

RIGHT INNUVA KNOW-HOW LIMITED

(formerly The Right Address Limited)

"SAGAR ESTATE", 4TH FLOOR, 2, CLIVE GHAT STREET, KOLKATA- 700 001

Website: rightaddressltd.in

Phn: (033) 2230 4571/72/73, Fax: (033) 2248 7669/2243 4736

Email: mkjrls@keventer.com, CIN: L51109WB1974PLC029635

NOTICE

NOTICE is hereby given that the Forty Sixth Annual General Meeting of the Shareholders of **RIGHT INNUVA KNOW-HOW LIMITED (formerly The Right Address Limited)** will be held at its Registered office at "Sagar Estate", 2, Clive Ghat Street, Kolkata - 700001 on Thursday, 30th day of September, 2021 at 12 Noon to transact the following business:

ORDINARY BUSINESS:-

1. To receive, consider and adopt:
 - a. the Audited Financial statements for the year ended 31st March, 2021 together with the Reports of the Directors, Auditors and Secretarial Auditors.
 - b. the Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2021 together with the Report of the Auditors thereon.
2. To appoint a Director in place of Mr. Mahendra Kumar Jalan (DIN: 00598710), who retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

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

"RESOLVED THAT Mr. Mahendra Kumar Jalan (DIN: 00598710), who is liable to retire by rotation pursuant to Section 152 of the Companies Act, 2013 and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company."

Regd. Office:-
"Sagar Estate",
2, Clive Ghat Street,
Kolkata - 700001

For and on Behalf of the Board of Directors

Dated: 31st August, 2021

Sd/-
Manoj Bose
Director
DIN: 01331680

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NOTES:-

1. **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. A PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY FORM DULY COMPLETED AND SIGNED SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE SCHEDULED TIME OF THE ANNUAL GENERAL MEETING.**

As per Section 105 of the Companies Act, 2013 and Rules framed thereunder, 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. However, 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. Corporate members intending to send their Authorised Representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
3. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
4. The disclosures required pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 in respect of the Director seeking appointment/re-appointment at the Annual General Meeting (AGM) are given as an Annexure to this Notice.
5. The Register of Members and Share Transfer Books of the Company will remain closed from 24th day of September, 2021 to 30th day of September, 2021 (both days inclusive).
6. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, **CB Management Services Private Limited**, P-22, Bondel Road, Kolkata-700 019 for assistance in this regard.
7. Members are requested to notify immediately any change of address:
 - i. To their Depository participants (DP's) in respect of shares held in electronic form; and
 - ii. To the Company at its Registered Office, in respect of their Physical Shares, if any, quoting their folio number.
8. The annual accounts of the subsidiary company of the Company is available for inspection by any shareholder in the Registered Office of the holding and concerned subsidiary company and the hard copy of the same and related detailed information will be furnished, on demand, to any shareholder.
9. The Register of Directors and Key Managerial Personnel (KMPs) and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the Members at the Annual General Meeting.

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10. **The precautionary measures to be adopted while attending the Annual General Meeting of the during Covid-19 times are provided at the last page of the Notice.**
11. A route map showing directions to reach the venue of the Forty Sixth Annual General Meeting of the Company is given at the end of this Notice as per the requirement of the Secretarial Standards - 2 on "General Meetings".
12. Voting through electronic means (E-voting)

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meeting (SS-2) issued by The Institute of Company Secretaries of India, the Company is pleased to provide e-voting facility to its members to exercise their right to vote on resolutions proposed to be considered at the meeting by electronic means and the items of business given in the Notice of meeting may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the meeting ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).

The facility for voting, through ballot paper shall also be made available at the venue of the Annual General Meeting (AGM), apart from the remote e-voting facility provided prior to the date of AGM. No voting by show of hands will be allowed at the Meeting. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again at the AGM. Members who have casted their vote by both the modes, than vote casted through poll will be treated invalid.

The Company has appointed Mr. Mohan Ram Goenka, Practicing Company Secretary, (COP No. 2551), as Scrutinizer for conducting the e-voting process in accordance with the law and in a fair and transparent manner. The results on the resolution will be declared not later than three (3) days from the conclusion of the AGM i.e. 2nd October, 2021. The declared results along with the Scrutinizer's Report shall be placed on the Company's website and on the website of CDSL at www.evotingindia.com and will also be forwarded to the Stock Exchanges where the Company's shares are listed subject to receipt of requisite number of votes, the resolutions set out in the Notice shall be deemed to be passed on the date of the AGM.

Please see the instruction below on E-voting facility:

- (i) The voting period begins on Monday, 27th September, 2021 (9.00 A.M. IST) and ends on Wednesday, 29th September, 2021 (5.00 P.M. IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form as on the cut-off date i.e. 23rd September, 2021, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to

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its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

(iv)

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for **Individual shareholders holding securities in Demat mode in CDSL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing 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 visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL//KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 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 e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin 5) 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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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.

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

Login type	Helpdesk details
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 022- 23058738 and 22-23058542-43.

(v) **Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form:**

- a. Click on “Shareholders/Members” tab to cast your votes
- b. Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- c. Next enter the Image Verification as displayed and Click on Login.
- d. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- e. If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders).) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details or Date of Birth (DOB)) Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.) If both the details are not recorded with the depository or company please enter the member id/folio number in the Dividend Bank details field as mentioned in instruction (v).

- f. After entering these details appropriately, click on “SUBMIT” tab.

