



Notice is hereby given that the 27th Extraordinary General Meeting (EGM) of the Members of Nuziveedu Seeds Limited will be held at shorter notice on Wednesday, 27th day of March 2024, at 11.00 AM at the registered office of the Company situated at Sy. No. 69, Kandlakoya, Gundlapochampally Municipality, Medchal Mandal, Medchal- Malkajgiri District, Telangana – 500100 to transact the following business:

SPECIAL BUSINESS:

1. To approve the appointment of Mr. Venkatarao Kollipara (DIN: 01550521) as the Whole Time Director and Key Managerial Personnel (KMP) of the Company.

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 of the Companies Act, 2013 ('Act'), Mr. Venkatarao Kollipara (DIN: 01550521), who was appointed as an Additional Director of the Company by the Board of Directors with effect from March 21, 2024, in terms of Section 161 of the Act and Articles of Association of the Company and whose term of office expires at the ensuing Annual General Meeting be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of sections 196, 197, 203 and other applicable provisions of the Companies Act, 2013 and other laws applicable for the time being in force, and the Memorandum and Articles of Association of the Company, approval of the members of the Company be and is hereby accorded to appoint Mr. Venkatarao Kollipara (DIN:01550521) as Whole-time Director and Key Managerial Personnel of the Company for a period of five years from 1 April 2024 to 31 March 2029 at remuneration of Rs. 104.70 Lakhs per annum apart from other benefits, if any, and which may be revised annually along with the senior management employees of the Company as per the Policy of the Company subject to the ceiling limits prescribed under the Companies Act, 2013.

RESOLVED FURTHER THAT Mr. Venkatarao Kollipara (DIN:01550521), Director of the Company be and is hereby authorized with power to do all acts, matters and things deemed necessary, proper or expedient or to sign and file declarations, Power of attorney, undertakings, tenders, applications, letters and other documents, sign and furnish returns, represent the Company before authorities.

RESOLVED FURTHER THAT a copy of the aforesaid resolution be certified by any Director or Key Managerial Personnel of the Company and be forwarded to the concerned authorities.”

Date: 21.03.2024

Place: Hyderabad

**For and on behalf of the Board of
NUZIVEEDU SEEDS LIMITED**


Santhosh Kumar Keerthi
Company Secretary
Membership No: A24403



NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.**
 2. An instrument appointing proxy to be valid must be duly filled in, stamped, signed and deposited at the Registered Office of the Company, not later than 48 hours before the commencement of the meeting.
 3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
 4. Members are requested to intimate change of address, if any, immediately to the registered office of the company.
 5. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act 2013, will be available for inspection by the members at the venue of the EGM.
 6. The Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act,2013 will be available for inspection by the members at the venue of the EGM.
 7. The particulars of Mr. Venkatarao Kollipara, Whole-Time Director is given below in the explanatory statement at the respective item in accordance with the Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India.
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EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

As required by Section 102 of the Companies Act 2013, the following explanatory statement sets out all the material facts relating to the business mentioned under Item No.1 of the accompanying notice:

ITEM No.1

This is to submit that the Mr. Venkatarao Kollipara currently designated as Chief Operating Officer of the Company. He is associated with the company since August 1985. The Board of Directors, based on the recommendations of Nomination and Remuneration Committee, appointed him as Additional Director at their meeting held on 21.03.2024 pursuant to Section 161(1) of the Companies Act, 2013. Further pursuant to the provisions of 196, 197, 203 of the Act and Articles of Association of the Company, the Board of Directors appointed him as Whole Time Director and Key Managerial Personnel of the Company for a period of five (5) years from 1 April 2024 to 31st March 2029 at remuneration of Rs. 104.70 Lakhs per annum apart from other benefits, if any, and which may be revised annually along with the senior management employees of the Company as per the Policy of the Company subject to the ceiling limits prescribed under the Companies Act, 2013.

The Board of Directors recommends this item for the approval of the members.

None of the Directors, Key Managerial Personnel, or their relatives except for Mr. Venkatarao Kollipara being proposed appointee is interested, financially or otherwise in the aforesaid item.

Date: 21 March 2024

Place: Hyderabad

**For and on behalf of the Board of
NUZIVEEDU SEEDS LIMITED**


Santhosh Kumar Keerthi
Company Secretary
Membership No: A24403



DETAILS AS PER SECTION 118 (10) READ WITH SECRETARIAL STANDARD 2:

Section 118 (10) of the Companies Act, 2013 lays down that every Company is required to observe Secretarial Standard with respect to Board and General Meetings as issued by the Institute of Company Secretaries of India. As per clause 1.2.5 of the Secretarial Standard 2 on General Meetings certain details of Director are required to be disclosed in case of his/her appointment or reappointment.

