



ISO 9001 : 2008
ISO 14001 : 2004
OHSAS 18001 : 2007

Hospitality & Facility Management Services

CIN : L74930MH2006PLC159290

OUR SERVICES :

- + Housekeeping Mgmt.
- + Guest House Mgmt.
- + Property Mgmt.
- + Pest Control Mgmt.
- + Front Office Mgmt.
- + Gardening Mgmt.
- + Building Maintenance Mgmt.
- + Catering / Pantry Mgmt.

"YOUR IMAGE IS OUR BUSINESS"

Date: March 05, 2024

To,
Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai – 400051, Maharashtra, India.

Company Symbol: KHFM (Series: SM)

Subject: Addendum to the Notice of Extra Ordinary General Meeting of Members

Ref: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, We wish to inform you that the Addendum to the Notice of Extraordinary General Meeting (EGM) of the Company had been sent through electronic mode to the Members on March 04, 2024.

The copy of the Addendum to the Notice of EGM of the Company is available on the website of the Company at i.e. www.khfm.in.

Kindly take the above information on your record.
Thanking You,

For and Behalf of
KHFM HOSPITALITY AND FACILITY MANAGEMENT SERVICES LIMITED

Ravindra M Hegde
Managing Director
DIN: 01821002

Place: Mumbai

KHFM Hospitality & Facility Management Services Ltd.

REGD. OFFICE : 01, "NIRMA PLAZA, MAKHWANA ROAD, MAROL NAKA, ANDHERI (E), MUMBAI - 400 059.

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Tele Fax : +91-22-2859 1483 Email : sales@khfm.in Website : www.khfm.in



KHFM HOSPITALITY AND FACILITY MANAGEMENT SERVICES LIMITED

CIN: L74930MH2006PLC159290

Registered Office: 01, Nirma Plaza, Makhwana Road, Marol Naka, Andheri (East)
Mumbai 400059

Tel: +91 22 2851 1234 **Fax:** +91 22 2859 1483

Website: www.khfm.in, **Email:** cs@khfm.in/sales@khfm.in,

ADDENDUM TO NOTICE FOR EXTRA ORDINARY GENERAL MEETING

Addendum to the Notice of the Extra-Ordinary General Meeting ('EGM') dated February 22, 2024 of KHFM Hospitality And Facility Management Services Limited scheduled to be held on Monday, 18th March, 2024 at 03:00 P.M. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") to transact the following business:

The Company had issued EGM Notice dated February 22, 2024 together with Explanatory Statement in accordance with the applicable provisions of the Companies Act, 2013 (the "Act"), the rules made thereunder, circulars issued by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") thereto, for seeking approval of the Members of the Company on the special business item in the form of Ordinary Resolutions & Special Resolutions as proposed therein.

The EGM Notice has already been circulated to the Members on February 22, 2024, in due compliance with the provisions of the Act, MCA Circulars and Listing Regulations. The Company through this addendum wishes to add the following mentioned information related to the Special Resolution in the Notice of EGM, along with Explanatory Statement constituting an integral part of the Notice of EGM dated February 22, 2024, for the consideration of the Members and the said Notice and Explanatory Statement may please be read and considered in conjunction with the following item accordingly:

- 1. Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees has been included in the Item No. 3 & 4 of the Notice of EGM dated February 22, 2024;*

ITEM NO. 3:

ISSUANCE OF 7,68,800 FULLY PAID EQUITY SHARES ON PREFERENTIAL BASIS TO TO THE NON-PROMOTER CATEGORY:

To consider and, if thought fit, to pass the following resolution as a **SPECIAL RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Sections 42 and 62, and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital and

Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014 (collectively, the “CA 2013”); and in accordance with the provisions of the Memorandum and Articles of Association of the company (ii) the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations, 2018, as amended (“SEBI ICDR Regulations”);iii) and the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulation 2015 (“SEBI LODR Regulations”), (iv) any other rules/ regulations/ guidelines, if any, prescribed by the Securities and Exchange Board of India (‘SEBI’), Reserve Bank of India (‘RBI’), stock exchange and/ or any other statutory/regulatory authority; (v) the Listing Agreement entered into by the Company with the stock exchange, and subject to the approval(s), consent(s), permission(s) and/or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution), the consent of the members of the Company be and is hereby accorded to create, offer, issue and allot 7,68,800 Fully Paid Equity Shares of the Company of face value of Rs. 10/- each (“Equity Shares”), in dematerialized form, on Preferential allotment basis, to Promoters and Others at a price of Rs. 52/- (Rupees Fifty Two Only) (including premium of Rs. 42/-) as determined in accordance with Regulation 164 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as may be modified or re-enacted from time to time (“SEBI ICDR Regulations”), to the following persons, for consideration in cash, total consideration of Rs. 3,99,77,600/- (Rupees Three Crores Ninety Nine Lakh and Seventy-Seven Thousand and Six Hundred Only), on such terms and conditions as follows:

Sr. No.	Name of proposed allottees	Status of Allottee Individual/Body Corporate/Trust/ HUF	Nature of persons who are the ultimate beneficial Owner	No. Equity Shares proposed to be allotted	Allottee is QIB/MF/ FI/ Trust/Banks
1.	Sakshi Jajodia	Individual	Individual	52,700	Not Applicable
2.	Brijmohan Agarwal	Individual	Individual	49,600	Not Applicable
3.	Brijmohan Gupta HUF	HUF	Brijmohan C Gupta	49,600	Not Applicable
4.	Chetan Kumar H Jain	Individual	Individual	49,600	Not Applicable
5.	Pushpa Devi	Individual	Individual	49,600	Not Applicable
6.	Siddhanth Gupta	Individual	Individual	49,600	Not Applicable
7.	Arun Bakhda	Individual	Individual	46,500	Not Applicable
8.	Bhavesh Tanna	Individual	Individual	46,500	Not Applicable
9.	Lenus Finvest Pvt Ltd	Body Corporate	a) Siddhant Kabra b) Lalita Kabra	46,500	Not Applicable
10.	Satya Surya Durga Prasad Adusumilli	Individual	Individual	46,500	Not Applicable
11.	Vikash Mittal	Individual	Individual	46,500	Not Applicable
12.	Adhikari Mohan Rao	Individual	Individual	40,300	Not Applicable

13.	Gannamaneni Chidroop Kumar	Individual	Individual	40,300	Not Applicable
14.	Kode Sruthi	Individual	Individual	40,300	Not Applicable
15.	Vinta Surendra Reddy	Individual	Individual	40,300	Not Applicable
16.	Harjindar Singh Sidhu	Individual	Individual	37,200	Not Applicable
17.	Sakshi Kalra	Individual	Individual	37,200	Not Applicable
	Total			7,68,800	

RESOLVED FURTHER THAT the Relevant Date, as stipulated in the Regulation 161 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 for the purpose of determination of the price of the equity shares to be issued and allotted as above shall be 16th February, 2024, being the working day immediately preceding the date 30 (thirty) days prior to the date of Extra Ordinary General Meeting i.e. 18th March, 2024 to approve this offer.”

RESOLVED FURTHER THAT the Equity Shares proposed to be issued and allotted to the Proposed Allottees shall inter-alia be subject to the following:

- a) The Equity Shares shall be allotted by the Company to the Proposed Allottees in dematerialized form within a period of 15 (fifteen) days from the later of: (i) date of the approval of this special resolution passed; or (ii) receipt of last of the approval/ permission required for such allotment from any regulatory authority or the Central Government (including but not limited to the in- principal approval of the Stock Exchanges for issuance of the Equity Shares to Proposed Allottees);
- b) The equity shares to be allotted on preferential basis shall be locked in for such period as prescribed in Regulation 167 of Chapter V of SEBI (ICDR) Regulations;
- c) No partly paid-up Equity Shares shall be issued and allotted;
- d) Allotment of the Equity Shares shall only be made in dematerialized form;
- e) The Equity Shares to be issued and allotted pursuant to the preferential issue shall be listed and traded on National Stock Exchange of India Limited subject to the receipt of necessary regulatory permissions and approvals;
- f) The Equity Shares shall be allotted to the Proposed Allottees subject to the receipt of consideration in cash; and
- g) The Equity Shares to be issued and allotted shall be fully paid up and rank pari-passu with the existing equity shares of the Company in all respects (including with respect to dividend and

voting powers) from the date of allotment thereof and shall be subject to the provisions of the memorandum and articles of association of the Company and applicable laws.

