

Notice

NOTICE is hereby given that the **27th ANNUAL GENERAL MEETING of KOME-ON COMMUNICATION LIMITED** will be held on Monday, 28th September, 2020 at 11:00 a.m. at Block No. 338/Paiky, 6/2, Dhamdachi Village, Valsad, Gujarat - 396001 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as on 31st March 2020, the Profit and Loss account for the year ended on 31st March 2020 and the reports of Directors and Auditors thereon.
2. To appoint a Director in the place of Shri Badri Prasad Joshi (DIN: 07850687), Whole Time Director, who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:**3. Service of Approval of charges for service of documents on the shareholders:**

To consider and if thought fit, to pass with or without modification the following resolution as a **Ordinary Resolution:**

"**RESOLVED that** pursuant to the provisions of Section 20 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made there under (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), a document may be served on any member by the Company by sending it to him/her by post, by registered post, by speed post, by courier, by electronic mode, or any other modes as may be prescribed depending on event and circumstance of each case from time to time.

RESOLVED FURTHER that consent of the members be and is hereby accorded to charge from the member such fees in advance equivalent to estimated actual expenses of delivery of the documents delivered through registered post or speed post or by courier service, by electronic mode, or such other mode of delivery of documents pursuant to any request by the shareholder for delivery of documents, through a particular mode of service mentioned above provided such request along with requisite fees has been duly received by the Company at least 10 days in advance of dispatch of documents by the Company to the shareholder.

RESOLVED FURTHER that the Board of Directors or Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, proper or desirable to give effect to the resolution."

4. Approval of Related Party Transaction:

To consider and, if thought fit, to pass the following resolution as a **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Section 188 and all other applicable provisions if any, of the Companies Act, 2013 (the Act) and Rules made there under and subject to such approvals, consents, sanctions and permissions as may be necessary, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to enter into contracts and/or agreements with parties with respect to Sale, purchase or supply of goods or materials, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials services or property or appointment of such parties to any office or place of profit in the Company, or its associate Company or any other transactions of whatever nature during the financial year 2020-2021.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to determine the actual sums to be involved in the transaction, to increase the value of the transactions (upto 10%) and to finalize the terms and conditions including the period of transactions and all other matters arising out of or incidental to the proposed transactions and generally to do all acts deeds and things that may be necessary proper, desirable or expedient and to execute all documents, agreements and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

5. To regularize the appointment of Mr. Harshad Thorve (DIN: 06605949) as Non Executive Independent Director of the company.

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

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory modification (s) or re-enactment thereof) of the Companies Act, 2013, Mr. Harshad Thorve (DIN: 06605949) who was appointed as an Additional Director pursuant to the provisions of section 161(1) of the companies act, 2013 with effect from 11th January 2020 and who holds office upto the date of this Annual General Meeting and in respect of whom the company has received a notice in writing from a Member, proposing his candidature for the office of Independent Director, pursuant to Section 160 of the Companies Act 2013, be and is hereby appointed as Non Executive Independent Director of the Company, not liable to retire by rotation, to hold office for five consecutive years for a term from 11th January 2020.”

6. To Appoint Mr. Shekhar Kadam (DIN: 07953046) as Managing Director of the company.

To consider and if thought fit, to pass with or without modification(s) the following resolution as **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203, Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (the Act) and Rules made there under (including any statutory modification(s) or reenactment thereof for the time being in force) and based on the recommendation of the Nomination and Remuneration Committee of the board and also based on the approval of the board of directors in their meeting, and subject to such approvals, consents, sanctions and permissions as maybe necessary, consent of the members of the company be and is hereby accorded for regularization of appointment of Mr. Shekhar Kadam (DIN: 07953046) as Managing Director and Key Managerial Personnel of the Company on such terms and conditions including remuneration as is determined by the Board of Directors of the Company for a period of 5 (five) years with effect from 11th January, 2020.”

RESOLVED FURTHER THAT Mr. Shekhar Kadam (DIN: 07953046), Managing Director shall be responsible for the day to day activities, development and growth of the Company and shall have the general control, management and superintendence of the business of the Company.

