

July 2, 2022

Ref No.: KIVL/SEC/BSE/624

To,

The Manager
Corporate Relations Department
BSE Ltd,
P J Tower, Dalai Street
Mumbai- 400 001

Ref : Scrip code : 530215

Dear Sir/ Madam,

Sub: Intimation of Meeting of Debenture Holders

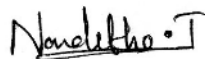
In furtherance to our letter Ref No: KIVL/SEC/BSE/621 dated 18th June,2022,we wish to inform that a meeting of Debenture Holders of Kings Infra Ventures Limited will be held on Monday, 25th day of July 2022 at 04:30 PM at Hotel Olive Down Town, 28/286, Kadavanthra Junction, Kochi, Kerala-682020.

Notice of Debenture Holder's meeting is enclosed herewith for your reference.

You are requested to note the same.

Thanking You

For Kings Infra Ventures Limited
Yours Faithfully



Nanditha T
Compliance Officer & Company Secretary

NOTICE CONVENING MEETING OF DEBENTURE-HOLDERS

Notice is hereby given that a meeting of Debenture-holders of Kings Infra Ventures Limited (the "Company") is proposed to be held on Monday, 25th day of July 2022 at 04:30 PM at Hotel Olive Down Town, 28/286, Kadavanthra Junction, Kochi, Kerala-682020 to transact the following business:

BUSINESS TO BE TRANSACTED:**Special Business:-**

1. **Approval for partial release of property mortgaged in favour of Debenture Trustee M/s. Vistra ITCL (India) Limited**

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

"RESOLVED THAT pursuant to the provisions of the Companies Act, 2013 and the rules framed thereunder and other applicable laws, if any, the consent of the Debenture Holders of the Company be and is hereby accorded to the Company for partial release of property of Rs.12.5 Crores situated at Rayimel Desom, Puthuvassery Kara, Chengamandu Village, Aluva Taluk, Ernakulam District, Kerala out of the total property value of Rs.25 Crore mortgaged in favour of Debenture Trustee M/s. Vistra ITCL (India) Limited for securing the issue of secured redeemable non-convertible Debentures."

RESOLVED FURTHER THAT the Board be and is hereby also authorized to delegate all or any of the powers conferred on it by or under this resolution to the Debenture Committee of Directors or to any Director or Company Secretary or Authorised Representative(s) of the Company in order to give effect to this resolution."

Yours Sincerely,

For Kings Infra Ventures Limited

Date: 02.07.2022

Place: Ernakulam

Sd/-

Nanditha T

Company Secretary and Compliance officer

Kings Infra Ventures Limited

Registered Office:

14B, 14th Floor, The Atria, Opp. Gurudwara Temple

Thevara, Ernakulam - 682 015, Kerala.

T : +91 484 6586557 / 8 E : info@kingsinfra.com

CIN : L05000KL1987PLC004913 | GST. No. 32AACCV3411D1Z1

Corporate Office :

C7455, Kendriya Vihar, Yelahanka,

Bangalore - 560064, Karnataka, India.

T : +91 80 28561161

NOTES:

- (1) A DEBENTURE-HOLDER ENTITLED TO ATTEND AND VOTE AT THE MEETING, IS ENTITLED TO APPOINT A PROXY TO VOTE IN HIS STEAD AND A PROXY NEED NOT BE A DEBENTUREHOLDER OF THE COMPANY. DEBENTURE-HOLDERS DESIROUS OF APPOINTING PROXIES ARE REQUESTED TO DELIVER DULY COMPLETED PROXY FORMS (IN THE FORM ATTACHED HERETO) TO THE COMPANY'S REGISTERED OFFICE NOT LESS THAN FORTY-EIGHT HOURS PRIOR TO THE TIME FIXED FOR THE MEETING.
- (2) Debenture-holders / proxies attending the meeting in person are requested to complete the attendance slip (in the form attached hereto) and handover the same at the meeting.
- (3) An explanatory statement relating to the business to be transacted at the meeting is annexed hereto.
- (4) A route map of the location of the venue of the meeting is attached hereto.

EXPLANATORY STATEMENT AND REASONS FOR THE PROPOSED RESOLUTION

ITEM NO:1

The Board of Directors of the Company vide resolutions dated 14th February, 2020 and 30th May 2020 approved the issue of secured redeemable non-convertible Debentures ('NCD') of Rs.1000/- each aggregating to Rs.25,00,00,000 on a private placement basis for meeting its ongoing funding requirements for expansion. The issue is secured by creating sufficient charge on Company's 26 Crore valued property situated at Rayimel Desom, Puthuvassery Kara, Chengamandu Village, Aluva Taluk, Ernakulam District, Kerala in favor of Debenture Trustee M/s. Vistra ITCL Limited.