RESOLVED FURTHER THAT the equity shares to be issued and allotted pursuant to this resolution shall be subject to the provisions of the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT the equity shares to be allotted, be listed on the stock exchanges where the shares of the Company are listed and that the Board be and is hereby authorized to make the necessary applications and to take all other steps as may be necessary for the approval of allotment of equity shares and listing of such equity shares and for the admission of such equity shares with the depositories, i.e. NSDL & CDSL, and for the credit of such equity shares to the holders dematerialized securities account.

RESOLVED FURTHER THAT for the purpose of giving effect to the offer, issue, allotment of the equity shares of the Company Managing Director and /or Whole-Time Director and /or, Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary and desirable for such purpose, including without limitation, preparing, signing, executing and filing applications with the appropriate authorities for obtaining requisite approvals for the issuance of the Equity Shares, as may be required, issuing clarifications on the issue and allotment of the Equity Shares, resolving any difficulties, effecting any modifications, changes, variation, alterations, additions and/or deletions to the foregoing conditions as may be required by any regulator, or other authorities or agencies involved in or concerned with the issue of the Equity Shares and as the Board may in its absolute discretion deem fit and proper in the best interest of the Company without being required to seek any further consent or approval of the members or otherwise.

RESOLVED FURTHER THAT for the purpose of giving effect to the resolution, the Board be and is hereby authorized to engage depositories, registrars, bankers, and other consultants and advisors to the issue and to remunerate them by way of fees and/or other charges and also to enter into and execute all such arrangements, agreements, memoranda, documents, etc. with such agencies, as may be required and as permitted by law.”

RESOLVED FURTHER THAT for the purpose of giving effect to the resolution, the Board be and is hereby authorized to delegate any or all of the powers conferred upon it by this resolution to any committee of directors, any other director(s), and/or officer(s) of the Company.”

ITEM NO 4:

ISSUANCE OF 22,32,000 WARRANTS (EQUITY CONVERTIBLE WARRANTS) ON PREFERENTIAL BASIS TO ENTITIES BELONGING TO THE PROMOTER & NON-PROMOTER CATEGORY:

To consider and, if thought fit, to pass the following resolution as a **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Sections 42, 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the “Companies Act”) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made there under (including any statutory modification(s) thereto or re-enactment thereof for the time being in force), enabling provisions of Memorandum of Association and Articles of Association of the Company, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), provisions of Chapter V and other applicable provisions, if any, of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as may be modified or re-enacted from time to time (“SEBI ICDR Regulations”), the applicable Rules, Notifications, Guidelines, Policies, Procedures issued by various authorities including but not limited to the Government of India, the Securities and Exchange Board of India (“SEBI”), the Reserve Bank of India (“RBI”), the Stock Exchanges where the shares of the Company are listed and other competent authorities and subject to necessary approvals, permissions, sanctions and consents as may be required from any regulatory or other appropriate authorities (including but not limited to the SEBI, the Stock Exchanges where the shares of the Company are listed, RBI, the Government of India, etc.), if any, and further subject to such terms, conditions, alterations, corrections, changes, variations and/ or modifications as may be prescribed or imposed by the Appropriate Authorities while granting any such approvals, permissions, consents and sanctions and all such other approvals which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any committee which the Board has constituted or may constitute to exercise its powers, including the powers conferred by this resolution), the consent and approval of the members of the company be and is hereby accorded to the Board and the Board be and is hereby authorized in its absolute discretion to create, offer, issue and allot, in one or more tranches, to the Promoter & Non-Promoter category (hereinafter referred to as the “Proposed Allottee”) on preferential basis up to 22,32,000 (Twenty Two Lakhs Thirty-Two Thousand) Warrants (“Equity Convertible Warrants”) fully convertible warrants (“Warrants”), each convertible into in to Equity Shares of the Company, to the person as described below, at an option of the Proposed Warrant Allottee, in one or more tranches, one Equity Share of face value of INR 10/- (Indian Rupees Ten only) each, for cash at an issue price of INR 52/- (Indian Rupees Fifty Two only) per Warrant (including a premium of INR 42/- per Warrant) which is the price determined in accordance with the pricing guidelines prescribed under Regulation 164 of the SEBI ICDR Regulations (“Warrant Issue Price”), and to issue fresh Equity Shares on the conversion of Warrants on such terms and

conditions as may be determined by the Board in accordance with the provisions of the SEBI ICDR Regulations or other applicable laws:

Sr. No	Name of proposed allottees	Status of Allottee Individual/ Body Corporate/ Trust/HUF	Nature of persons who are the ultimate beneficial Owner	No. Warrants proposed to be allotted	Category	Allottee is QIB/MF/ FI/ Trust/Banks
1.	Ravindra Hegde	Individual	Individual	5,48,700	Promoter	Not Applicable
2.	Santan Investment Advisory	Body Corporate	Mallinath Maddineni	3,00,700	Non-Promoter	Not Applicable
3.	Sujata Hegde	Individual	Individual	2,32,500	Promoter	Not Applicable
4.	Kenil Sanghvi	Individual	Individual	1,48,800	Non-Promoter	Not Applicable
5.	Pragna Sanghvi	Individual	Individual	148800	Non-Promoter	Not Applicable
6.	Saurav Hegde	Individual	Individual	77,500	Promoter	Not Applicable
7.	Asha Bai	Individual	Individual	49,600	Non-Promoter	Not Applicable
8.	Bhagyashree Bengani	Individual	Individual	49,600	Non-Promoter	Not Applicable
9.	Dharmasa Katwa Ganpathi	Individual	Individual	49,600	Non-Promoter	Not Applicable
10.	Poona Ramji Bhikaram Bhati	Individual	Individual	49,600	Non-Promoter	Not Applicable
11.	Pradeep	Individual	Individual	49,600	Non-Promoter	Not Applicable
12.	Prakash M	Individual	Individual	49,600	Non-Promoter	Not Applicable
13.	Rohan Agrawal	Individual	Individual	49,600	Non-Promoter	Not Applicable
14.	Sandeep Rathod	Individual	Individual	49,600	Non-Promoter	Not Applicable
15.	Shanil Pradip Jain	Individual	Individual	49,600	Non-Promoter	Not Applicable
16.	Vikram Kumar	Individual	Individual	49,600	Non-Promoter	Not Applicable
17.	Bhavesh Tanna	Individual	Individual	46,500	Non-Promoter	Not Applicable
18.	Gayatri Babulal Agrawal	Individual	Individual	46,500	Non-Promoter	Not Applicable
19.	K A Parikh (HUF)	HUF	Kaushik Parikh	46,500	Non-Promoter	Not Applicable

20.	Lenus Finvest Pvt Ltd	Body Corporate	a) Siddhant Kabra b) Lalita Kabra	46,500	Non-Promoter	Not Applicable
21.	Ritesh Rathi	Individual	Individual	46,500	Non-Promoter	Not Applicable
22.	Vandana Gattani	Individual	Individual	46,500	Non-Promoter	Not Applicable

RESOLVED FURTHER THAT the Relevant Date, as stipulated in the Regulation 161 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 for the purpose of determination of the price of the equity shares to be issued and allotted as above shall be 16th February 2024, being the working day immediately preceding the date 30 (thirty) days prior to the date of Extra-Ordinary General Meeting i.e. 18th March, 2024 to approve this offer.