RESOLVED FURTHER THAT Mr. Shekhar Kadam (DIN: 07953046), Managing Director of the Company shall also be entitled for the reimbursement of actual travelling, boarding and lodging expenses incurred by him in connection with the Company’s business and such other benefits/amenities and perquisites as mentioned in his appointment letter.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized and empowered to make such increase in the terms of remuneration during his tenure of appointment, as may

be deemed necessary from time to time, within the overall maximum remuneration as mentioned in the said appointment letter in consultation with Mr. Shekhar Kadam (DIN: 07953046).

RESOLVED FURTHER THAT of the directors of the board be and is hereby authorised either severally or jointly, to do all such acts, deeds, matters and things as may be necessary, expedient or desirable to give effect to this Resolution and or to make modification as may be deemed to be in the best interest of the Company.”

Date: 25th August, 2020

**By Order of the Board of Directors
For Kome-On Communication Ltd**

**Registered Office:
338/Paiky, 6/2,
Dhamdachi Village,
Valsad, Gujarat - 396001**

**Sd/-
Mr. Shekhar Kadam
DIN: 07953046
Chairman Cum Managing Director**

Explanatory Statement

As required under Section 102 of Companies Act, 2013

ITEM NO: 2

Details of Directors appointment/re-appointment/retiring by rotation, as required to be provided pursuant to the provisions of (i) Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India and approved by the Central Government are provided herein below:

Particulars	Badri Prasad Joshi
Director Identification Number (DIN)	07850687
Date of Birth	23/07/1996
Date of Appointment	23/10/2017
Experience in functional Area	Adminstration & Marketing
Qualification	Graduation
Directorship in other Companies (Public Limited Companies)	NIL
Membership of Committees of other public limited companies (Audit Committee and Shareholder's /Investor's Grievance Committee only)	NIL
No. of Shares held in the Company	NIL
Disclosure of relationship with other Directors, Manager and other Key Managerial Personnel of the Company	NA

ITEM NO: 3

As per the provisions of Section 20 of the Companies Act, 2013, a document may be served on any member by sending it to him/her by registered post, by speed post, by courier, by electronic mode, or any other modes as may be prescribed. Further a member may request the delivery of document through any other mode by paying such fees as maybe determined by the members in the Annual General Meeting.

Accordingly, The Board recommends the resolutions set forth in the Item No. 3 of the Notice for approval of the members. None of the other Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in resolutions set out respectively at Item No. 3 of the Notice.

ITEM NO: 4

The Company, in the Ordinary course of its business enters into various transactions, contracts, arrangements which are at arm's length basis with various affiliates ["Related Party" as per the provisions of the Companies Act, 2013 (the Act) and Regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the SEBI Regulations)].

The Transaction with related parties inter-alia includes sale, purchase, leasing of properties, availing or rendering of services, reimbursement of expenses, lease rent payments, lending or borrowing of monies (as may be permissible under the provisions of the Act), etc., which are entered into, in the ordinary course of business, are at arms' length basis and in the best interest of the Company.

Considering the future business projections, the Company envisages the transactions with related parties may exceed the materiality threshold of 10% of the annual turnover of the Company. Thus, in terms of explanations of the SEBI Regulations, by way of abundant caution, approval of the shareholders is being sought.

The Board recommends the Special Resolutions as set out at Item No. 4 of the Notice for approval by the shareholders.

ITEM NO.5:

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors, at its meeting held on 11th January 2020, appointed Mr. Harshad Thorve (DIN: 06605949) as an additional director under Section 161(1) of the Act. Accordingly, Mr. Harshad Thorve holds office as a director up to the date of the ensuing Annual General Meeting.

The Company has received from Mr. Harshad Thorve (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules 2014 and (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013.

The Board of Director is of the opinion that Mr. Harshad Thorve fulfills the conditions as specified in section 149 (6) read with schedule IV of the Companies Act 2013 and rules made thereunder for his appointment as an Independent Director and he possesses requisite skills, experience and knowledge relevant to the company's business and it would be in the interest of the company to continue to have his association with the company as director.

The Company has received a notice under Section 160 of the Act from Mr. Harshad Thorve for his candidature ship for the office of a director of the Company. Accordingly, this Ordinary resolution seeks the approval of members at item no. 05 of the Notice, to appoint him as a Non-executive Independent Director of the Company to hold office for five consecutive years with effect from 11th January 2020, who is not liable to retire by rotation at Annual General Meeting.