The following details are submitted for information of members in accordance with clause 1.2.5 of Secretarial Standard 2:

➤ **Mr. Venkatarao Kollipara:**

Mr. Venkatarao Kollipara is a Director of our Company. He has completed ITI from Gannavaram, Andhra Pradesh. After completing his education, he worked in M/s Prasad constructions for two years (1983-85). He is associated with our Company since August 1985.

Other details Mr. Venkatarao Kollipara are as below:

Particulars	Details
Age	59 years
Date of first appointment on the Board	21.03.2024
Remuneration last drawn*	Rs. 104.70 Lakhs p.a
Remuneration sought to be paid	
Shareholding in the Company	Nil
Relationship with other Directors, Manager, and other Key Managerial Personnel of the company	Nil
Number of Board Meetings attended during the year	Nil
Membership/Chairmanship of Committees of other Boards**	Prabhat Agri Biotech Limited - Member of Nomination and Remuneration Committee.
Terms of appointment	Mr. Venkatarao Kollipara is appointed as director and will be liable to retire by rotation. He shall devote his full time and attention to the business of the Company.


* Remuneration reflects the remuneration paid/sought to be paid for the financial year 2023-2024.

** Reflects the membership/chairmanship of statutory committees of other Boards.

Date: 21 March 2024
Place: Hyderabad

For and on behalf of the Board of
NUZIVEEDU SEEDS LIMITED




Santhosh Kumar Keerthi
Company Secretary
Membership No: A24403



NUZIVEEDU SEEDS LIMITED

CIN: U74120TG2008PLC074583

Regd. Office: Survey No. 69, Kandlakoya, Gundlapochampally Municipality, Medchal Mandal,
Medchal-Malkajgiri District, Telangana - 500100; Telephone: 040-40514279

27th Extraordinary General Meeting – Wednesday, 27th March 2024

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]

Name of the member(s):

Registered Address:

E-mail ID:

Folio No. / Client ID No.:

DP ID:

I/We, being the member(s) of shares of the above named company, hereby appoint:

1.	Name:
	Address:
	Email id:
	Signature:
or failing him	
2.	Name:
	Address:
	Email id:
	Signature:
or failing him	

3.	Name:
	Address:
	Email id:
	Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **27th Extraordinary General Meeting of the Company to be held on Wednesday, 27 March 2024 at 11 A.M** at Survey No. 69, Kandlakoya, Gundlapochampally Municipality, Medchal Mandal, Medchal-Malkajgiri District, Telangana - 500100, India and at any adjournment thereof in respect of such resolutions as are indicated below:

No.	Resolution	For	Against
1	To appoint Mr. K. Venkatarao (DIN: 01550521) as the Whole Time Director and Key Managerial Personnel (KMP) of the Company.		

Signed this day of 2024

Signature of the Shareholder.....

Signature of the Proxy holder(s)

Affix Revenue Stamp

Notes: 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.



NUZIVEEDU SEEDS LIMITED

CIN: U74120TG2008PLC074583

Regd. Office: Survey No. 69, Kandlakoya, Gundlapochampally Municipality Medchal Mandal,
Medchal- Malkajgiri District, Telangana - 500100; Telephone: 040-40514279

ATTENDANCE SLIP

27th Extraordinary General Meeting – Wednesday, 27 March 2024

L.F. / Demat A/c No _____ No. of shares held _____

Name(s) in Full Name & Address as Regd. with the Company

1. _____
2. _____
3. _____

I hereby record my presence at 27th Extra Ordinary General Meeting of shareholders of Nuziveedu Seeds Limited at Survey No. 69, Kandlakoya, Gundlapochampally Municipality, Medchal Mandal, Medchal - Malkajgiri District - 500100, India on Wednesday, 27 March 2024 at 11 A.M.

Please tick ✓ in the Box

Equity Shareholder Proxy

Equity Shareholder Signature

Proxy's Signature

Notes:

1. Equity shareholders/proxies are requested to bring this slip with them. Duplicate slips will not be issued at the entrance of the venue of the meeting.
2. Equity shareholders attending the meeting in person or by proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting place.

ROUTE MAP TO THE VENUE OF THE MEETING FROM KOMPALLY JUNCTION:

