NOTICE

Notice is hereby given that the 33rd Annual General Meeting of the members of **Kavi Commercial Company Limited** will be held on Friday, **29**th **September'2017** at 2.00 P.M. at the Registered Office of the Company situated at Viraj Impex House, 47 P. D'Mello Road, Mumbai -400009 to transact the following business:

ORDINARY BUSINESS

- 1. To receive, consider and adopt the Financial Statements of the Company for the financial year ended March 31, 2017 including audited Balance Sheet as at March 31, 2017 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
- 2. To re-appoint a Director in place of Mrs. Vidya P. Didwania, who retires by rotation at this Annual General Meeting and being eligible offered herself for re-appointment.
- 3. To consider and, if thought fit, to pass, with or without modification, the following resolution as an ordinary resolution;

"RESOLVED that pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there-under, as amended from time to time, Jignesh Shah., Chartered Accountants (Membership No. 117121) be and is hereby appointed as statutory auditor of the company to hold office from the conclusion of ensuing Annual General Meeting (AGM) till the conclusion of the AGM of the Company to be held in the year 2022 subject to ratification at every Annual General Meeting.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to fix the remuneration payable and the reimbursement of out-of-pocket expenses, if any, to the said Auditors."

SPECIAL BUSINESS

4. To consider and if though fit to pass, with or without modification(s), the following resolution as an ordinary resolution;

"RESOLVED THAT in supersession to all earlier resolution and in pursuant to the provisions of Sections 196, 197 and 203 and all other applicable provisions of the Companies Act, 2013 ("the Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V of the Act and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Articles of Association of the Company and subject to such approvals, permissions and sanctions, as may be required, and subject to such conditions and modifications, as may be prescribed or imposed by any of the authorities including the Central Government in granting such approvals, permissions and sanctions, consent of the Company be and is hereby accorded to the re-appointment and remuneration of Mr. Prakash R. Didwania (DIN 00225978) as the Managing Director (MD) of the Company for a period of five years effective from October 01, 2017 to September 30, 2022 (both days inclusive), on terms and conditions including remuneration as set out in the Explanatory Statement annexed to the notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to the "Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and /or

remuneration as it may deem fit and as may be acceptable to Mr. Prakash R. Didwania, subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactments thereof;

RESOLVED FURTHER THAT notwithstanding anything herein, where in any financial year during the tenure of the MD, the Company has no profits or its profits are inadequate, the Company may subject to receipt of the requisite approvals including approval of Central Government, if any, pay to the MD the above remuneration as the minimum remuneration by way of salary, perquisites, performance pay, other allowances and benefits as specified in the explanatory statement annexed to the Notice convening this Meeting and that the perquisites pertaining to contribution to provident fund, superannuation fund or annuity fund, gratuity and leave encashment shall not be included in the computation of the ceiling on remuneration specified in Section II and Section III of part II of Schedule V of the Companies Act, 2013;

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution without being required to seek any further consent or approval of the members or otherwise to the end and intent that it shall be deemed to have their approval thereto expressly by the authority of this resolution."

5. To consider and if though fit to pass, with or without modification(s), the following resolution as an ordinary resolution;

"RESOLVED THAT in supersession to all earlier resolution and in pursuant to the provisions of Sections 196, 197 and 203 and all other applicable provisions of the Companies Act, 2013 ("the Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V of the Act and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Articles of Association of the Company and subject to such approvals, permissions and sanctions, as may be required, and subject to such conditions and modifications, as may be prescribed or imposed by any of the authorities including the Central Government in granting such approvals, permissions and sanctions, consent of the Company be and is hereby accorded to the re-appointment and remuneration of Mr. Vimal Ratanlal Didwania (DIN 00221021) as the Whole-time Director (WTD of the Company for a period of five years effective from October 01, 2017 to September 30, 2022 (both days inclusive), on terms and conditions including remuneration as set out in the Explanatory Statement annexed to the notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to the "Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and /or remuneration as it may deem fit and as may be acceptable to Mr. Vimal Ratanlal Didwania, subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactments thereof;