Due to the difficulties investors faced due to COVID-19, the Company extended the issue until 31.03.2022. The issue closed on 31.03.2022, with a total subscription of Rs. 9,84,72000/- (Rupees Nine Crores Eighty Four Lakhs Seventy Two Thousand only).

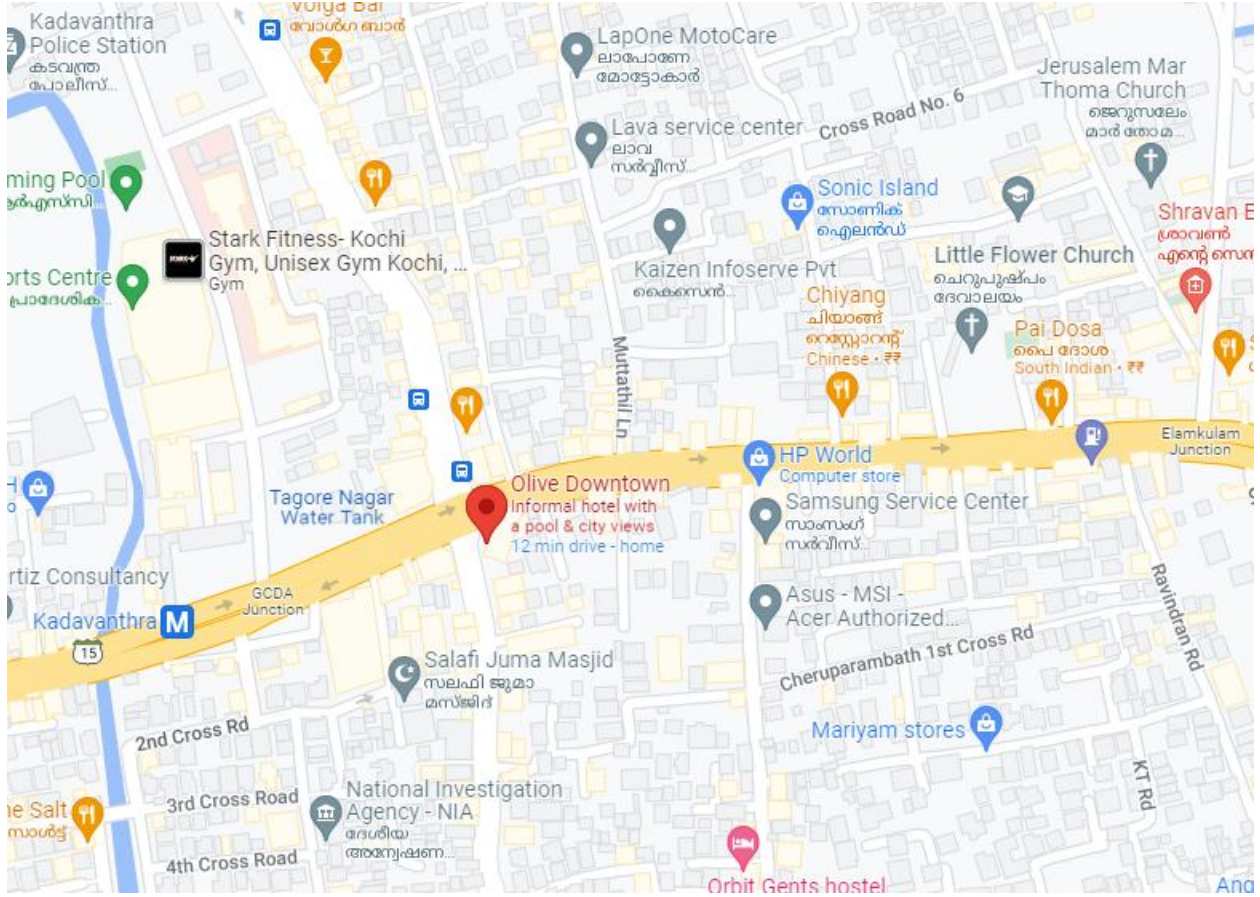
In order to further expand its aquaculture division, the company may offer Non-Convertible Debentures (NCDs) to identified investors, subject to necessary approvals and consents. Accordingly, it is proposed to obtain the consent of debenture holders of the Company in order to partially release property valued at Rs.12.5 Crore out of a total property valued at Rs 25 Crore mortgaged in favour of Debenture Trustee M/s Vistra ITCL (India) Limited.

The Company has consistently maintained adequate security coverage, has maintained regular payment of interest and principal, and the partial release of assets of the Company shall not adversely affect debenture holders' interests. A credit rating of IVR BB-/stable has been assigned to the Company by Infomerics Valuation and Rating Private Limited.

