

**NOTICE OF THE
14TH ANNUAL GENERAL MEETING
FY 2022-23**

NOTICE

NOTICE is hereby given that the 14th Annual General Meeting of shareholders of Kannur International Airport Limited will be held at 5.00 pm on Friday, 29 September 2023 through Video Conferencing (VC)/ Other Audio Visual Means (OAVM), to transact the following business:

ORDINARY BUSINESS:

- 1. Annual Accounts of the Company for the year ended 31 March 2023 together with Directors' Report and Auditors' Report thereon.**

“RESOLVED THAT the audited financial statement of the Company for the financial year ended 31 March, 2023 along with the Directors' Report, the Secretarial Audit Report and the Statutory Auditor's Report laid before this meeting, be and are hereby considered and adopted.”

- 2. To appoint a Director in place of Sri. Abdul Qadir Theruvath (DIN: 07633785), Director who retires by rotation and, being eligible, offers himself for re-appointment and, in this regard, to consider and, if thought fit, to pass the following resolution as Ordinary Resolution.**

“RESOLVED THAT Sri. Abdul Qadir Theruvath(DIN: 07633785), Director who retire by rotation in terms of Section 152 of Companies Act, 2013 and being eligible be, and is hereby, re-appointed as Director of the Company whose office shall be liable to retirement by rotation.”

- 3. To appoint a Director in place of Dr. Shamsheer V.P.(DIN: 02371712), Director who retires by rotation and, being eligible, offers himself for re-appointment and, in this regard, to consider and, if thought fit, to pass the following resolution as Ordinary Resolution.**

“RESOLVED THAT Dr. Shamsheer V.P. (DIN: 02371712),, Director who retire by rotation in terms of Section 152 of Companies Act, 2013 and being eligible be, and is hereby, re-appointed as Director of the Company whose office shall be liable to retirement by rotation.”

SPECIAL BUSINESS:

- 4. Remuneration of Cost Auditor for the Financial Year 2023-24.**

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 148 and all other applicable provisions of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration of Cost Auditor, M/s Sankara Kumar Associates, Cost Accountant, Trivandrum,

to conduct the audit of the cost records for the Company for the Financial year 2023-24, fixed as Rs. 75,000/- plus applicable taxes and out of pocket expenses, by the Board of Directors be and is hereby ratified.”

“RESOLVED FURTHER THAT, M/s Sankara Kumar Associates, Cost Accountant be and is hereby authorized to prepare and file the cost audit reports vide e-forms as required by statutes to ROC for the Financial Years 2023-24 on a remuneration of Rs. 18,000/- inclusive of all taxes.”

**By order of the Board
For Kannur International Airport Limited**

**Sd/-
Aby Eapen
Company Secretary**

Date: 25 August 2023
Place: Kannur

Notes:

1. In view of the continuing Covid -19 pandemic, the Ministry of Corporate Affairs has vide its General Circular No. 10/2022 dated 28th December 2022, granted an extension to conduct the AGM through Video Conferencing (VC) or other audio visual means (OAVM) till 30th September 2023. In compliance with the provisions of the Companies Act, 2013 and MCA Circulars, the AGM of the Company is being held through VC/OAVM.
2. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote instead of himself /herself and such proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, the physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this notice.
3. The notice of the AGM is being sent physically to the registered address of the shareholders and through electronic mode to those members whose email addresses are registered with the Company. Members may please note that the Notice will also be available on the Company's website (www.kannurairport.aero).
4. The register of members and share transfer books of the Company will remain closed from 23 September 2023 to 29 September 2023 both days inclusive.
5. The Board of Directors has appointed Sri. Abdul Sameer P.M, (FCS No. 7060 CP No. 7759), M/s PMA & Associates, Company Secretaries as the Scrutiniser to scrutinise the e-Voting process in a fair and transparent manner
6. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is send through e-mail and holding shares as of the cut-off date i.e. 22 September 2023, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA (irrespective of NSDL/CDSL account holders) . However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” or “Physical User Reset Password” option available on www.evoting.nsdl.com or call on toll free no. 022 - 4886 7000 and 022 - 2499 7000. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. 22 September 2023, may follow steps mentioned in the Notice of the AGM under “Access to NSDL/CDSL e-voting system”.

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

Item No. 4 Remuneration of Cost Auditor for the Financial Year 2023-24.

The Board of Directors of the Company had appointed M/s Sankara Kumar & Associates , Cost Accountant, Trivandrum as the Cost Auditor of the Company for the Financial Year 2020-21, 2021-22 and 2022-23 for a remuneration of Rs. 75,000/- plus applicable taxes and out of pocket expenses.