RESOLVED FURTHER THAT notwithstanding anything herein, where in any financial year during the tenure of the WTD, the Company has no profits or its profits are inadequate, the Company may subject to receipt of the requisite approvals including approval of Central Government, if any, pay to the WTD the above remuneration as the minimum remuneration by way of salary, perquisites, performance pay, other allowances and benefits as specified in the explanatory statement annexed to the Notice convening this Meeting and that the perquisites pertaining to contribution to provident fund, superannuation fund or annuity fund, gratuity and leave encashment shall not be included in the computation of the ceiling on remuneration specified in Section II and Section III of part II of Schedule V of the Companies Act, 2013;

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution without being required to seek any further consent or approval of the members or otherwise to the end and intent that it shall be deemed to have their approval thereto expressly by the authority of this resolution."

6. To consider and if though fit to pass, with or without modification(s), the following resolution as an ordinary resolution;

"RESOLVED THAT in supersession to all earlier resolution and in pursuant to the provisions of Sections 196, 197 and 203 and all other applicable provisions of the Companies Act, 2013 ("the Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V of the Act and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Articles of Association of the Company and subject to such approvals, permissions and sanctions, as may be required, and subject to such conditions and modifications, as may be prescribed or imposed by any of the authorities including the Central Government in granting such approvals, permissions and sanctions, consent of the Company be and is hereby accorded to the appointment and remuneration of Mr. Aayush Kailash Didwania (DIN 00222740) as the Whole-time Director (WTD) of the Company for a period of five years effective from October 01, 2017 to September 30, 2022 (both days inclusive), on terms and conditions including remuneration as set out in the Explanatory Statement annexed to the notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to the "Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and /or remuneration as it may deem fit and as may be acceptable to Mr. Aayush Kailash Didwania, subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactments thereof;

RESOLVED FURTHER THAT notwithstanding anything herein, where in any financial year during the tenure of the WTD, the Company has no profits or its profits are inadequate, the Company may subject to receipt of the requisite approvals including approval of Central Government, if any, pay to the WTD the above remuneration as the minimum remuneration by way of salary, perquisites, performance pay, other allowances and benefits as specified in the explanatory statement annexed to the Notice convening this Meeting and that the perquisites pertaining to contribution to provident fund, superannuation fund or annuity fund, gratuity and leave encashment shall not be included in the computation of the ceiling on remuneration specified in Section II and Section III of part II of Schedule V of the Companies Act, 2013;

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution without being required to seek any further consent or approval of the members or otherwise to the end and intent that it shall be deemed to have their approval thereto expressly by the authority of this resolution."

7. To consider and if though fit to pass, with or without modification(s), the following resolution as a special resolution;

"RESOLVED THAT pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in supersession of all earlier resolutions passed in this

regard under the Companies Act (earlier in force), the consent of the Company be and is hereby accorded to the Board of Directors to borrow moneys in excess of the aggregate of the paid up share capital and free reserves of the Company, provided that the total amount borrowed and outstanding at any point of time, apart from temporary loans obtained/to be obtained from the Company's Bankers in the ordinary course of business, shall not be in excess of Rs.200 Crores (Rupees two Hundred crores) over and above the aggregate of the paid up share capital and free reserves of the Company;

RESOLVED FURTHER THAT that the Board of Directors of the of the Company, be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

8. To consider and if though fit to pass, with or without modification(s), the following resolution as a special resolution;

"RESOLVED THAT, in terms of Section 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013, read with the relevant Rules thereof (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent and approval of the Members of the Company be and is hereby accorded to the Board of Directors or any Committee of Directors as may be authorized by the Board in this regard (hereinafter referred to as "the Board") to sell, lease, mortgage or otherwise dispose of or to create charge, mortgage and/or hypothecate the whole or substantially the whole of the undertaking(s) of the Company, where undertaking (both present and future) shall have the meaning as stated in explanation to Clause (a) of Sub-Section (1) of Section 180 of the Companies Act, 2013, at such time and on such terms and conditions as the Board may deem fit, in the best interest of the affairs of the Company;

RESOLVED FURTHER THAT, in connection with afore-stated Resolution, the Board shall have the power to mortgage or otherwise offer as collateral, substantial property, assets and/or undertakings of the Company in certain events, to banks/financial institutions, other lending agencies, and/or trustees for the holders of debentures/bonds/other instruments, to secure any rupee loans, foreign currency loans and/or the issue of debentures whether partly or fully convertible or non-convertible and/or securities linked to equity shares and/or rupee / foreign currency convertible bonds and/or bonds with share warrants attached thereto;

RESOLVED FURTHER THAT, for the purpose of giving effect to this Resolution, the Board, be and is hereby authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary or expedient and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding."