Brief profile of Mr. Harshad Thorve, and the disclosures required under Listing Regulations, 2015 are given as additional information about the directors, which forms part of the Notice. None of the directors of the company except Mr. Harshad Thorve is in any way concerned or interested in the above resolution.

Details of Directors appointment/re-appointment/retiring by rotation, as required to be provided pursuant to the provisions of (i) Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India and approved by the Central Government are provided herein below:

Particulars	Harshad Thorve
Director Identification Number (DIN)	06605949
Date of Birth	06-12-1982
Date of Appointment	11-01-2020

Experience in functional Area	Financing & Planning
Qualification	Graduation
Directorship in other Companies (Public Limited Companies)	2 (Two)
Membership of Committees of other public limited companies (Audit Committee and Shareholder's /Investor's Grievance Committee only)	2 (Two)
No. of Shares held in the Company	NIL
Disclosure of relationship with other Directors, Manager and other Key Managerial Personnel of the Company	NA

ITEM NO. 6:

The board of directors of the company in their meeting had appointed Mr. Shekhar Kadam, as Managing Director of the Company for a period of five years from 11th January, 2020, subject to members approval in the next general meeting of the company.

The Board hereby recommends the Special Resolution as set out at Item No.6 of the Notice for approval by the shareholders.

None of the Directors except Mr. Shekhar Kadam or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Special Resolution.

Please find below the following information:**i. General Information:**

- Nature of the Industry: The Company is engaged in the business of manufacturing and trading of goods.
- Date or expected date of commencement of commercial production: Not Applicable
- Expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus : Not Applicable
- Financial performance based on given indicators: Financial Statements are attached in the Annual Report for the financial year ended 31st March, 2020.
- Foreign investments or collaborations, if any: The Company has not made any foreign investments or any foreign collaborations. Further, the company as on 31st March, 2020, has no foreign direct investments by way of investment in equity shares of the company.

ii. Information about the appointee:

- Background details: Mr. Shekhar Kadam was appointed on the board of the company with effect from 11.01.2020.
- Past Remuneration: The same has been within the provisions of Companies Act, 2013.
- Recognition or awards: Not applicable.
- Job Profile and his suitability: To act as a Managing Director of the Company.
- Remuneration proposed: As determined by the Board of Directors of the Company.

- Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin): Not Applicable.
- Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any: Not Applicable.

iii. Other Information:

- Reasons of loss or inadequate profits: No such business since last few years.
- Steps taken or proposed to be taken for improvement: Management has taken steps for business development.
- Expected increase in productivity and profits in measurable terms: Management is looking after the same.

iv. Disclosures:

- all elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the directors: As may be determined by the board of directors of the company.
- Details of fixed component and performance linked incentives along with the performance criteria: Not Applicable.
- Service contracts, notice period, severance fees: Not Applicable.
- Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable: Not Applicable.

Details of Directors appointment/re-appointment/retiring by rotation, as required to be provided pursuant to the provisions of (i) Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India and approved by the Central Government are provided herein below:

Particulars	Shekhar Kadam
Director Identification Number (DIN)	07953046
Date of Birth	25-06-1988
Date of Appointment	11-01-2020
Experience in functional Area	Designing & Marketing
Qualification	Graduation
Directorship in other Companies (Public Limited Companies)	NIL
Membership of Committees of other public limited companies (Audit Committee and Shareholder's /Investor's Grievance Committee only)	NIL
No. of Shares held in the Company	NIL
Disclosure of relationship with other Directors, Manager and other Key Managerial Personnel of the Company	NA

Notes:

1. A Member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member. Proxies in order to be effective must be received by the Company not less than forty eight hours before the meeting.

A person can act as proxy on behalf of Members not exceeding 50 (fifty) in number and holding in the aggregate not more than ten percent of the total issued and paid up share capital of the Company. Proxies submitted on behalf of the companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable. A member holding more than 10% of the total issued and paid up share capital of the Company may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.

2. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

3. Pursuant to the provisions of the Secretarial Standard-2 issued by the Institute of Company Secretaries of India (ICSI) a route map (direction guide) of the AGM venue along with the landmark is appended to the Notice for a quick reference of the members.

4. The details of person seeking appointment/re-appointment/continuation of appointment, as required in sub-regulation (3) of Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and the Secretarial Standard on General Meetings (SS-2) are annexed to the Notice.

5. Members may visit the Company's corporate website to view the Financial Statements or access information pertaining to the Company. Queries, if any, should be sent at least 10 days before the AGM to the Company Secretary at the Registered Office of the Company.

6. The business set out in the notice will be transacted through remote e-voting and Voting through Ballot at the Annual General Meeting. Instructions and other information relating to e-voting are given in the notice under note number 24. The Company will also send communication relating to remote e-voting which, inter alia, would contain details about user ID and password, along with a copy of this notice to the members, separately.

7. Members holding shares in electronic form are requested to intimate immediately any change in their address with pin code or bank mandates to their Depository Participants with whom they are maintaining their demat accounts.

8. Members holding shares in physical form are requested to notify immediately any change in their address, including Pin code, etc. to the Company's Registrar and Share Transfer Agent ("RTA") - M/s. Satellite Corporate Services Pvt. Ltd., Mumbai.

9. In case, the mailing address mentioned in this Annual Report is without the PIN CODE, members are requested to kindly inform their PIN CODE immediately.

10. Non- Resident Indian Shareholders are requested to inform the Company immediately:

- a. the change in residential status on return to India for permanent settlement.
- b. the particulars of NRE Bank Account maintained in India with complete name and address of the Bank, if not furnished earlier.
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form, are therefore requested to notify their PAN details to their depository participants. Members holding shares in physical form are requested to submit self-attested copy of their PAN to the Company's RTA - M/s. Satellite Corporate Services Pvt. Ltd, Mumbai.
12. SEBI has amended relevant provisions of the Listing Regulations to debar listed companies from accepting request for transfer of securities which are held in physical form, with effect from April 1, 2019. The shareholders who continue to hold shares and other types of securities of listed companies in physical form even after this date, will not be able to lodge the shares with Company / its RTA for further transfer. They will need to convert them to demat form compulsorily if they wish to effect any transfer. Only the requests for transmission and transposition of securities in physical form, will be accepted by the listed companies / their RTAs. All shareholders holding shares in physical form have been duly notified of the same by Postal mode of communication and have been provided with the requisite form for furnishing PAN and Bank details. Further, two subsequent reminders thereof, have also been sent to the shareholders.
13. Pursuant to Section 72 of the Act read with the Rules thereunder, members holding shares in physical form are advised to file/update nomination in the prescribed Form SH-13 or SH-14 (as applicable), with the Company's RTA. In respect of shares held in electronic/ demat form, the members may please contact their respective depository participant.
14. Members who are holding shares in identical order or names in more than one folio are requested to send the Company/ Registrar and Share Transfer Agent, the details of such folios together with the Share Certificates for consolidating their holdings in one such folio.
15. Members are requested to quote their Folio number/DP I.D. and Client I.D. in all correspondence.
16. A Member or his Proxy is requested to produce at the entrance of the Meeting Hall, attendance slip forwarded to the member duly completed and signed by the member.
17. The Company has designated an exclusive e-mail id, viz: info@komeon.in to enable investors to register their complaints/queries, if any and for the redressal of their queries/redressal of complaints.
18. (i) Notice of the AGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting and (ii) Annual Report for the Financial Year 2019-2020 - are being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the said documents. For Members who have not registered their e-mail addresses, No physical copies of the above mentioned documents are being sent. All these above mentioned documents will also be available on the Company's website <http://komeon.in/> for download by the shareholders. We, request shareholders to update their e-mail address with their depository participant to ensure that the annual reports and other documents reaches them on their preferred e-mail address. Shareholders holding shares in physical form may intimate us their email address along with name, address and folio no. for registration at investors@info@komeon.in.

19. Members, desiring any information pertaining to account, are requested to write to the Company 10 days before the date of meeting, so that the information can be made available at the meeting.