The Board of Directors in their meeting held on 26 June 2023 decided to extend his engagement as Cost Auditor for one more FY 2023-24 on the same terms and conditions ie Rs. 75,000/- plus applicable taxes and out of pocket expenses and to prepare & file the Cost Audit Report vide e-forms as required by statutes to ROC for the Financial Years 2023-24 on a remuneration of Rs. 18,000/- inclusive of all taxes.

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules 2014, the remuneration payable to the cost auditor should be ratified by the shareholders of the Company.

Hence this resolution.

None of the Directors / Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the resolution.

**By order of the Board
For Kannur International Airport Limited**

**Sd/-
Aby Eapen
Company Secretary**

Date: 25 August 2023
Place: Kannur

VOTING THROUGH ELECTRONIC MEANS

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021, Circular No. 10/2022 dated December 28,2022 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.kannurairport.aero. The AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsd.com.
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020, MCA Circular No. 2/2021 dated January 13, 2021 , MCA Circular No. 02/2022 dated 05 May 2022 and MCA Circular No.10/2022 dated December 28, 2022.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on 26 September 2023, at 9.00 A.M. and ends on 28 September 2023 at 5.00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 22 September 2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 22 September 2023.

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: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is

	<p>launched, click on the icon “Login” which is available under ‘Shareholder/ Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>4. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience</p> <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022-48867000 and 022-24997000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800 22 55 33

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL e-services 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.
4. 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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5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) 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.
 - c) How to retrieve your 'initial password'?
 - (i) 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'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) 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.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) 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 etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2:: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. 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.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. 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 connect@pmacs.in with a copy marked to evoting@nsdl.co.in.

Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Boards\ d Resolution / Power of Attorney / Authority letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

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.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@kannurairport.aero.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@kannurairport.aero. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members 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.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of “VC/OAVM link” placed under “Join meeting” menu against company name. You are requested to click on VC/

OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the AGM may register themselves as a speaker may send their request from their registered email address mentioning their name, demat account number/folio number, PAN, mobile number at cs@kannurairport.aero from 20 September 2023 (9.00 a.m. IST) to 23 September 2023 (5.00 p.m IST). Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

നോട്ടീസ്

താഴെ പറയുന്ന ഇടപാടുകൾക്കായി കണ്ണൂർ ഇന്റർനാഷണൽ എയർപോർട്ട് ലിമിറ്റഡിന്റെ ഓഫീസ് ഉടമ കളുടെ 14-ാമത് വാർഷിക പൊതുയോഗം 2023-ാം ആണ്ട് സെപ്റ്റംബർ മാസം 29 -ാം തീയതി വെള്ളിയാഴ്ച, 5.00 പി.എം.ന് ദൃശ്യ മാധ്യമം വഴിയോ അഥവാ മറ്റു ശ്രദ്ധ്യ ദൃശ്യ മാധ്യമം വഴിയോ നടത്തുവാൻ തീരുമാനിച്ചതായി ഇതിനാൽ അറിയിച്ചു കൊള്ളുന്നു.

സാധാരണ ഇടപാടുകൾ

1. 2023 മാർച്ച് 31 - ൽ അവസാനിച്ച സാമ്പത്തിക വർഷത്തിന്റെ ഓഡിറ്റ് ചെയ്ത വാർഷിക കണക്കുകൾ, കമ്പനി ഡയറക്ടർമാരുടെയും ആഡിറ്റർമാരുടെയും റിപ്പോർട്ട് എന്നിവ സംബന്ധിച്ച്:

"2023 മാർച്ച് 31ന് അവസാനിച്ച സാമ്പത്തിക വർഷത്തെ കമ്പനിയുടെ ഓഡിറ്റ് ചെയ്ത സാമ്പത്തിക അക്കൗണ്ടുകൾ കമ്പനി ഡയറക്ടർമാരുടെയും ഓഡിറ്റർമാരുടെയും റിപ്പോർട്ട് എന്നിവ സ്വീകരിച്ചു പരിഗണിക്കുകയും അംഗീകരിക്കുകയും ചെയ്യുന്നു."