9. To consider and if thought fit, to pass with or without modification(s), the following resolution as a special resolution

"RESOLVED THAT pursuant to the provisions of section 186 of the Companies act 2013 (as amended or re-enacted from time to time) read with rule no 11 & 13 the Companies (Meeting of Board and its Powers) Rules, 2014 and subject to the approval of shareholders in general meeting

and subject to such approvals, consents, sanctions and permissions of the appropriate authorities, departments or bodies as may be necessary, the consent be and is hereby accorded to acquire by way of subscription , purchase or otherwise , the securities of any other body corporate in for an amount(s) exceeding 60% of paid-up capital , free reserves and securities premium account or 100% of free reserves and securities premium account but not exceeding Rs. 500 crores (Five Hundred crores) in excess of the limit specified under section 186 of the Act, on such terms and conditions as may be decided by the Board from time to time;

RESOLVED FURTHER THAT that the Board of Directors of the of the Company, be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

BY ORDER OF THE BOARD OF DIRECTORS FOR KAVI COMMERCIAL COMPANY LIMITED

PRAKASH'R DIDWANIA MANAGING DIRECTOR DIN: 00225978

Registered Office:

Viraj Impex House, 47, P.D'Mello Road Mumbai - 400 009

Place: Mumbai

Dated: August 24, 2017

Notes:

- 1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and vote instead of himself and proxy need not be a member of the company. A person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in the aggregate not more than 10 (ten) percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- 2. The instrument appointing the Proxy, duty completed and signed, must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting. A Proxy does not have the right to speak at the meeting and can vote only on a poll.
- 3. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified true copy of the relevant Board of Directors resolution together with their respective

specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.

- 4. Electronic copy of the Notice of the 33rd Annual General Meeting of the Company along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(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 copies of the Notice of the 33rd Annual General Meeting of the Company along with Attendance Slip and Proxy Form is being sent in the permitted mode.
- 5. Notice of the 33rd Annual General Meeting and the Annual Report for the financial year 2016-17 will also be made available on the Company's website i.e. www.kavicommercial.com. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Mumbai for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication free of cost in physical form, upon making a request for the same by post. For any communication, the shareholders may also send requests to the Company's investor email id: virajimpex@virajimpex.com.
- 6. The Voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company.
- 7. Members / Proxies are requested to bring attendance-slip along with their copy of Annual Report to the Meeting.
- 8. All documents referred to in the notice are being open for inspection at the registered office of companies during the working hours of working days.
- 9. The Register of Members and Share Transfer Books of the Company shall remain closed from September 25th, 2017 to September 29th, 2017 (both days inclusive).
- 10. R. M. Mimani & Associates LLP, Company Secretaries has been appointed as the Scrutinizer to scrutinize the ballot voting process in a fair and transparent manner.
- 11. Pursuant to Section 107 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, there will not be voting by show of hands on any of the agenda items at the Meeting and poll will be conducted in lieu thereof.
- 12. Members who do desire may send duly completed Ballot form attached with the notice so as to reach to R.M. Mimani & Associates LLP, Company Secretaries, being the Scrutinizer appointed by the Board of Directors of the Company at the Registered Office of the Company not later than September 28, 2017 (6.00 p.m.). Ballot form received after this date will be treated as invalid.
- 13. The results along with the scrutinizer's report shall be place on the website of the Company.
- 14. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the Special Business listed in item no. 4 to item no. 9 of the Notice are annexed hereto and forms part of this Notice.

EXPLANATORY STATEMENT

The following Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 sets out all material facts relating to the business mentioned in item nos. 4 to 9 of the accompanying Notice of the Annual General Meeting.