RESOLVED FURTHER THAT the aforesaid issue of Warrants shall be subject to the following terms and conditions:

- a) The Proposed Warrant Allottee shall, on or prior to the date of allotment of the Warrants, pay an amount equivalent to at least 25% of the Warrant Issue Price fixed per Warrant in terms of the SEBI ICDR Regulations which will be kept by the Company to be adjusted and appropriated against the Warrant Issue Price of the Equity Shares. The balance 75% of the Warrant Issue Price per Warrant shall be payable by the Proposed Warrant Allottee at the time of exercise of the Warrants conversion into equity shares.
- b) Each Warrant held by the Proposed Warrant Allottee shall entitle the Proposed Warrant Allottee to apply for and obtain allotment of one Equity Share at any time after the date of allotment but on or before the expiry of 18 (eighteen) months from the date of allotment of the Warrants (the “Warrant Exercise Period”).
- c) In the event the Proposed Warrant Allottee does not exercise the Warrants within the Warrant Exercise Period, the Warrants shall lapse and the amount paid upfront by the Proposed Warrant Allottee shall stand forfeited by the Company.
- d) The pre-preferential Equity shareholding of the Proposed Warrant Allottee along with Warrants, being allotted to the Proposed Warrant Allottee and the Equity Shares proposed to be allotted pursuant to the exercise of such Warrants shall, in each case, be under lock in for such period as may be prescribed under Chapter V of the SEBI ICDR Regulations.
- e) Warrants (Equity Convertible Warrants) so allotted under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under.
- f) The Warrants (Equity Convertible Warrants) shall be allotted by the Company to the Proposed Allottees in dematerialized form within a period of 15 (fifteen) days from the later of: (i) date of the approval of this special resolution passed; or (ii) receipt of last of the approval/ permission required for such allotment from any regulatory authority or the Central Government.

- g) Warrants and the Equity Shares to be issued and allotted by the Company upon exercise of any Warrants shall, in each case, be in dematerialized form.
- h) The consideration for allotment of Warrants and/or Equity Shares arising out of exercise of such Warrants shall be paid to the Company from the bank account of the Proposed Warrant Allottee.
- i) The issue of Warrants as well as Equity Shares arising from the exercise of the Warrants shall be governed by the regulations and guidelines issued by SEBI or any other statutory authority as the case may be or any modifications thereof.
- j) The Warrants by themselves until converted into Equity Shares, do not give to the Proposed Warrant Allottee any voting rights in the Company in respect of such Warrants.
- k) The Warrants shall be converted in 1 (one) or more tranches. The Proposed Warrant Allottee shall be entitled to exercise any or all of the Warrants by issuance of a written notice to the Company ("Exercise Notice") not later than 15 (fifteen) days prior to the expiry of the Warrant Exercise Period. The Exercise Notice shall set out the number of Warrants proposed to be exercised by the Proposed Warrant Allottee, together with the aggregate amount payable to the Company. The Company shall convene a meeting of the Board or a committee thereof to implement the exercise of the Warrants specified in the Exercise Notice and issue and allot the corresponding number of the Equity Shares to the Proposed Warrant Allottee.
- l) Upon exercise by the Proposed Warrant Allottee of the Warrants, the Company shall issue and allot appropriate number of Equity Shares(1 Fully Paid Equity Shares for every 1 Warrant) and perform all such actions as are required to give effect to such issue, including but not limited to delivering to the Proposed Warrant Allottee, evidence of the credit of such Equity Shares to the demat account of the Proposed Warrant Allottee and entering the name of the Proposed Warrant Allottee in the records of the Company as the registered owner of such Equity Shares.
- m) No partly paid-up Warrants (Equity Convertible Warrants) or Equity Shares upon conversion of Equity Warrants shall be issued and allotted; and

RESOLVED FURTHER THAT the Equity Shares proposed to be issued and allotted upon exercise of the option in the Warrants shall rank pari-passu in all respects including as to dividend, with the existing fully paid up Equity Shares of face value of INR 10/- (Indian Rupees Ten only) each of the Company subject to applicable laws as well as the relevant provisions contained in the Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT the equity shares to be allotted upon conversion of warrants, be listed on the stock exchanges where the shares of the Company are listed and that the Board be and is hereby authorized to make the necessary applications and to take all other steps as may be necessary for the approval of allotment of equity shares and listing of such equity shares and for the admission of such equity shares with the depositories, i.e. NSDL & CDSL, and for the credit of such equity shares to the holders dematerialized securities account.