20. The Ministry of Corporate Affairs has taken a 'Green Initiative in Corporate Governance' by issuing circulars allowing paperless compliances by Companies through electronic mode. The Shareholders can now receive various notices and documents through electronic mode by registering their e-mail addresses with the Company. Shareholders who have not registered their e-mail address with the Company can now register the same with the registrars M/s. Satellite Corporate Services Pvt. Ltd., Mumbai, of the Company. The members holding shares in electronic form are requested to register their e-mail addresses with their Depository Participants only.

VOTING THROUGH ELECTRONIC MEANS:

- a) Pursuant To The Provisions Of Section 108 Of The Companies Act, 2013 And Rule 20 Of The Companies (Management And Administration) Rules, 2014, The Company Is Pleased To Provide Members The Facility To Exercise Their Right To Vote At The Annual General Meeting (Agm) By Electronic Means And The Business May Be Transacted Through E-Voting Services Provided By National Securities Depository Limited (NSDL).
- b) A member may exercise his vote at any annual general meeting (agm) by electronic means and Company may pass any resolution by electronic voting system in accordance with the rule 20 of the companies (management and administration) rules, 2014.
- c) During the e-voting period, members of the Company, holding shares either in physical form or dematerialized form, as on the cut-off date i.e. 20th September, 2020 may cast their vote electronically.
- d) **The e-voting period commences at 9:00 a.m. on Friday, 25th September, 2020, and ends at 5:00 p.m on Sunday, 27th September, 2020. The e-voting module shall be disabled by NSDL for voting thereafter.**
- e) **Once the vote on a resolution is casted by the shareholder, the shareholder shall not be allowed to change it subsequently.**
- f) Voting rights shall be reckoned on the paid-up value of shares registered in the name of the members as on the date of dispatch of notice.
- g) The board of directors at their meeting has appointed M/s. Aditya Shah & Associates, practicing Company secretary, as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- h) The scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a scrutinizer's report at the votes cast in favour or against, if any, forthwith to the chairman of the Company.
- i) The results shall be declared on or after the AGM of the Company. the result declared along with the scrutinizer's report shall be placed on the Company's website and on the website of NSDL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the BSE limited.

THE INSTRUCTIONS FOR MEMBERS FOR VOTING ELECTRONICALLY ARE AS UNDER:-

- I. The voting period begins on **9:00 a.m. on Friday, 25th September, 2020, and ends at 5:00 p.m on Sunday, 27th September, 2020** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (20th September, 2020) of may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
- II. How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

- (i) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- (ii) Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
- (iii) A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

(iv) Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****

c) For Members holding shares in Physical Form.	<p>EVEN Number followed by Folio Number registered with the Company</p> <p>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***</p>
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(v) Your password details are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?

If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

(vi) If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com
- Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com
- If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

(vii) After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

(viii) Now, you will have to click on "Login" button.

(ix) After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.

- (i) After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
- (ii) Select "EVEN" of Company for which you wish to cast your vote.
- (iii) Now you are ready for e-Voting as the Voting page opens.
- (iv) Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- (v) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (vi) You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- (vii) Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to aditya@csadityashah.co.in with a copy marked to evoting@nsdl.co.in
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