Item No. 4

Mr. Prakash R. Didwania was associated with the Companies since October 15, 1990 and had contributed significantly towards the growth of the Company. Considering his contribution, the Board of Directors of the Company, on the recommendation made by the Nomination and Remuneration Committee, proposed to re-appoint of Mr. Prakash R. Didwania as Managing Director for a period of five years with effect from October 01, 2017 to September 30, 2022 (both days inclusive). The Managing Director shall also be a Key Managerial Personnel (KMP) in terms of the provisions of section 203 of the Companies Act, 2013. The other terms and conditions and remuneration payable to Mr. Prakash R Didwania, as Managing Director are set out below:

- 1. Salary (including perquisites) Rs. 1,200,000/- (Rupees Twelve lakes only) per annum with annual or mid-term increments as approved by the Board/Committee of the Board within a limit of 20% over the remuneration of previous year.
- 2. Annual performance incentive as may be decided by the Board/Committee of the Board, subject to a ceiling of Five hundred (500%) per cent of salary.
- 3. Other key conditions:
 - The Company shall provide Mr. Prakash R Didwania reimbursement of medical expenses for himself and his family as per the Company's policy.
 - Leave as per the Company's policy, subject to maximum thirty (30) days leave each year with encashment of un-availed leave at the end of his tenure.
 - He will not be entitled to sitting fees for meetings of the Board/Committees of the Board attended by him.
 - The salary will be subject to all applicable provisions of the Income Tax Act, 1961.
 - The tenure will be subject to termination by six months' notice in writing on either side.

Pursuant to the provisions of Sections 196, 197 and 203 and all other applicable provisions of the Companies Act, 2013 ("the Act"), including Schedule V to the Act, the appointment and remuneration payable to the Managing Director is now being placed before the members in the 33rd Annual General Meeting for the approval by way of an ordinary resolution as set out at item 5 of the notice.

Apart from Mr. Prakash R Didwania, Mr. Aayush Kailash Didwania Mr. Vimal R Didwania and Mrs. Vidya Didwania being Appointee Director and relatives, none of the other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financial or otherwise, in the resolution as set out at Item No.4

Item No. 5

Mr. Vimal R. Didwania was associated with the Companies since October 15, 1990 and had contributed significantly towards the growth of the Company. Considering his contribution, the Board of Directors of the Company, on the recommendation made by the Nomination and Remuneration Committee, proposed to re-appoint of Mr. Vimal R. Didwania as Whole-time Director

(WTD) for a period of five years with effect from October 01, 2017 to September 30, 2022 (both days inclusive). The other terms and conditions and remuneration payable to Mr. Vimal R Didwania, as Whole-time Director are set out below:

- 1. Salary (including perquisites) Rs. 1,200,000/- (Rupees Twelve lakhs only) per annum with annual or mid-term increments as approved by the Board/Committee of the Board within a limit of 20% over the remuneration of previous year.
- 2. Annual performance incentive as may be decided by the Board/Committee of the Board, subject to a ceiling of Five hundred (500%) per cent of salary.
- 3. Other key conditions:
 - The Company shall provide Mr. Vimal R Didwania reimbursement of medical expenses for himself and his family as per the Company's policy.
 - Leave as per the Company's policy, subject to maximum thirty (30) days leave each year with encashment of un-availed leave at the end of his tenure.
 - He will not be entitled to sitting fees for meetings of the Board/Committees of the Board attended by him.
 - The salary will be subject to all applicable provisions of the Income Tax Act, 1961.
 - The tenure will be subject to termination by six months' notice in writing on either side.

Pursuant to the provisions of Sections 196, 197 and 203 and all other applicable provisions of the Companies Act, 2013 ("the Act"), including Schedule V to the Act, the appointment and remuneration payable to the Managing Director is now being placed before the members in the 33rd Annual General Meeting for the approval by way of an ordinary resolution as set out at item 6 of the notice.

