

**KITCO Limited**

Regd. Office: M M Gardens, Church Landing Road, Near Kerala Fine Arts Hall, Ernakulam - 682016  
CIN: U74140KL1972GOI002425  
Email id: [mail@kitco.in](mailto:mail@kitco.in). website: [www.kitco.in](http://www.kitco.in)  
Phone: 0484-6129000

**NOTICE OF THE ADJOURNED ANNUAL GENERAL MEETING**

Notice is hereby given that the 50<sup>th</sup> Annual General Meeting of the Company adjourned *sine die* dated 19<sup>th</sup> day of December 2022 will be held on 06<sup>th</sup> January, 2023 at 11:00 AM through Video Conferencing to transact following business:

**A. ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Financial Statements, containing Balance Sheet as at 31<sup>st</sup> March, 2022, Statement of Profit & Loss Account and Cash Flow Statement for the year ended 31<sup>st</sup> March, 2022, together with the Report of the Board, Reports & the Comments of the Auditors' and Comptroller & Auditor General (C&AG) of India thereon and reply of the management thereto.

By Order of the Board  
Sd/-  
Harinarayanaraj,  
Managing Director  
DIN:06583319

Place : Ernakulam  
Date : 02.01.2023

**Notes:**

- a. *The Audited Financial Statements for the year ended 31<sup>st</sup> March, 2022 together with the Reports of Directors and Independent Auditors thereon, could not be considered by the Members at the 50<sup>th</sup> Annual General Meeting of the Company held on 19<sup>th</sup> December, 2022, since the Comments of the C&AG of India on the Audited Financial Statements in terms of the provisions of Section 143(6) of the Companies Act, 2013 were not received. Accordingly at the said meeting after considering all other agenda items, the members resolved to adjourn the meeting sine die to be reconvened after receipt of the Comments of the C&AG.*
- b. *The Comments of the C&AG on the Audited Financial Statements dated 27<sup>th</sup> December, 2022 have since been received and a copy of the same is enclosed to this Notice. Now the 50<sup>th</sup> Annual General Meeting is being re-convened to consider the Agenda Item regarding consideration of the Audited Financial Statement, containing Balance Sheet as at 31<sup>st</sup> March, 2022, Statement of Profit & Loss Account and Cash Flow Statement of the Company, for the year ended 31<sup>st</sup> March, 2022 together with the Report of the Board, Reports & the Comments of the Auditors and C&AG thereon.*

- c. *The Audited Financial Statement and other statutory annexure required to be laid before the members at the Annual General Meeting (except the Comments of the C&AG on the Annual Financial Statements, which is being sent now), have already been sent to members and others entitled to receive the same along with the Notice of 50<sup>th</sup> Annual General Meeting dated 19<sup>th</sup> December, 2022 sent earlier through email. The said Report is also available on the website of the Company: <https://kitco.in>*

*However, if any member is desirous of getting a copy of the Reports in electronic form, may write to the Company.*

*In terms of the provisions of the Standard No.15.2 of 'Secretarial Standard on General Meeting (SS-2)' issued by the Institute of Company Secretaries of India, a fresh Notice in terms of provisions of the Companies Act,2013 is being given for this adjourned meeting since the meeting was adjourned sine die.*

- d. *The 50<sup>th</sup> Adjourned AGM of the Company is being conducted through Video Conference Facility, without the physical presence of Members at a common venue. The deemed venue for the 50<sup>th</sup> AGM shall be the Registered Office of the Company.*
- e. *As per Section 116 of the Companies Act, 2013, resolution shall, for all purposes, be treated as having passed on the date on which it was in fact passed i.e., on 06<sup>th</sup> January, 2023, the date of Adjourned AGM.*
- f. *In compliance with the MCA circulars, notice of the Adjourned AGM is being sent only through electronic mode to members whose email addresses are registered with the Company. Members are requested to intimate immediately change of address or mail id, if any, to the Company.*
- g. *Since this Adjourned AGM is being held pursuant to the MCA circulars through VC, physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 50<sup>th</sup> Adjourned AGM.*
- h. *Owing to the difficulties involved in dispatching of physical copies of the financial statements (including Board's report, Auditor's report or other documents required to be attached therewith), such statements shall be sent only by email to the members.*
- i. *The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013 ("the Act") and Register of Contracts or Arrangements in which directors are interested maintained under section 189 of the Act will be available electronically for inspection by the members during the time of AGM*
- j. *Corporate members desirous to attend the Adjourned AGM, who are not attended the 50<sup>th</sup> AGM are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.*
- k. *Members may attend the Adjourned AGM through audio video means by using the details provided by email separately.*