Date: 25th August, 2020

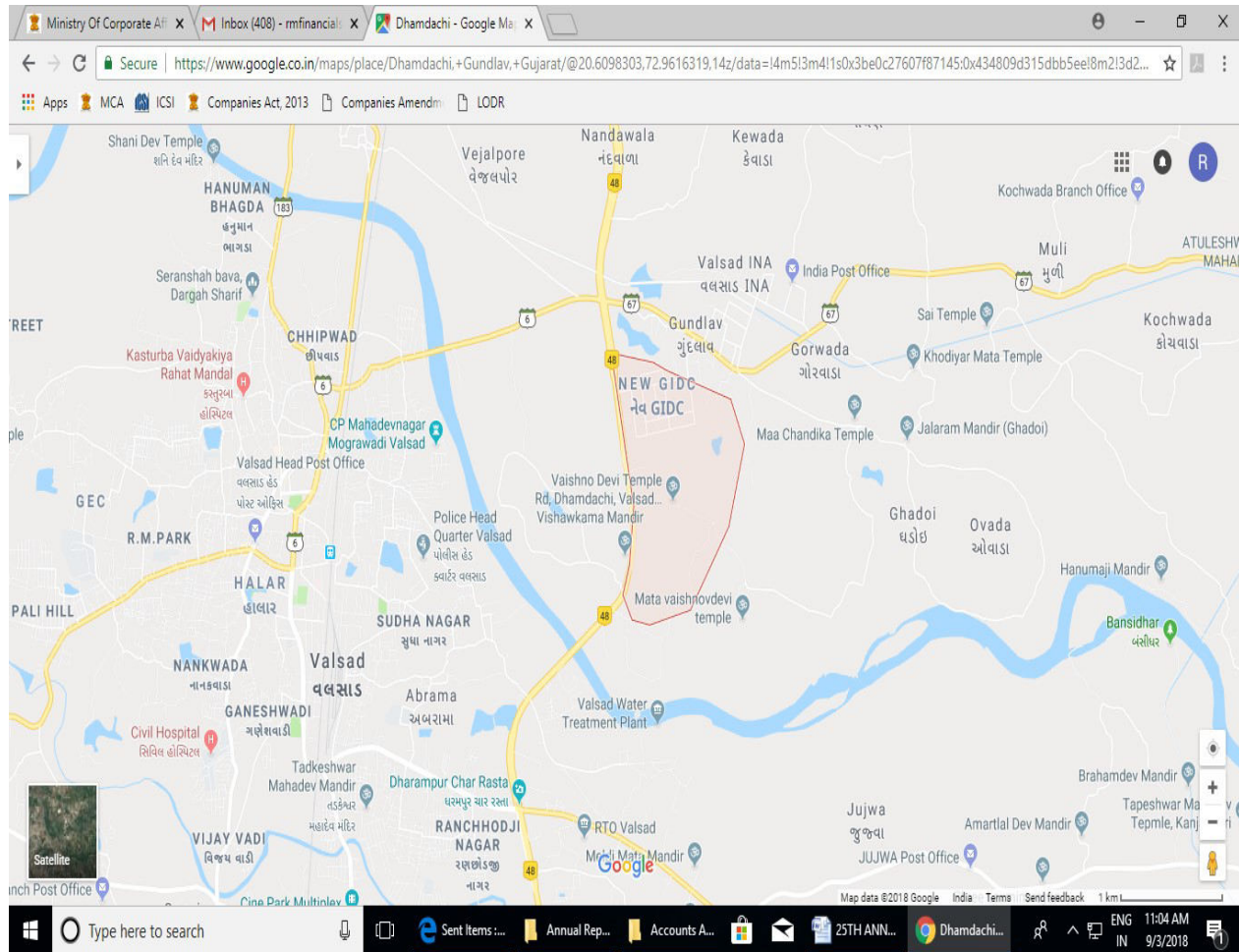
By Order of the Board of Directors
For Kome-On Communication Ltd

Registered Office:
338/Paiky, 6/2,
Dhamdachi Village,
Valsad, Gujarat - 396001

Sd/-
Mr. Shekhar Kadam
DIN: 07953046
Chairman Cum Managing Director

MAP

[Route Map for Venue of 27th Annual General Meeting of the Company]



<https://www.google.co.in/maps/place/Dhamdachi,+Gundlav,+Gujarat/@20.6102102,72.9651131,16.75z/data=!4m5!3m4!1s0x3be0c27607f87145:0x434809d315dbb5ee!8m2!3d20.6111658!4d72.9667254>

Form No. SH-13
Nomination Form

[Pursuant to section 72 of the Companies Act, 2013 and rule
19(1) of the Companies (Share Capital and Debentures) Rules 2014]

To

Kome-On Communication Limited

Block No. 338/Paiky 6/2,
Dhamdachi Village,
Valsad,
Gujarat – 396001.

I/We The holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in who shall vest all the rights in respect of such securities in the event of my /our death.

(1) PARTICULARS OF THE SECURITIES (in respect of which nomination is being made)

Nature of securities	Folio No. No. of securities	No. of Securities	Certificate No.	Distinctive No.

