



ONATTUKARA COCONUT PRODUCER COMPANY LTD.

REGD : No. CIN U 0 1133 KL 2015PTC037897

KATTANAM, PALLICKAL P.O., ALAPPUZHA, KERALA. PIN 690 503

web: onattukaracpc.com, email: onattukaracpc@gmail.com Ph : 0479 2339911

NOTICE OF THE 6TH ANNUAL GENERAL MEETING

Notice is hereby given that the 6th Annual General Meeting of the members of **ONATTUKARA COCONUT PRODUCER COMPANY LIMITED** will be held on Wednesday, 23rd December, 2020 at 11.00 AM without the physical presence of the members at a common venue, through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in compliance with applicable circulars issued by MCA to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet as at March 31, 2020, Profit and Loss Statement and Cash Flow Statement for the year ended on that date and the Directors' Report and Auditors' Report thereon.
2. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions of the Companies Act, 2013 (the "Act") read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the appointment of M/s. G S P AND COMPANY (FRN: 018184S), Chartered Accountants, T.C. 9/2652(2), Subhadam, A 27/1, A Lane, Elenkom, Gardens, Vellayambalam, Sasthamangalam P.O., Trivandrum, Kerala, 690510 as the Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as may be decided by the Board of Directors."

SPECIAL BUSINESS

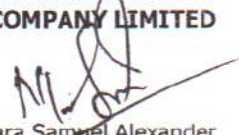
3. To approve the appointment of Mr. Koppara Samuel Alexander (DIN - 06980751) as Additional Director of the Company and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the Section 581P of the Companies Act, 1956 and all other applicable provisions, if any, of the Companies Act (including any statutory modifications or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, consent of the members be and is hereby accorded for the appointment of Mr. Koppara Samuel Alexander (DIN - 06980751) as Additional Director of the Company with effect from 14.04.2020 for a period of 3 years."

4. To approve the appointment of Mr. Vasukutty Sadasivan (DIN - 07003434) as Expert Director of the Company and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the Section 581P of the Companies Act, 1956 and all other applicable provisions, if any, of the Companies Act (including any statutory modifications or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, consent of the members be and is hereby accorded for the appointment of Mr. Vasukutty Sadasivan (DIN - 07003434) as Expert Director of the Company with effect from 14.04.2020 for a period of 3 years."

For and on behalf of Board of
ONATTUKARA COCONUT PRODUCER COMPANY LIMITED


Koppara Samuel Alexander
Chairman cum Additional Director
(DIN: 06980751,

Address: Koppara Peedikayil, Kattachira, Pallickal P.O
Bharanikavu, Alappuzha, Kerala, India, 690503)

Place: Kattanam
Date: 01.12.2020



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Notes:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated 5th May, 2020 read with circulars dated 8th April, 2020 and 13th April, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. 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 (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, 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. Members are requested to notify immediately any change in their address to the Registered Office of the Company.
4. Members who have not registered their email id with the Company are requested to furnish their email addresses to mail@onattukaracpc.com on or before 17/12/2020 along with the following details – Mobile Number, Scanned copy of self-attested copy of (1) Share Certificate (front and back), (2) PAN card, (3) any of the document (e.g. Driving License or Election Identity Card or Aadhar or Passport) in support of the address of the shareholder for receiving Login Id and Password for e-voting and Annual Report, Notices, Circulars etc. and all other future communications from the Company electronically.
5. Relevancy of question and the order of speakers will be decided by the Chairman. Members are requested to forward in writing to the Company any question on the Accounts, so as to reach the Registered Office one week before the date of the Annual General Meeting.
6. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
8. Explanatory Statement under Section 102(1) of the Companies Act, 2013 is annexed hereto.
9. Instructions for members
 - A. Instructions for members for attending the AGM through VC / OAVM are as under:
 - a. 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 to atleast 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., if any who are allowed to attend the AGM without restriction on account of first come first served basis.



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b. 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.onattukaracpc.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com

B. The instructions for shareholders for remote e-voting are as under:

- a. The voting period begins on December 20, 9.00 AM and ends on December 22, 5.00 PM. During this period, shareholders' of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date (December 17, 2020) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- b. Shareholders who have already voted prior to the meeting date would not be entitled to vote during the meeting.
- c. The shareholders should log on to the e-voting website www.evotingindia.com.
- d. Click on "Shareholders" module
- e. Now enter your User ID
 - a. In User ID column Enter Your Certificate Number as per below format.
 - b. If your certificate number is 2, enter OCPC2 in user id Column
- f. Next enter the Image Verification as displayed
- g. Next Enter Password in Password Column
- h. Next Click on Login.
- i. After entering these details appropriately, click on "SUBMIT" tab.
- j. Click on the EVSN for the relevant ONATTUKARA COCONUT PRODUCER COMPANY LIMITED on which you choose to vote.
- k. 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.
- l. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- m. 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.
- n. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- o. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- p. Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE COMPANY FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

Please provide necessary details like Mobile Number, Scanned copy of self-attested copy of (1) Share Certificate (front and back), (2) PAN card, (3) any of the document (e.g. Driving License or Election Identity Card or Aadhar or Passport) in support of the address of the shareholder by email to Company email id: mail@onattukaracpc.com on or before December 17, 2020.