2. ഈ വാർഷിക പൊതുയോഗത്തിൽ റൊട്ടേഷൻ പ്രകാരം വിരമിക്കുകയും തൽസ്ഥാനത്തു തുടരാൻ അർഹനായിരിക്കെ പുനർനിയമനത്തിനു സന്നദ്ധത പ്രകടിപ്പിക്കുകയും ചെയ്ത ശ്രീ. അബ്ദുൾ ഖാദിർ തെരുവത്ത്, ഡയറക്ടറുടെ പുനർനിയമനം സംബന്ധിച്ച്:

"2013 കമ്പനി നിയമത്തിന്റെ 152-ാം വകുപ്പിന് വിധേയമായി റൊട്ടേഷൻ പ്രകാരം വിരമിക്കുകയും തൽസ്ഥാനത്ത് തുടരാൻ അർഹനായിരിക്കെ പുനർനിയമനത്തിന് സന്നദ്ധത പ്രകടിപ്പിക്കുകയും ചെയ്ത ഡയറക്ടർ ശ്രീ. അബ്ദുൾ ഖാദിർ തെരുവത്തിനെ റൊട്ടേഷൻ പ്രകാരം വിരമിക്കുന്നതിനു വിധേയമായ ഡയറക്ടർ ആയി പുനർനിയമിക്കാൻ തീരുമാനിക്കുന്നു."

3. ഈ വാർഷിക പൊതുയോഗത്തിൽ റൊട്ടേഷൻ പ്രകാരം വിരമിക്കുകയും തൽസ്ഥാനത്തു തുടരാൻ അർഹനായിരിക്കെ പുനർനിയമനത്തിനു സന്നദ്ധത പ്രകടിപ്പിക്കുകയും ചെയ്ത ഡോ. ഷംഷീർ വി.പി, ഡയറക്ടറുടെ പുനർനിയമനം സംബന്ധിച്ച്:

"2013 കമ്പനി നിയമത്തിന്റെ 152-ാം വകുപ്പിന് വിധേയമായി റൊട്ടേഷൻ പ്രകാരം വിരമിക്കുകയും തൽസ്ഥാനത്ത് തുടരാൻ അർഹനായിരിക്കെ പുനർനിയമനത്തിന് സന്നദ്ധത പ്രകടിപ്പിക്കുകയും ചെയ്ത ഡയറക്ടർ ഡോ. ഷംഷീർ വി.പി. യെ റൊട്ടേഷൻ പ്രകാരം വിരമിക്കുന്നതിനു വിധേയമായ ഡയറക്ടർ ആയി പുനർനിയമിക്കാൻ തീരുമാനിക്കുന്നു."

പ്രത്യേക ഇടപാടുകൾ

1. കോസ്റ്റ് ആഡിറ്റർക്കുള്ള ഫീസിന്റെ അംഗീകാരം

താഴെ പറയുന്ന പ്രമേയത്തെ സാധാരണ പ്രമേയമായി കണക്കിലെടുത്ത് അനുയോജ്യമെന്ന് തോന്നുന്ന പക്ഷം പരിഗണിച്ച്, മാറ്റങ്ങളോടെയോ മാറ്റങ്ങളില്ലാതെയോ പാസാക്കുക.

“2013 കമ്പനി നിയമത്തിന്റെ 148-ാം വകുപ്പ് പ്രകാരവും 2014- ലെ കമ്പനീസ് (Audit and Auditors) നിയമാവലിയുടെയും 2014- ലെ Cost Records and Audit നിയമാവലിയുടെയും ബാധകമായ വ്യവസ്ഥകൾക്ക് വിധേയമായി സാമ്പത്തിക വർഷം 2023 -24 ലെയും കമ്പനിയുടെ കോസ്റ്റ് റെക്കോർഡുകൾ ഓഡിറ്റ് നടത്തി റിപ്പോർട്ട് സമർപ്പിക്കുന്നതിലേക്ക് വേണ്ടി തിരുവനന്തപുരം ആസ്ഥാനമാക്കിയുള്ള M/s ശങ്കരകുമാർ & അസ്സോസിയേറ്റ്സ് കോസ്റ്റ് അക്കൗണ്ടന്റ്സ് എന്ന സ്ഥാപനത്തെ ഓരോ വർഷത്തിലും 75000 രൂപ (ടാക്സിനും മറ്റു ചിലവുകൾക്കും പുറമെ) പ്രതിഫലം നിശ്ചയിച്ചു കൊണ്ട് നിയമിക്കുവാൻ കമ്പനിയുടെ ബോർഡ് യോഗം തീരുമാനിച്ചതിനെ കമ്പനി ഇതിനാൽ സാധൂകരിക്കുന്നു.”