(2) PARTICULARS OF NOMINEE/S —

- (a) Name:
- (b) Date of Birth:
- (c) Father's/Mother's/Spouse's name:
- (d) Occupation:
- (e) Nationality:
- (f) Address :
- (g) E-mail id:
- (h) Relationship with the security holder:

(3) IN CASE NOMINEE IS A MINOR--

- (a) Date of birth:
- (b) Date of attaining majority
- (c) Name of guardian:
- (d) Address of guardian:

Name:

Address:

Name of the Security _____

Holder (s) Signature Witness

Name:

Address:



Kome-On Communication Limited

CIN: L92110GJ1994PLC021216

Registered Office: Block No. 338/Paiky 6/2, Dhamdachi Village, Valsad, Gujarat - 396001

Folio No/Client ID & DP Id:

Attendance Slip

27th ANNUAL GENERAL MEETING

Day : Monday

Date : 28th September, 2020

Time : 11.00 a.m.

Place : Block No. 338/Paiky 6/2, Dhamdachi Village, Valsad, Gujarat – 396001.

- A member/proxy wishing to attend the Meeting must complete this Attendance Slip before coming to the Meeting and hand it over at the entrance.
- If you intend to appoint a proxy, please complete the Proxy Form and deposit it at the Company's Registered Office, at least 48 hours before the Meeting.
- Please bring your copy of the Annual Report to the Meeting.

I record my presence at the
Twenty-Seventh Annual General Meeting

Name of Proxy in BLOCK LETTERS
(If the Proxy attends instead of the Member)

Signature of Member/Proxy

.....Tear here.....

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: L92110GJ1994PLC021216

Name of the Company: Kome-on Communication Limited

Registered Office: Block No. 338/Paiky 6/2, Dhamdachi Village, Valsad, Gujarat - 396001

Name of the Member(s): _____

Registered address: _____

E-mail Id: _____

Folio No./Client Id & DP. Id: _____

I/We, being the Member(s) of 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:

Signed this day of 2020.

Signature of shareholder(s)

Signature of Proxy holder(s)

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **27th ANNUAL GENERAL MEETING of KOME – ON COMMUNICATION LIMITED** to be held on Monday, 28th September, 2020 at 11:00 a.m. at Block No. 338/Paiky 6/2, Dhamdachi Village, Valsad, Gujarat - 396001 adjournment thereof in respect of such resolutions as are indicated below:

Resolutions:

Resolution No: 1 To receive, consider and adopt the Audited Balance Sheet as on 31st March 2020, the Profit and Loss account for the year ended on 31st March 2020 and the reports of Directors and Auditors thereon.

Resolution No: 2 To appoint a Director in the place of Shri Badri Prasad Joshi (DIN: 07850687), Whole Time Director, who retires by rotation and being eligible offers himself for re-appointment.

Resolution No 3: Service of Approval of charges for service of documents on the shareholders.

Resolution No 4: Approval of Related Party Transactions.

Resolution No 5: To regularize the appointment of Mr. Harshad Thorve (DIN: 06605949) as Non Executive Independent Director of the company.

Resolution No 6: To Appoint Mr. Shekhar Kadam (DIN: 07953046) as Managing Director of the company.

Signed this day of 2020

Signature of shareholder

Signature of Proxy holder(s)

Notes:

1. 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.
2. For the resolutions, Explanatory Statement and Notes, please refer to the Notice of the Twenty Seventh Annual General Meeting.



Kome-On Communication Limited

Registered office: Block No. 338/Paiky 6/2, Dhamdachi Village, Valsad, Gujarat – 396001

Form No. MGT-12

Polling Paper

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) I of the Companies (Management and Administration) Rules, 2014]

Ballot Paper

S No:

Particulars Details :

1. Name of the first named Shareholder (In block letters)

2. Postal address

3. Registered folio no. / *Client ID No.

(*Applicable to investors holding shares in dematerialized form)

4. Class of Share

I hereby exercise my vote in respect of Ordinary/Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

Sr. No	Item No	No of Shares held	I assent to the resolution	I dissent from the resolution
1.	Resolution No: 1			
2.	Resolution No: 2			
3.	Resolution No: 3			
4.	Resolution No: 4			
5.	Resolution No: 5			
6.	Resolution No: 6			

Place:

Date:

(Signature of the shareholder)