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- g. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - h. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
 - i. Click on the **EVSN of the Company** on which you choose to vote from the drop down menu and click on "SUBMIT".
 - j. 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.
 - k. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
 - l. 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.
 - m. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
 - n. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
 - o. If Demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password and enter the details as prompted by the system.
 - p. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- 13. Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
-) Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 -) A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 -) After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.

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- J The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- J A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- J Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer (goenkamohan@gmail.com) and to the Company at the email address viz mkjrsls@keventer.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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Details of Directors seeking appointment/ re-appointment at the Forty Sixth Annual General Meeting under Regulation 36(3) of The Securities Exchange and Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of Director	Mr. Mahendra Kumar Jalan
Date of Birth	08-03-1948
Qualifications	Graduate from St. Xaviers College
Brief resume and expertise in specific functional area	Mr. Mahendra Kumar Jalan, is a noted industrialist. He has business interests in dairy, food processing, real estate, port, steel, and other industrial sectors. He has extensive knowledge in international marketing, especially on the trends in UK, USA, Germany, and Japan. He is also a trustee member of Heritage School and Heritage School of Technology He is a philanthropist, a humanitarian, and a guiding force for many and his name, stature, and legacy is noteworthy.
Date of appointment on the Board	11-04-1994
Directorships held in other companies as on 31.03.2021	MKJ Developers Limited MKJ Enterprises Limited Kulpi Port Holding Private Limited MKJ Tradex Limited Keventer Capital Limited Dankuni Projects Limited Sasmal Infrastructure Private Limited
Membership/ Chairmanship of Committees of the Board of Directors of the Company as on 31.03.2021	Nil
Membership/ Chairmanship of Committees of other companies as on 31.03.2021	Yes, in M/s MKJ Enterprises Limited, he is a Member in Stakeholders Relationship Committee
Shareholding in the Company	49336 nos. of equity shares.
Relationship with other Directors/ KMP	None
No. of Board Meetings attended during FY 2020-21 [out of 11 (eleven)] held	10
Terms and conditions of Appointment or Re-appointment	Appointed as Non Executive Director liable to retirement by rotation.
Details of Remuneration sought to be paid and the Remuneration last drawn	Mr. Mahendra Kumar Jalan is entitled to sitting fees for attending meetings of the Board thereof.

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Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Venue of the meeting: 'SAGAR ESTATE', 2, CLIVE GHAT STREET, KOLKATA -700001

Date & Time: 30th Day of September, 2021 at 12.00 NOON.

CIN:	L51109WB1974PLC029635
Name of the Company:	RIGHT INNUVA KNOW-HOW LTD
Registered Office :	'SAGAR ESTATE', 2, CLIVE GHAT STREET, KOLKATA-700 001
Name of the Member(s) :	
Registered Address :	
E-mail Id :	
Folio No. / DP ID / Client ID :	

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

Name :	E-mail Id:
Address:	
Signature of Proxy:	

OR FAILING HIM

Name :	E-mail Id:
Address:	
Signature of Proxy:	

OR FAILING HIM

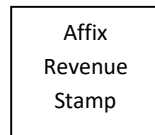
Name :	E-mail Id:
Address:	
Signature of Proxy:	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Forty Sixth Annual General Meeting of the Company, to be held on Thursday, 30th Day of September, 2021 at 12 Noon at its Registered office at 'Sagar Estate', 2, Clive Ghat Street, Kolkata-700 001 and at any adjournment thereof in respect of such resolutions as are indicated below:

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Sl. No.	Resolution(s)	Vote	
		For	Against
ORDINARY BUSINESS			
Resolution 1.	To receive, consider and adopt: a. the Audited financial statements for the year 31 st March, 2021 together with the Reports of the Directors, Auditors and Secretarial Auditors. b. the Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2021 together with the Report of the Auditors thereon.		
Resolution 2.	To appoint a Director in place of Mr. Mahendra Kumar Jalan (DIN: 00598710), who retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.		

Signed this _____ day of _____ 2021



Signature of Shareholder: _____

Signature of Proxyholder: _____

Note:

- 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 The proxy need not be a member of the company.

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ATTENDANCE SLIP

Forty Sixth ANNUAL GENERAL MEETING

Thursday, 30th Day of September, 2021 at 12.00 Noon at its Registered office at 'Sagar Estate', 2, Clive Ghat Street, Kolkata -700001.

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE

Name and Address of the Equity Shareholder (IN BLOCK LETTERS):

.....
.....
.....

Name and Address of the Proxy (IN BLOCK LETTERS, to be filled in by the proxy attending instead of the Equity Shareholder):

.....
.....
.....

I hereby record my presence at the Forty Sixth Annual General Meeting of the company, to be held on Thursday, 30th Day of September, 2021 at 12 Noon at its Registered office at ' Sagar Estate', 2, Clive Ghat Street, Kolkata-700 001.

Folio No. / DP ID / Client ID:	Number of Shares held :
Signature of the Shareholder/ Proxy/Representative present	

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Precautionary Measures to be followed while attending the Forty Sixth Annual General Meeting of the Company:-

-) Wearing mask at all times
-) Temperature check- up at the entrance of the venue
-) Washing/sanitising hands at the entrance of the venue
-) Maintaining social distancing at all times
-) ArogyaSetu app installed on the phone

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Route Map to the Venue of Forty Sixth Annual General Meeting of Right Innuva Limited
(FKA: The Right Address Limited)

“Sagar Estate”,
2, Clive Ghat Street,
Kolkata - 700001

