



ONATTUKARA COCONUT PRODUCER COMPANY LTD.

CIN: U01133KL2015PTC037897

AN ISO 9001:2015 22000:2018 Certified Company

VETTICODE, PALLICKAL P.O, KATTANAM, ALAPPUZHA, KERALA. PIN 690 503

web: onattukaracpc.com, email: onattukaracpc@gmail.com Ph : 0479 2339911

NOTICE OF THE 8TH ANNUAL GENERAL MEETING

Notice is hereby given that the 8th Annual General Meeting of the members of **ONATTUKARA COCONUT PRODUCER COMPANY LIMITED** will be held on Friday, 02nd September, 2022 at 10.00 AM at Deepam Auditorium, Moonnamkutty, Alappuzha, 690503 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet as at March 31, 2022, Profit and Loss Statement and Cash Flow Statement for the year ended on that date and the Directors' Report and Auditors' Report thereon and to approve budget.
2. 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 139 and all other applicable provisions of the Companies Act, 2013 (the "Act") read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the appointment of M/s. G S P AND COMPANY LLP (FRN: 018184S/S000048), Chartered Accountants, T.C. 9/2652(2), A 27/1, A Lane, Elenkom Gardens, Vellayambalam, Sasthamangalam P.O., Trivandrum, Kerala, 690510 as the Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as may be decided by the Board of Directors."

SPECIAL BUSINESS

3. **To appoint Mrs. Lelithamba (DIN - 07805107) as Director of the Company and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the Section 378P of the Companies Act, 2013 and all other applicable provisions, if any, of the Companies Act (including any statutory modifications or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, Mrs. Lelithamba (DIN - 07805107) be and is hereby appointed as Director of the Company with effect from 02.09.2022 for a period of 5 years."

4. **To appoint Mr. Baburajan Sukumaran (DIN - 02873812) as Director of the Company and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the Section 378P of the Companies Act, 2013 and all other applicable provisions, if any, of the Companies Act (including any statutory modifications or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, Mr. Baburajan Sukumaran (DIN - 02873812) be and is hereby appointed as Director of the Company with effect from 02.09.2022 for a period of 5 years."

5. **To appoint Mr. Koppara Samuel Alexander (DIN - 06980751) as Director of the Company and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the Section 378P of the Companies Act, 2013 and all other applicable provisions, if any, of the Companies Act (including any statutory modifications or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, Mr. Koppara Samuel Alexander (DIN - 06980751) be and is hereby appointed as Director of the Company with effect from 02.09.2022 for a period of 5 years."

6. **To appoint Mr. Vasukutty Sadasivan (DIN - 07003434) as Director of the Company and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the Section 378P of the Companies Act, 2013 and all other applicable provisions, if any, of the Companies Act (including any statutory modifications or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, Mr. Vasukutty Sadasivan (DIN - 07003434) be and is hereby appointed as Director of the Company with effect from 02.09.2022 for a period of 5 years."

For and on behalf of Board of
ONATTUKARA COCONUT PRODUCER COMPANY LIMITED
For Onattukara Co-
Producer Company,

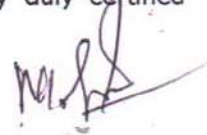
Koppara Samuel Alexander
Chairman cum Additional Director

(DIN: 06980751,
Address: Koppara Peedikayil, Kattachira, Pallickal P.O
Bharanikavu, Alappuzha, Kerala, India, 690503)

Place: Kattanam
Date: 11.08.2022

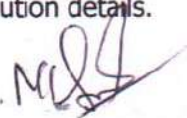
Notes:

1. **A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting. A person can act as a proxy on behalf of members not exceeding fifty 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 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. **Members/Proxies should bring the Attendance Slip sent herewith, duly filled in and signed and hand over the same at the entrance of the hall for attending the meeting.**
3. **Corporate Members are requested to send a duly certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend and vote on their behalf at the Annual General Meeting. Alternatively, such an authority duly certified**



should be brought by the representative attending on behalf of the corporate body, at the meeting.

4. Members are requested to notify immediately any change in their address to the Registered Office of the Company.
5. Relevancy of question and the order of speakers will be decided by the Chairman. Members are requested to forward in writing to the Company any question on the Accounts, so as to reach the Registered Office one week before the date of the Annual General Meeting.
6. Members who have not registered their email id with the Company are requested to furnish their email addresses to mail@onattukaracpc.com on or before 27.08.2022 along with the following details – Mobile Number, Scanned copy of self-attested copy of (1) Share Certificate (front and back), (2) PAN card, (3) any of the document (e.g. Driving License or Election Identity Card or Aadhar or Passport) in support of the address of the shareholder for receiving Login Id and Password for e-voting and Annual Report, Notices, etc. and all other future communications from the Company electronically.
7. Explanatory Statement under Section 102(1) of the Companies Act, 2013 is annexed hereto.
8. Voting rights of members shall be as per section 378 D of the Companies Act, 2013.
9. The Route Map of the venue is annexed in this Notice.
10. The Notice calling the AGM has been uploaded on the website of the Company at www.onattukaracpc.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com
11. Instructions for members
 - A. The instructions for shareholders for remote e-voting are as under:
 - a. The voting period begins on August 30, 9.00 AM and ends on September 01, 5.00 PM. During this period, shareholders' of the Company holding shares in physical form, as on the cut-off date (August 27, 2022) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - b. Shareholders who have already voted prior to the meeting date would not be entitled to vote during the meeting.
 - c. The shareholders should log on to the e-voting website www.evotingindia.com.
 - d. Click on "Shareholders" module
 - e. Now enter your User ID received on your registered email ID from CDSL. Shareholders who have not registered their email ID shall contact company for evoting.
 - a. Next enter the Image Verification as displayed
 - b. Next Enter Password in Password Column
 - c. Next Click on Login.
 - d. After entering these details appropriately, click on "SUBMIT" tab.
 - e. Click on the EVSN for the relevant ONATTUKARA COCONUT PRODUCER COMPANY LIMITED on which you choose to vote.
 - f. 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.
 - g. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.