RESOLVED FURTHER THAT the Board/Committee(s) of the Board be and is hereby authorized to issue and allot such number of Equity Shares of the Company as may be required to be issued and allotted upon exercise of the conversion option in the Warrants held by the Proposed Warrant Allottee.

RESOLVED FURTHER THAT for the purpose of giving effect to the offer, issue, allotment of the equity shares of the Company, Managing Director and /or Whole-Time Director and /or, Company Secretary and Compliance Officer of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary and desirable for such purpose, including without limitation, preparing, signing, executing and filing applications with the appropriate authorities for obtaining requisite approvals for the issuance of the Warrants or allotment of the Equity shares upon the conversion of Warrants, as may be required, issuing clarifications on the issue and allotment of the Warrants or allotment of the Equity shares upon the conversion of Warrants, resolving any difficulties, effecting any modifications, changes, variation, alterations, additions and/or deletions to the foregoing conditions as may be required by any regulator, or other authorities or agencies involved in or concerned with the issue of the Warrants or Equity Shares on conversion of Warrants and as the Board may in its absolute discretion deem fit and proper in the best interest of the Company without being required to seek any further consent or approval of the members or otherwise.

RESOLVED FURTHER THAT for the purpose of giving effect to the resolution, the Board be and is hereby authorized to engage depositories, registrars, bankers, and other consultants and advisors to the issue and to remunerate them by way of fees and/or other charges and also to enter into and execute all such arrangements, agreements, memoranda, documents, etc. with such agencies, as may be required and as permitted by law.

RESOLVED FURTHER THAT for the purpose of giving effect to the resolution, the Board be and is hereby authorized to delegate any or all of the powers conferred upon it by this resolution to any committee of directors, any other director(s), and/or officer(s) of the Company.”

2. *Change in the post shareholding percentage as mentioned in the explanatory statement of notice re-calculated on a fully diluted basis*

EXPLANATORY STATEMENT (Pursuant to Section 102 of the Companies Act, 2013)

ITEM NO. 2: Mr. Ravindra M Hegde have outstanding loans of Rs. 80,00,000/- including interest due by the Company. The Board of Directors of the Company at its meeting dated 15th February, 2024, accorded its approval for conversion of part of the outstanding loan into 1,51,900 Equity shares of Rs. 10/- each at a premium of Rs. 42/- each.

The shareholding pattern before and after completion of the proposed preferential issue would be as under:

Category	Pre-Preferential Issue		Post Preferential Issue	
	No. of Shares	%	No. of Shares	%
Promoter and Promoter Group(A)	75,79,484.00	37.82%	85,90,084	37.04%

Public (B)	1,24,62,015.00	62.18%	1,46,04,115	62.96%
Total (A)+(B)	2,00,41,499.00	100.00%	2,31,94,199	100.00%
Custodian(C)	-	-	-	-
Grand Total (A)+(B)+(C)	2,00,41,499.00	100.00%	2,31,94,199	100.00%

ITEM NO. 3: As per Section 42, 62, and 108 of the Companies Act, 2013, approval of shareholders is required for Issue of Equity Shares to non-promoters on preferential basis and hence the resolution is placed before the shareholders.

1. The shareholding pattern before and after completion of the proposed preferential issue would be as under:

Category	Pre-Preferential Issue		Post Preferential Issue	
	No. of Shares	%	No. of Shares	%
Promoter and Promoter Group(A)	75,79,484.00	37.82%	85,90,084	37.04%
Public (B)	1,24,62,015.00	62.18%	1,46,04,115	62.96%
Total (A)+(B)	2,00,41,499.00	100.00%	2,31,94,199	100.00%
Custodian(C)	-	-	-	-
Grand Total (A)+(B)+(C)	2,00,41,499.00	100.00%	2,31,94,199	100.00%

2. The Identity of the proposed Allottee and the percentage of post preferential issue capital that may be held by them:

Sr. No.	Name of the proposed Allottee	The natural persons who are ultimate beneficial owner	Category (Promoter/NonPromoter)	Pre-Issue		Number of Shares proposed to be allotted	Post-Issue	
				No. of Shares	Percentage holding (%)		No. of Shares	Percentage holding (%)
1.	Sakshi Jajodia	Individual	Non-Promoter	0	0.00%	52,700	52,700	0.23%
2.	Brijmohan Agarwal	Individual	Non-Promoter	0	0.00%	49,600	49,600	0.21%
3.	Brijmohan Gupta HUF	Brijmohan C Gupta	Non-Promoter	0	0.00%	49,600	49,600	0.21%
4.	Chetan Kumar H Jain	Individual	Non-Promoter	0	0.00%	49,600	49,600	0.21%
5.	Pushpa Devi	Individual	Non-Promoter	0	0.00%	49,600	49,600	0.21%
6.	Siddhanth Gupta	Individual	Non-Promoter	0	0.00%	49,600	49,600	0.21%
7.	Arun Bakhda	Individual	Non-Promoter	0	0.00%	46,500	46,500	0.20%
8.	Bhavesh Tanna	Individual	Non-Promoter	0	0.00%	46,500	46,500	0.20%

9.	Lenus Finvest Pvt Ltd	a) Sidhant Kabra b) Lalita Kabra	Non-Promoter	0	0.00%	46,500	46,500	0.20%
10.	Satya Surya Durga Prasad Adusumilli	Individual	Non-Promoter	0	0.00%	46,500	46,500	0.20%
11.	Vikash Mittal	Individual	Non-Promoter	0	0.00%	46,500	46,500	0.20%
12.	Adhikari Mohan Rao	Individual	Non-Promoter	0	0.00%	40,300	40,300	0.17%
13.	Gannamaneni Chidroop Kumar	Individual	Non-Promoter	0	0.00%	40,300	40,300	0.17%
14.	Kode Sruthi	Individual	Non-Promoter	9300	0.05%	40,300	49,600	0.21%
15.	Vinta Surendra Reddy	Individual	Non-Promoter	3100	0.02%	40,300	43,400	0.19%
16.	Harjindar Singh Sidhu	Individual	Non-Promoter	0	0.00%	37,200	37,200	0.16%
17.	Sakshi Kalra	Individual	Non-Promoter	0	0.00%	37,200	37,200	0.16%

Item No. 4: As per Section 42, 62, and 108 of the Companies Act, 2013, approval of shareholders is required for Issue of Warrants (Equity Convertible Warrants) on preferential basis to Promoters & Non-Promoters and hence the resolution is placed before the shareholders.

1. The shareholding pattern before and after completion of the proposed preferential issue would be as under:

Category	Pre Preferential Issue		Post Preferential Issue	
	No. of Shares	%	No. of Shares	%
Promoter and Promoter Group(A)	75,79,484.00	37.82%	85,90,084	37.04%
Public (B)	1,24,62,015.00	62.18%	1,46,04,115	62.96%
Total (A)+(B)	2,00,41,499.00	100.00%	2,31,94,199	100.00%
Custodian(C)	-	-	-	-
Grand Total (A)+(B)+(C)	2,00,41,499.00	100.00%	2,31,94,199	100.00%

2. Proposed time within which the preferential issue of Warrant shall be completed:

The Company shall complete the allotment of the Warrant (Equity Convertible Warrants) within a period of 15 (fifteen) days from the later of:

- i. Date of allotment of Equity Warrants respectively; or
- ii. Receipt of last of the approval/permission required for such allotment from any regulatory authority or the Central Government (including but not limited to the approval of the Stock Exchanges for issuance of the Equity Shares to the Proposed Allottees).

Sr. No.	Name of the proposed Allottee	The natural persons who are ultimate beneficial owner	Category (Promoter/Non Promoter)	Pre-Issue		Number of Shares proposed to be allotted	Post-Issue	
				No. of Shares	Percentage holding (%)		No. of Shares	Percentage holding (%)
1.	Ravindra Hegde	Individual	Promoter	65,25,278	32.56%	5,48,700	72,25,278	31.15%
2.	Santan Investment Advisory	Mallinath Maddineni	Non-Promoter	2,75,900	1.38%	3,00,700	5,76,600	2.49%
3.	Sujata Hegde	Individual	Promoter	10,47,800	5.23%	2,32,500	12,80,300	5.52%
4.	Kenil Sanghvi	Individual	Non-Promoter	1,05,400	0.53%	1,48,800	2,54,200	1.10%
5.	Pragna Sanghvi	Individual	Non-Promoter	52,700	0.26%	1,48,800	2,01,500	0.87%
6.	Saurav Hegde	Individual	Promoter	6,303	0.03%	77,500	83,803	0.36%
7.	Asha Bai	Individual	Non-Promoter	0	0.00%	49,600	49,600	0.21%
8.	Bhagyashree Bengani	Individual	Non-Promoter	0	0.00%	49,600	49,600	0.21%
9.	Dharmasa Katwa Ganpathi	Individual	Non-Promoter	0	0.00%	49,600	49,600	0.21%
10.	Poona Ramji Bhikaram Bhati	Individual	Non-Promoter	0	0.00%	49,600	49,600	0.21%
11.	Pradeep	Individual	Non-Promoter	0	0.00%	49,600	49,600	0.21%
12.	Prakash M	Individual	Non-Promoter	0	0.00%	49,600	49,600	0.21%
13.	Rohan Agrawal	Individual	Non-Promoter	0	0.00%	49,600	49,600	0.21%
14.	Sandeep Rathod	Individual	Non-Promoter	68,200	0.34%	49,600	1,17,800	0.51%
15.	Shanil Pradip Jain	Individual	Non-Promoter	0	0.00%	49,600	49,600	0.21%
16.	Vikram Kumar	Individual	Non-	0	0.00%	49,600	49,600	0.21%

			Promoter					
17.	Bhavesh Tanna	Individual	Non-Promoter	0	0.00%	46,500	46,500	0.20%
18.	Gayatri Babulal Agrawal	Individual	Non-Promoter	0	0.00%	46,500	46,500	0.20%
19.	K A Parikh (HUF)	Kaushik Parikh	Non-Promoter	0	0.00%	46,500	46,500	0.20%
20.	Lenus Finvest Pvt Ltd	Siddhant and Kabra Lalita Kabra	Non-Promoter	0	0.00%	46,500	46,500	0.20%
21.	Ritesh Rathi	Individual	Non-Promoter	0	0.00%	46,500	46,500	0.20%
22.	Vandana Gattani	Individual	Non-Promoter	0	0.00%	46,500	46,500	0.20%

**BY ORDER OF THE BOARD OF DIRECTORS
FOR KHFM HOSPITALITY AND FACILITY
MANAGEMENT SERVICES LIMITED**

**Sd/-
RAVINDRA M HEGDE
MANAGING DIRECTOR
DIN: 01821002**

**DATE: MARCH 04, 2024
PLACE: MUMBAI**

Notes:

1. The relevant Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 ('Act') read with Section 110 of the Act and Rule 22 of the Companies (Management and Administration) Rules, 2014 ('Rules'), each as amended, setting out the material facts relating to the aforesaid Resolutions and the reasons thereof is annexed hereto and forms part of this Notice.
2. The voting rights of member(s) shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date i.e. Monday, 11th March, 2024. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. Monday, 11th March, 2024 only shall be entitled to avail the facility of remote e-voting. A person who is not member as on the cut-off date should treat this notice for information purpose only.
3. All documents referred to in the accompanying Notice shall be open for inspection by the Members by writing an e-mail to the Company cs@khfm.in.
4. This addendum to the Notice of EGM is available on the website of the Company at www.khfm.in, website of the Stock Exchange at www.nseindia.com and website of NSDL at www.evoting.nsdl.com.
5. All the processes, notes and instructions relating to attending EGM through VC/OAVM and e-voting set out for and applicable for the ensuing EGM shall mutatis-mutandis apply to attending EGM through VC/OAVM and e-voting for the resolution proposed in this Addendum to the Notice of EGM. Furthermore, the Scrutinizers appointed for the ensuing EGM will act as Scrutinizers for the Resolution(s) proposed in this Addendum to the Notice of EGM.