- l. Participation of Members through VC will be reckoned for the purpose of quorum for the Adjourned AGM as per section 103 of the Act.*
- m. Facility of joining the AGM through VC shall be kept open 15 minutes before the time scheduled for the Adjourned AGM and will be available for members on first come first serve basis and shall not be closed till expiry of 15 minutes after the conclusion of the Adjourned AGM.*
- n. The designated e-mail address of the Company is [secretarial@kitco.in](mailto:secretarial@kitco.in) the members to convey their vote. When a poll is required to be taken during the Meeting on any resolution, the shareholders have to convey their vote by sending email to the aforementioned designated email address at [secretarial@kitco.in](mailto:secretarial@kitco.in). The Company shall keep such e-mails from shareholders confidential and shall be strictly maintained by the Company at all times.*
- o. The Chairman shall conduct a vote by show of hands unless a demand of poll is made by member/members (member holding shares worth minimum value of Rs. Five Lakh or 10% voting power in the Company) as per section 109 of Companies Act 2013. If any shareholder requires for voting by poll, he/they shall e-mail their assent/dissent through their registered email ID(s) to the Company designated email viz. [secretarial@kitco.in](mailto:secretarial@kitco.in).*
- p. The meeting is being conducted through Video Conferencing and hence the route Map is not attached with.*

By order of the Board  
Sd/-  
Harinarayanaraj,  
Managing Director  
DIN:06583319

Place : Ernakulam  
Date : 02.01.2023



भारतीय लेखापरीक्षा एवं लेखा विभाग  
महानिदेशक वाणिज्यिक लेखापरीक्षा का कार्यालय, चेन्नै  
*Indian Audit and Accounts Department*  
*Office of the Director General of Commercial Audit, Chennai*

No.DGCA/CA-2CORD/4-10/2022-23/601

Dated 27.12.2022

To

**The Managing Director,**  
KITCO Limited,  
Femith's, P.B. No. 4407  
Puthiya Road, NH Bypass,  
Vennala, Kochi - 682028.

Sir/Madam,

Sub: Comments of the Comptroller and Auditor General of India under Section 143(6)(b) of the Companies Act, 2013 on the Financial Statements of KITCO Limited for the year ended 31 March 2022.

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The comments of the Comptroller and Auditor General of India under section 143(6)(b) of the Companies Act, 2013 on the financial statements of KITCO Limited for the year ended 31 March 2022, is forwarded herewith.

Five copies of Printed Annual Report of your company may be arranged to be forwarded to this office.

Receipt of this letter may kindly be acknowledged.

Yours faithfully,

  
28/12  
(Devika Nayar)  
Director General

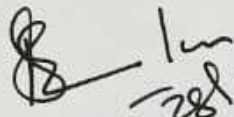
Encl: as above

**COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA  
UNDER SECTION 143(6) (b) OF THE COMPANIES ACT, 2013 ON THE  
FINANCIAL STATEMENTS OF KITCO LIMITED FOR THE YEAR ENDED  
31 MARCH 2022**

The preparation of financial statements of KITCO Limited for the year ended 31 March 2022 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the Management of the company. The statutory auditor appointed by the Comptroller and Auditor General of India under section 139 (5) of the Act is responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 22 November 2022.

I, on behalf of the Comptroller and Auditor General of India, have decided not to conduct the supplementary audit of the financial statements of KITCO Limited for the year ended 31 March 2022 under section 143 (6)(a) of the Act.

**For and on behalf of the  
Comptroller and Auditor General of India**

  
(Devika Nayar) 28/12 2/5

**Director General of Commercial Audit, Chennai**

Place: Chennai

Date: 27.12.2022