ബോർഡിന്റെ ഉത്തരവുപ്രകാരം
കണ്ണൂർ ഇന്റർനാഷണൽ എയർപോർട്ട് ലിമിറ്റഡിനു വേണ്ടി

ഒപ്പ്
എബി ഈപ്പൻ
കമ്പനി സെക്രട്ടറി

തീയതി : 25 ആഗസ്റ്റ് 2023
സ്ഥലം : കണ്ണൂർ

അംഗങ്ങളുടെ ശ്രദ്ധക്ക്

1. കോവിഡ്- 19 ഹാജരിയുടെ പശ്ചാത്തലത്തിൽ MCA, 28 ഡിസംബർ 2022 പുറത്തുവന്ന General Circular 10/2022 പ്രകാരം കമ്പനിയുടെ വാർഷിക പൊതുയോഗം ദൃശ്യ മാധ്യമങ്ങൾ (VC) വഴിയോ അഥവാ മറ്റു ശ്രവ്യ ദൃശ്യ മാധ്യമം (OAVM) വഴിയോ നടത്തുവാനായിട്ടുള്ള അംഗീകാരം 30 സെപ്റ്റംബർ 2023 വരെ നീട്ടി തന്നിരിക്കുന്നു. ആയതിനാൽ കമ്പനിയുടെ മാറ്റിവയ്ക്കപ്പെട്ട പൊതുയോഗം ദൃശ്യ മാധ്യമം വഴി നടത്തുവാൻ തീരുമാനിച്ചിരിക്കുന്നു.
2. യോഗത്തിൽ പങ്കെടുക്കാനും വോട്ട് ചെയ്യാനും അവകാശമുള്ള ഒരംഗത്തിന് പ്രതിപുരുഷനെ (പ്രോക്സി) നിയമിക്കാനും തനിക്കു പകരം ഇയാളെ വോട്ടെടുപ്പിൽ പങ്കെടുപ്പിക്കാനും അവകാശമുണ്ടായിരിക്കുന്നതാണ്. എന്നാൽ ഈ പൊതുയോഗം ദൃശ്യ മാധ്യമം വഴി നടത്തുന്നതിനാൽ അംഗങ്ങൾക്ക് നേരിട്ട് പങ്കെടുക്കേണ്ട സാഹചര്യമില്ല. ആയതിനാൽ പ്രതിപുരുഷനെ നിയമിക്കേണ്ട ആവശ്യം അംഗങ്ങൾക്ക് വരുന്നില്ല. അതുകൊണ്ട് തന്നെ പ്രോക്സി ഫോമും അറ്റെൻഡൻസ് സ്ലിപ്പും നോട്ടീസിനൊപ്പം ഉൾപ്പെടുത്തിയിട്ടില്ല.
3. യോഗത്തിന്റെ നോട്ടീസ് കമ്പനിയിൽ രജിസ്റ്റർ ചെയ്തിട്ടുള്ള ഓഹരി ഉടമകളുടെ വിലാസത്തിലേക്ക് തപാൽ വഴിയും അതാത് ഐഡിയിലേക്കും ഇ-മെയിൽ വഴിയും അയക്കുന്നതാണ്. യോഗത്തിന്റെ നോട്ടീസ് കമ്പനിയുടെ website ലും അപ്ലോഡ് ചെയ്തിട്ടുണ്ട്. (www.kannurairport.aero).
4. കമ്പനിയുടെ അംഗത്വ രജിസ്റ്ററും ഓഹരി കൈമാറ്റ പുസ്തകവും 23 സെപ്റ്റംബർ 2023 മുതൽ 29 സെപ്റ്റംബർ 2023 വരെ (ഇരുദിവസവും ഉൾപ്പെടെ) മരവിപ്പിക്കുന്നതാണ് (Book closure) .
5. നോട്ടീസ് അയച്ചതിനു ശേഷം കട്ട് ഓഫ് തീയതിയായ 22 സെപ്റ്റംബർ 2023- ന് മുമ്പായി കമ്പനിയുടെ ഓഹരികൾ Physical Form- ൽ കൈവശം വയ്ക്കുന്നവരോ ഡീമാറ്റ് രൂപത്തിൽ ഓഹരികൾ വാങ്ങി കമ്പനിയുടെ അംഗത്വം സ്വീകരിക്കുന്ന വ്യക്തികൾ അല്ലാത്ത മറ്റു ഓഹരി ഉടമകളോ (സ്ഥാപനങ്ങൾ തുടങ്ങിയവ) ലോഗിൻ ഐഡിയും പാസ് വേഡും ലഭിക്കുന്നതിനായി evoting@nsdl.co.in എന്ന ഇമെയിലിൽ അപേക്ഷിക്കുകയോ കമ്പനിയെയോ കമ്പനിയുടെ RTAയെയോ ബന്ധപ്പെടുകയോ ചെയ്യേണ്ടതാണ്. (NSDL & CDSL അക്കൗണ്ട് ഉടമകൾ) എന്നിരുന്നാൽ ഓഹരി ഉടമകൾ NSDL- ന്റെ റിമോട്ട് ഇ-വോട്ടിംഗ് സിസ്റ്റത്തിൽ മുൻപ് രജിസ്റ്റർ ചെയ്തിട്ടുണ്ടെങ്കിൽ നിലവിലുള്ള USER ID- യും പാസ് വേർഡും ഉപയോഗിച്ച് വോട്ട് രേഖപ്പെടുത്താവുന്നതു ആണ്. പാസ് വേർഡ് ഓർമ്മയില്ലാത്ത പക്ഷം www.evoting.nsdl.com വെബ്സൈറ്റിൽ ലഭ്യമായ "Forget User Details/Password" or physical User Reset Password" എന്ന അവസരം ഉപയോഗിച്ച് Password Reset ചെയ്യാവുന്നതും സംശയ നിവാരണത്തിനായി TollFreeNumber ആയ 022-48867000 and 022-24997000-ൽ ബന്ധപ്പെടാവുന്നതാണ്. നോട്ടീസ് അയച്ചതിനുശേഷം cut off തീയതിയായ 22 സെപ്റ്റംബർ 2023-ന് മുൻപ് ഡീമാറ്റ് രൂപത്തിൽ ഓഹരികൾ വാങ്ങി കമ്പനിയുടെ അംഗത്വം സ്വീകരിക്കുന്ന വ്യക്തികൾ പൊതുയോഗ നോട്ടീസിൽ "Access to NSDL/CDSL e-voting system" എന്ന വിഭാഗത്തിൽ പറയുന്ന നിർദ്ദേശങ്ങൾ പാലിക്കേണ്ടതാണ്.