The Board of Directors recommends passing of the special resolution as set out in item nos. 1 of this Notice.

None of the Directors, key managerial personnel of the Company and their relatives are, concerned or interested, in the resolution.

ROUTE MAP



ATTENDANCE SLIP

KINGS INFRA VENTURES LIMITED

CIN: L05000KL1987PLC004913

**REGISTERED OFFICE: 14B, 14TH FLOOR, THE ATRIA, OPP GURUDWARA TEMPLE.
THEVARA ERNAKULAM 682015, KERALA**

Debenture Holders or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the Company.

No. of Debentures :

Name(s) in Full	Father's/Husband's Name	Address as Regd. with the Company
1. _____	_____	_____
2. _____	_____	_____
3. _____	_____	_____

I certify that I am a Debenture-holder / Proxy for the Debenture-holder of the Company. I hereby record my presence at the Meeting of the Debenture- holders of the Company held on Monday the 25th Day of July 2022,04:30 PM at Hotel Olive Down Town,28/286,Kadavanthra Junction,Kochi,Kerala-682020

Please () in the box

Debenture Holder	Proxy

DebentureHolders/Proxy's
Signature*

NOTE : PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

PROXY FORM
KINGS INFRA VENTURES LIMITED
CIN: L05000KL1987PLC004913
REGISTERED OFFICE: 14B, 14TH FLOOR, THE ATRIA, OPP GURUDWARA TEMPLE.
THEVARA ERNAKULAM 682015, KERALA

(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 Debenture Holder(s)	
Registered Address:	
E-mail id:	

I/We _____ being a Debenture Holder of Kings Infra Ventures Limited hereby appoint:

1. _____ residing at _____ having e-mail id _____ or failing him;
2. _____ residing at _____ having e-mail id _____ or failing him;
3. _____ residing at _____ having e-mail id _____ or failing him;

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the meeting of Debenture-holders of the Company, to be held on, Monday the 25th Day of July 2022, 04:30 PM at Hotel Olive Down Town, 28/286, Kadavanthra Junction, Kochi, Kerala-682020 and at any adjournment thereof in respect of such resolution as are indicated below:

RESOLUTIONS:	
1. Approval for partial release of property mortgaged in favour of Debenture Trustee M/s. Vistra ITCL (India) Limited	
For	Against

*** It is optional to put a (ü) in the appropriate column against the Resolution indicated in the box. If you leave the 'For' or 'Against' column blank against any Resolution, your proxy will be entitled to vote in the manner as he/she thinks appropriate.**

signed, this _____ day of _____ 2022.

Affix Re.1/ revenue stamp

Signature of Proxy holder

Signature of Debenture Holder

Notes to Proxy Form:

1. The Proxy, to be effective should be duly stamped, completed, signed and deposited at the registered office of the Company not less than forty- eight hours before the commencement of the meeting.
2. A Proxy need not be a debenture-holder of the Company.
3. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the register of debenture-holders.
4. This form of proxy confers authority to demand or join in demanding a poll.
5. An instrument of Proxy duly filled, stamped and signed, is valid only for the meeting to which it relates including any adjournment thereof.
6. An instrument of Proxy is valid only if it is properly stamped. Unstamped or inadequately stamped Proxies or Proxies upon which the stamps have not been cancelled are invalid.
7. The Proxy-holder should prove his identity at the time of attending the meeting
- 8 . A proxy form which does not state the name of the Proxy should not be considered valid.
9. If an undated Proxy, which is otherwise complete in all respects, is lodged within the prescribed time limit, it should be considered valid.
10. If a company receives multiple Proxies for the same holdings of a debenture-holders, the proxy which is dated last is considered valid; if they are not dated or bear the same date without specific mention of time, all such multiple Proxies should be treated as invalid.
11. If a Proxy had been appointed for the original meeting and such meeting is adjourned, any proxy given for the adjourned meeting revokes the proxy given for the original meeting.
12. A Proxy later in date revokes any Proxy/Proxies dated prior to such Proxy.
13. A Proxy is valid until written notice of revocation has been received by the company before the commencement of the meeting or adjourned meeting, as the case may be. A Proxy need not be informed of the revocation of the Proxy issued by the debenture-holder. Even an undated letter of revocation of Proxy should be accepted. Unless the articles provide otherwise, a notice of revocation should be signed by the same person who had signed the Proxy.
14. Requisitions, if any, for inspection of Proxies should be received in writing from a debenture-holder at least three days before the commencement of the Meeting.
15. Proxies should be made available for inspection during the period beginning twenty-four hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting