ANNUAL GENERAL MEETING of the company on **Thursday, 15<sup>th</sup> November, 2018 at 3:15P.M at Green Park Auditorium, Desom, Aluva-683103.**

Signature of the Attending Member

Signature of the Proxy

Notes:

- Shareholders/Proxy holders who wish to attend the meeting are requested to bring this Attendance Slip to the meeting and hand it over at the entrance duly signed.
- Shareholders/Proxy holders should bring their copy of the Annual Report for the meeting.
- Shareholders desiring to appoint proxies to attend the meeting are requested to send the attached proxy form, duly completed and signed, to reach the Secretarial Department, Kerala Ayurveda Ltd, VII/415, Nedumbassery, Athani P.O, Aluva 683 585 not less than 48 hours before the commencement of the meeting.
- The registration at venue shall be from 3:00 pm to 3:30 pm strictly.

**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 : L24233KL1992PLC006592

Name of the Company : KERALA AYURVEDA LIMITED

Regd. Off: VII/415, Nedumbassery, Athani P.O, Aluva-683585, Kerala.

Ph: 0484-2476301(4 lines) Fax: 0484-2474376

Email: info@keralaayurveda.biz Website: www.keralaayurveda.biz

Name of the Member(s) :

Registered Address :

E-mail Id :

Folio No./Client Id &amp; DP. Id :

I/We, being the member (s) of Kerala Ayurveda Ltd., holding ..... shares of the above named company, hereby appoint

1.Name: .....Address:.....

..... E-mail Id: .....

Signature:..... or failing him

2.Name: .....Address:.....

..... E-mail Id: .....

Signature:..... or failing him

3.Name: .....Address:.....

..... E-mail Id: .....

Signature:..... or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26<sup>th</sup> Annual general meeting of the company, to be held on **Thursday, 15<sup>th</sup> November, 2018 at 3:15P.M.** at Green Park Auditorium, Desom, Aluva-683103 and at any adjournment thereof in respect of such resolutions as are indicated below:

- Adoption of the Audited Financial Statements (including consolidated financial statements) of the company for the financial year ended 31<sup>st</sup> March, 2018 together with the Reports of the Board of Directors and the Auditors thereon.
- Appointment of a Director in place of Mr. Gokul Patnaik (DIN 00027915) who retires by rotation and being eligible, offers himself for re-appointment.
- To authorize the Board of Directors to fix remuneration of statutory auditor BIJU GEORGE & COMPANY.
- Appointment of Ms. Shailaja Chandra, (DIN: 03320688) as Independent Director.
- Re - appointment of Dr. K Anil Kumar as Whole Time Director, designated as Executive Director of the Company for a period of three years from 28th June, 2018 to 27th June, 2021 and approve his remuneration as fixed by Remuneration Committee.

Signed this .....day of .....2018

Signature of shareholder(s) .....

Signature of Proxy holder(s) .....

- A shareholder may vote either for or against each resolution.
- This form of proxy should be duly completed and must be deposited at the Secretarial Department, KERALAAYURVEDA LIMITED, Regd. Off: VII/415, Nedumbassery, Athani P.O, Aluva-683585 not less than 48 hours before the commencement of the meeting.

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

**THIS COUPON ENTITLES YOU TO PURCHASE KAL'S MEDICINES FROM THE COMPANY'S  
DIRECT OUTLETS AT 15% DISCOUNT**

**15% DISCOUNT  
ON M.R.P. ₹ 500/-**

Name.....

Signature.....

Folio No.....

**VALID UPTO 30-06-2019**

**15% DISCOUNT  
ON M.R.P. ₹ 500/-**

Name.....

Signature.....

Folio No.....

**VALID UPTO 30-06-2019**

**15% DISCOUNT  
ON M.R.P. ₹ 500/-**

Name.....

Signature.....

Folio No.....

**VALID UPTO 30-06-2019**

**15% DISCOUNT  
ON M.R.P. ₹ 500/-**

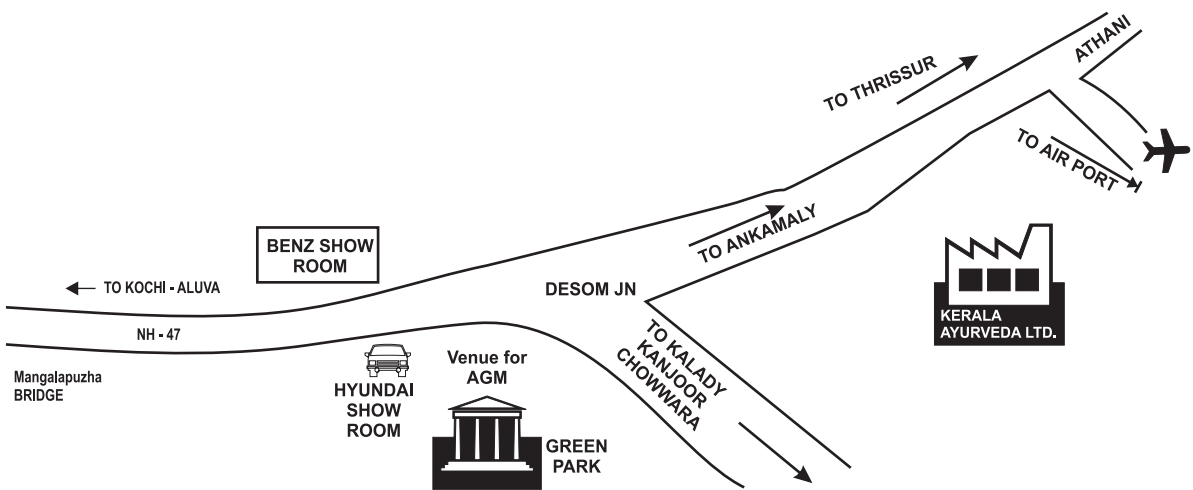
Name.....

Signature.....

Folio No.....

**VALID UPTO 30-06-2019**

## Route Map



## KERALA AYURVEDA LIMITED

### LIST OF HOSPITALS, TREATMENT CENTRES, CLINICS, DEPOTS, ACADEMY & HEALTH RESORT

**HOSPITALS: IN KERALA**

KERALA AYURVEDA HOSPITAL  
MONASTERY LANE. A M ROAD  
ALUVA 683101  
ERNAKULAM DIST.  
PH: 0484 2626119, 2626966

KERALA AYURVEDA HOSPITAL  
OPPOSITE AXIS BANK,  
BANK ROAD,  
KASARAGODE-671 121  
PH : 0499-4222519

**TREATMENT CENTRES-IN KERALA**

KERALA AYURVEDA WELLNESS  
CENTER  
OLD WARRIAM ROAD EAST  
A.M.THOMAS ROAD,  
ERNAKULAM-682 016.  
PH: 0484-2375292, 2378198

KERALA AYURVEDA WELLNESS  
CENTER  
XXVII/478, THEJUS,  
OPP NANDILATH G MART, TOLL JN,  
EDAPALLY, ERNAKULAM-682 016.  
PH: 0484-2557244

KERALA AYURVEDA WELLNESS  
CENTRE UNIT OF THE HEALTH  
VILLAGE  
ZEEN, AMC VIII/73,  
BANK ROAD, ALUVA 683101  
PH:0484- 3221365,0484-2623578

**FRANCHISEE CLINIC- KERALA**

KERALA AYURVEDA CLINIC  
OPP NEW KSRTC BUS STAND  
FORT ROAD, NORTH PARUR,  
ERNAKULAM DIST.  
PH: 0484-2445718

**CLINICS OUTSIDE KERALA**

KARNATAKA:  
KERALA AYURVEDA CLINIC  
12, BOWRING HOSPITAL ROAD,  
SHIVAJI NAGAR, BENGALURU-560  
001.  
PH: 080-25591825

KERALA AYURVEDA CLINIC  
NO.285, WHITEFIELD MAIN ROAD,  
OPP STATE BANK OF MYSORE,  
WHITEFIELD, BENGALURU-560 065.  
PH: 080-28456212

**MAHARASHTRA:**

KERALA AYURVEDA CLINIC  
DISPENSARY COMPLEX,  
SNMS AYURVEDA DISPENSARY,  
3 & 4, PROJECT COLONY,  
TARAPUR, TAPP P.O-401 504.  
PH: 02525-263823

**HEALTH RESORT**

AYURVEDAGRAM  
AYURVEDAGRAM HERITAGE  
WELLNESS CENTRE PVT LTD  
HEMANDANAHALLI, SAMETHANHALLI  
POST,  
VIA WHITEFIELD,  
BENGALURU-560 067. KARNATAKA  
PH: 080-27945428- 30, 65651090

THE HEALTH VILLAGE  
KERALA AYURVEDA LIMITED  
MONASTERY LANE. A M ROAD  
ALUVA 683101  
ERNAKULAM DIST.  
PH: 0484 2625630 2628630

**ACADEMY**

KERALA AYURVEDA ACADEMY  
MONASTERY LANE. A M ROAD  
ALUVA - 683 101. PH: 0484-2628707

**TREATMENT CENTRES-OUTSIDE KERALA**

KERALA AYURVEDA WELLNESS CENTER  
AD 20(PLOT NO.3337)  
5th AVENUE, ANNA NAGAR,  
CHENNAI-600 040. TAMIL NADU  
PH: 044-26214903

KERALA AYURVEDA WELLNESS CENTER  
No 3282, 12TH MAIN,  
HAL IIIND STAGE,  
INDIRA NAGAR,  
BENGALURU-560 038. KARNATAKA  
PH: 080-25262515,

KERALA AYURVEDA WELLNESS CENTER  
#400, 18TH MAIN, 6TH BLOCK,  
KORAMANGALA,  
BENGALURU-560 095., KARNATAKA  
PH: 080-41699699

KERALA AYURVEDA WELLNESS CENTER  
451 Ground Floor  
7th Main, 4th block  
JAYANAGAR, Bengaluru 560011  
PH:080-26659455

KERALA AYURVEDA WELLNESS CENTER  
6-3-0906/B/1, SOMAJIGUDA  
NEAR YASODA SPECIALITY HOSPITAL  
HYDERABAD-500 082.  
ANDHRA PRADESH  
PH: 040-66613357

KERALA AYURVEDA PANCHAKARMA CENTER  
SIR SUNDERLAL HOSPITAL, BANARAS HINDU  
UNIVERSITY,  
VARANASI-221 005 , UTTAR PRADESH  
PH: 0542-6540980, 92355-02847

**FRANCHISEE WELLNESS CENTERS**

KERALA AYURVEDA WELLNESS CENTER  
E-2, GREEN PARK EXTN,  
GREEN PARK MAIN MARKET ROAD,  
NEW DELHI-110 016. DELHI  
PH: 011-41754888/41759347

KERALA AYURVEDA WELLNESS CENTER  
HOUSE NO 13, SECTOR 2,  
TRIKUTA NAGAR,  
JAMMU-180 012. JAMMU & KASHMIR  
PH: 0191-2470659, 97962-34666

KERALA AYURVEDA WELLNESS CENTER  
SARANG BUNGLAW  
3RD CROSS LANE  
LOKHANDHWALA COMPLEX  
ANDHERI EAST  
MUMBAI 4000 53  
PH:9833550301

**FACTORY OUTLET**

KERALA AYURVEDA LIMITED FACTORY OUTLET  
VII/415, NEDUMBASSERY  
ATHANI P.O., ALUVA - 683 585.  
PH: 0484-2476301

**FOR ANY INFORMATION PLEASE  
WRITE TO  
info@keralaayurveda.biz**

**DEPOTS IN KERALA:**

KERALA AYURVEDA DEPOT  
9/285 M, PANAYIKKULAM P O  
ALANGAD, ERNAKULAM 683511  
PH: 0484-2672730

KERALA AYURVEDA DEPOT  
SHOP NO.37/16908  
KOONIIYL PARAMBU  
KURUVISSERY P O  
VENGERI, CALICUT 673010  
PH:9562508420

**DEPOT OUTSIDE KERALA:**

KERALA AYURVEDA DEPOT  
6-3-906/B/1, 1ST FLOOR, SOMAJIGUDA  
BEHIND YASODA SPECIALITY HOSPITAL  
HYDERABAD-500 082.  
PH: 040-66613357

KERALA AYURVEDA DEPOT  
SHOP NO.6/7/8/9/10  
JAI GURUDEV CO-OP.HOUSING SOCIETY  
PLOT NO.106B, SECTOR NEW 50E  
SEAWOOD(W)  
NAVI MUMBAI - 400 706  
PH: 022-60021021

KERALA AYURVEDA DEPOT  
PLOT NO.200/2, GROUND FLOOR  
NEAR GAUTHAM APARTMENTS  
GAUTHAM NAGAR  
NEW DELHI -110049  
PH:011-41618884

KERALA AYURVEDA DEPOT  
38, DEHGAM JAIN SOCIETY,  
KASHIB ROAD, RANIP,  
AHMEDABAD- 380 014  
PH: 079-27540263

KERALA AYURVEDA DEPOT  
26,SRISAIRAM STREET,  
PANEER NAGAR, MOGAAPPAIR,  
CHENNAI-600 037.  
TAMIL NADU  
PH: 044-26560217, 98844 85161

KERALA AYURVEDA DEPOT  
NO.18,TAGORE NAGAR  
SBI OFFICERS III COLONY  
SS COLONY-MADURAI  
MADURAI -625 010,  
TAMIL NADU  
PH: 0452-2606373

KERALA AYURVEDA DEPOT  
NO.67, 1ST FLOOR  
SREEKUMARAGIRI  
12TH MAIN, 26TH CROSS  
2ND BLOCK , RAJAJINAGAR  
BANGALORE - 560 010

KERALA AYURVEDA DEPOT  
B36/9C, SANKATMOCHAN-LANKA,  
VARANASI,  
UTTAR PRADESH-221005

KERALA AYURVEDA DEPOT  
114, RABINDRASARANI  
BANGUR BUILDING  
1<sup>st</sup> FLOOR, ROOM NO.17-C  
KOLKATTA, WEST BENGAL  
PIN:700 007  
PH:033 22723015

**PRODUCTS ARE AVAILABLE  
ONLINE AT  
www.keralaayurveda.biz**