Apart from Mr. Vimal R Didwania, Mr. Prakash R Didwania, Mr. Aayush Kailash Didwania and Vidya Didwania being Appointee Director and relatives, none of the other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financial or otherwise, in the resolution as set out at Item No.5

Item No. 6

Mr. Aayush Kailash Didwania was associated with the Companies since May 02, 2005 and had contributed significantly towards the growth of the Company. Considering his contribution, the Board of Directors of the Company, on the recommendation made by the Nomination and Remuneration Committee, proposed to re-appoint of Aayush Kailash Didwania as Whole-time Director (WTD) for a period of five years with effect from October 01, 2017 to September 30, 2022 (both days inclusive). The other terms and conditions and remuneration payable to Mr. Aayush Kailash Didwania, as Whole-time Director are set out below:

- 4. Salary (including perquisites) Rs. 1,200,000/- (Rupees Twelve lakhs only) per annum with annual or mid-term increments as approved by the Board/Committee of the Board within a limit of 20% over the remuneration of previous year.
- 5. Annual performance incentive as may be decided by the Board/Committee of the Board, subject to a ceiling of Five hundred (500%) per cent of salary.
- 6. Other key conditions:
 - The Company shall provide Mr. Aayush Kailash Didwania reimbursement of medical expenses for himself and his family as per the Company's policy.

- Leave as per the Company's policy, subject to maximum thirty (30) days leave each year with encashment of un-availed leave at the end of his tenure.
- He will not be entitled to sitting fees for meetings of the Board/Committees of the Board attended by him.
- The salary will be subject to all applicable provisions of the Income Tax Act, 1961.
- The tenure will be subject to termination by six months' notice in writing on either side.

Pursuant to the provisions of Sections 196, 197 and 203 and all other applicable provisions of the Companies Act, 2013 ("the Act"), including Schedule V to the Act, the appointment and remuneration payable to the Managing Director is now being placed before the members in the 33rd Annual General Meeting for the approval by way of an ordinary resolution as set out at item 6 of the notice.

Apart from Mr. Aayush Kailash Didwania, Mr. Vimal R Didwania, Mr. Prakash R Didwania and Vidya Didwania being Appointee Director and relatives, none of the other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financial or otherwise, in the resolution as set out at Item No.6

Item No. 7 & 8

Section 180(1) (c) of the Companies Act, 2013 effective from 12th September, 2013 requires that the Board of Directors shall not borrow money in excess of the company's paid up share capital and free reserves, apart from temporary loans obtained from the company's bankers in the ordinary course of business, except with the consent of the company accorded by way of a special resolution. It is, therefore, necessary for the members to pass a Special Resolution under

Section 180(1)(c) and other applicable provisions of the Companies Act, 2013, as set out at Item No.7 of the Notice, to enable to the Board of Directors to borrow money in excess of the aggregate of the paid up share capital and free reserves of the Company.

Approval of members is being sought to borrow money upto Rs. 200 Crores (Rupees Two Hundred Crores) in excess of the aggregate of the paid up share capital and free reserves of the Company and create mortgage or otherwise deal with the assets of the Company for the purpose to borrow funds.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 7 & 8.

Accordingly, the Board recommends the resolutions set out as item no. 7 & 8 of the notice of AGM as special resolutions for the approval by the shareholders of the Company.

Item No. 9

Section 186 of the Companies Act, 2013 that the Board of Directors shall not to grant loans or make investment or provide security or guarantee in excess of 60% of paid-up capital, free reserves and securities premium account or 100% of free reserves and securities premium account, except with the consent of the company accorded by way of a special resolution.

It is, therefore, necessary for the members to pass a Special Resolution under Section 186 and other applicable provisions of the Companies Act, 2013, as set out at Item No. 9 of the Notice, to enable to the Board of Directors to grant loans or make investment or provide security or guarantee in excess of 60% of paid-up capital, free reserves and securities premium account or 100% of free reserves and securities premium account, of the Company.

Approval of members is being sought to grant loans or make investment or provide security or guarantee upto 500 Crores (Rupees Five Hundred Crores) in excess of 60% of paid-up capital, free reserves and securities premium account or 100% of free reserves and securities premium account of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 9

Accordingly, the Board recommends the resolution set out as item no. 9 of the notice of AGM as special resolutions for the approval by the shareholders of the Company.

BY ORDER OF THE BOARD OF DIRECTORS FOR KAVI COMMERCIAL COMPANY LIMITED \bigcirc

PRAMASH DIDWANIA MANAGING DIRECTOR DIN: 00225978

Registered Office: Viraj Impex House, 47, P.D'Mello Road Mumbai - 400 009

Place: Mumbai Dated: 24/08/2017