**2013 ലെ കമ്പനി നിയമത്തിലെ 102 വകുപ്പിന്റെ ഭാഗമായുള്ള
വിശദീകരണ പ്രസ്താവന**

വിഷയം 5

കമ്പനിയുടെ ബോർഡ് M/s ശങ്കരകുമാർ അസ്സോസിയേറ്റ്സ് കോസ്റ്റ് അക്കൗണ്ടന്റ്സിനെ കമ്പനിയുടെ കോസ്റ്റ് ഓഡിറ്ററായി സാമ്പത്തിക വർഷം 2020 -21, 2021 -22, 2022-23 ലേക്ക് നിയമിച്ചിരുന്നു. ഓരോ വർഷത്തിനും 75000 രൂപ (ടാക്സിനും മറ്റു ചിലവുകൾക്കും പുറമെ) അതിനോടൊപ്പം 18000 രൂപ കോസ്റ്റ് ഓഡിറ്റ് റിപ്പോർട്ട് തയ്യാറാക്കാനും ഫയൽ ചെയ്യാനും പ്രതിഫലം നിശ്ചയിച്ചു കൊണ്ട് ആണ് നിയമിച്ചിരുന്നത്.

26 ജൂൺ 2023 -ൽ നടന്ന ബോർഡ് അംഗങ്ങളുടെ യോഗത്തിൽ, സാമ്പത്തിക വർഷം 2023-24- ലും കുടിമുൻ വർഷങ്ങളിലെ അതേ നിബന്ധനകളിലും വ്യവസ്ഥകളിലും നിയമിക്കാൻ തിരുമാനിച്ചു.

2013 കമ്പനി നിയമത്തിന്റെ 148 -ാം വകുപ്പും 2014 - ലെ കമ്പനിയുടെ (Audit and Auditors) നിയമാവലിയുടെ അടിസ്ഥാനത്തിൽ കോസ്റ്റ് ഓഡിറ്റർക്കു നൽകുന്ന പ്രതിഫലം കമ്പനിയുടെ ഓഹരി ഉടമകൾ സാധൂകരിക്കേണ്ടതുണ്ട്.

ആയതിനാൽ ഈ പ്രമേയത്തെ ബോർഡ് അംഗങ്ങൾ കമ്പനിയുടെ ഓഹരി ഉടമകളുടെ സാധൂകരണത്തിനായി അവതരിപ്പിക്കുന്നു.

ബോർഡിന്റെ ഉത്തരവുപ്രകാരം
കണ്ണൂർ ഇന്റർനാഷണൽ എയർപോർട്ട് ലിമിറ്റഡിനു വേണ്ടി

ഒപ്പ്
എബി ഈപ്പൻ
കമ്പനി സെക്രട്ടറി

തീയതി : 25 ആഗസ്റ്റ് 2023
സ്ഥലം : കണ്ണൂർ