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



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Shareholders are requested to download ZOOM Meeting Application in advance to attend the AGM through Video Conferencing

- (i) The shareholders should log on to the e-voting website www.evotingindia.com.
 - (ii) Shareholders/Viewers can join the meeting 30 minutes before meeting time by following the following step by step process.
 - (iii) Click on "Shareholders" module.
 - (iv) Now enter your User ID
 - a. In User ID column Enter Your Certificate Number as per below format
If your share certificate number is 2, enter OCPC2 in user id Column in CAPITAL LETTER without any space
 - (v) Next enter the Image Verification as displayed
 - (vi) Next Enter Password in Password Column
 - (vii) Next Click on Login.
 - (viii) After entering these details appropriately, click on "SUBMIT" tab.
1. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
 2. After entering these details appropriately, click on "SUBMIT" tab.
 3. Shareholders will then directly reach the Company selection screen.
 4. Click on the Live Streaming Link available in column before EVSN to join meeting.
 5. Enter your Name and Email ID and click on Join Now/Submit to attend AGM
 6. Click on the EVSN for the relevant Company ONATTUKARA COCONUT PRODUCER COMPANY LIMITED on which you choose to vote. Kindly click on Live streaming link before voting.
 7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7 days prior to meeting** mentioning their name, certificate number, email id, mobile number at mail@onattukaracpc.com.
 8. The shareholders wish to speak on AGM day, register name and who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, certificate number, email id, mobile number at mail@onattukaracpc.com. These queries will be replied to by the company suitably by email.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM/EGM 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 shareholders, who are 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 available during the AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the EGM/AGM.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022- 23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).



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All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

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

3. Approval of the appointment of Mr. Koppara Samuel Alexander (DIN - 06980751) as Additional Director of the Company

Mr. Koppara Samuel Alexander (DIN - 06980751) was appointed by the Board of Directors of the Company as Additional Director of the Company on 14.04.2020 for a period of 3 years. As per Section 581P of the Companies Act, 1956, shareholder approval needs to be obtained in the Annual General Meeting of the Company for his appointment. Hence the resolution.

As per section 102(1) of the Companies Act, 2013, none of the directors of the Company are interested in these resolutions except Mr. Koppara Samuel Alexander.

The special businesses transacted at the meeting of the company do not relate to or affects any other Company. So disclosure pursuant to Sec 102(2)(b) of the Companies Act, 2013 is not applicable.

As required by section 102(3) of the Companies Act, 2013, the documents with regard to the appointment shall be available for inspection at the registered office of the Company during business hours.

4. Approval of the appointment of Mr. Vasukutty Sadasivan (DIN - 07003434) as Expert Director of the Company

Mr. Vasukutty Sadasivan (DIN - 07003434) was appointed by the Board of Directors of the Company as Expert Director of the Company on 14.04.2020 for a period of 3 years. As per Section 581P of the Companies Act, 1956, shareholder approval needs to be obtained in the Annual General Meeting of the Company for his appointment. Hence the resolution.

As per section 102(1) of the Companies Act, 2013, none of the directors of the Company are interested in these resolutions except Mr. Vasukutty Sadasivan.

The special businesses transacted at the meeting of the company do not relate to or affects any other Company. So disclosure pursuant to Sec 102(2)(b) of the Companies Act, 2013 is not applicable.

As required by section 102(3) of the Companies Act, 2013, the documents with regard to the appointment shall be available for inspection at the registered office of the Company during business hours.



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As per the requirement of Secretarial Standard 2, the following information relating to the directors to be appointed/re-appointed as contained in Item No. 3 and Item Nos. 4 are furnished below:

Particulars	Information	Information
Name	Koppara Samuel Alexander	Vasukutty Sadasivan
Age	57	72
Qualification	Matriculation	Post Graduate
Experience	Founder and President of Kattanam Federation of Coconut Producers Society, Present Chairman of Onattukara Coconut Producer Company LTD	President of Devikulangara Panchayath Coconut Producers Federation, retired Marketing Manager of Coirfed.
Terms and conditions of appointment	As per the Resolution at Item No. 3	As per the Resolution at Item No. 4
Remuneration sought to be paid	-	-
Remuneration Last drawn	-	-
Date of first appointment on Board	03/02/2015	03/02/2015
Shareholding in the company	12515 equity shares of Rs. 10/- each	12515 equity shares of Rs. 10/- each
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	-	-
Number of Meetings of the Board attended during the year	12/12 (FY 2019-20)	6/12 (FY 2019-20)
Other Directorships, Membership/ Chairmanship of Committees of other Boards	Nil	SRI CHAKRA INSTITUTE OF MEDICAL SCIENCE PRIVATE LIMITED- Director

For and on behalf of Board of
ONATTUKARA COCONUT PRODUCER COMPANY LIMITED

Koppara Samuel Alexander
Chairman cum Additional Director

(DIN: 06980751,

Address: Koppara Peedikayil, Kattachira, Pallickal P.O
Bharanikavu, Alappuzha, Kerala, India, 690503)

Place: Kattanam
Date: 01.12.2020