- h. 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.
- i. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- j. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- k. Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE COMPANY FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

Please provide necessary details like Mobile Number, Scanned copy of self-attested copy of (1) Share Certificate (front and back), (2) PAN card, (3) any of the document (e.g. Driving License or Election Identity Card or Aadhar or Passport) in support of the address of the shareholder by email to Company email id: mail@onattukaracpc.com on or before August 27, 2022.

INSTRUCTIONS FOR SHAREHOLDERS FOR VOTING THROUGH POLLING PAPER IN THE AGM ARE AS UNDER:-

1. Only those shareholders, who are present in the AGM and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through polling paper in the AGM.
2. The facility of voting during the meeting is available only to the shareholders attending the meeting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

If you have any queries or issues regarding e-Voting from the e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on toll free no. 1800 22 55 33.



STATEMENT TO BE ANNEXED PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 3 to 6: Appointment of Directors

In the present situation, the Board feels it's desirable to appoint more directors in the Company. In the opinion of the Board, Mrs. Lelithamba, Mr. Baburajan Sukumaran, Mr. Koppara Samuel Alexander and Mr. Vasukutty Sadasivan who are proposed to be appointed as a Directors of the Company, fulfils the conditions specified under Section 378P and does not disqualify for appointment as director under section 164. The board received the notice of candidature signifying their candidature as directors from Mr. Koppara Samuel Alexander. After Considering their experience and ability and benefit which the Company will derive from the association with them, the board of directors recommends their appointment as directors of the Company. Hence these resolutions are proposed.

As per section 102(1) of the Companies Act, 2013, none of the directors of the Company are interested in these resolutions except the proposed directors.

The special businesses transacted at the meeting of the company do not relate to or affects any other Company. So disclosure pursuant to Sec 102(2)(b) of the Companies Act, 2013 is not applicable.

As required by section 102(3) of the Companies Act, 2013, the documents with regard to the appointment shall be available for inspection at the registered office of the Company during business hours.

As per the requirement of Secretarial Standard 2, the following information relating to the directors to be appointed/re-appointed as contained in Item No. 3 to 6 are furnished below:

Particulars	Information	Information
Name	Lelithamba	Baburajan Sukumaran
Age	68	63
Qualification	M A	Diploma
Experience	Teaching faculty for 29 years	30 Years of experience in administration in Educational institutions and as social activities.
Terms and conditions of appointment	As per the Resolution at Item No. 3	As per the Resolution at Item No. 4
Remuneration sought to be paid	-	-
Remuneration Last drawn	-	-
Date of first appointment on Board	26/04/2017	29/01/2018
Shareholding in the company	10000 equity shares of Rs. 10/- each	62499 equity shares of Rs. 10/- each
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	-	-
Number of Meetings of the Board attended during the year	8/12 (FY 2021-22)	9/12 (FY 2021-22)

M. S. J.

Other Directorships, Membership/ Chairmanship of Committees of other Boards	Nil	1. SRESHTATHA PRIVATE LIMITED- Director 2. SNAPZ BUILDERS AND PROPERTIES PRIVATE LIMITED- Director 3. SRI CHAKRA INSTITUTE OF MEDICAL SCIENCE PRIVATE LIMITED- Director
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Particulars	Information	Information
Name	Koppara Samuel Alexander	Vasukutty Sadasivan
Age	59	74
Qualification	Matriculation	M A
Experience	30 Years' experience in political leadership, farmers groups and social forums	Retired marketing manager of Coirfed, Headed various social and administrative forums.
Terms and conditions of appointment	As per the Resolution at Item No. 5	As per the Resolution at Item No. 6
Remuneration sought to be paid	-	-
Remuneration Last drawn	-	-
Date of first appointment on Board	03/02/2015	03/02/2015
Shareholding in the company	12515 equity shares of Rs. 10/- each	12640 equity shares of Rs. 10/- each
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	-	-
Number of Meetings of the Board attended during the year	12/12 (FY 2021-22)	9/12 (FY 2021-22)
Other Directorships, Membership/ Chairmanship of Committees of other Boards	Nil	1. SRI CHAKRA INSTITUTE OF MEDICAL SCIENCE PRIVATE LIMITED- Director

For and on behalf of Board of
ONATTUKARA COCONUT PRODUCER COMPANY LIMITED

**For Onattukara Coconut
Producer Company Ltd.**

Koppara Samuel Alexander
Chairman cum Additional Director

(DIN: 06980751,
Address: Koppara Peedikayil, Kattachira, Pallickal P.O
Bharanikavu, Alappuzha, Kerala, India, 690503)

Place: Kattanam
Date: 11.08.2022

ROUTE MAP → MEETING VENUE

