

TENDER FORM FOR ELIGIBLE SHAREHOLDERS

FORM OF ACCEPTANCE CUM ACKNOWLEDGEMENT (FOR EQUITY SHAREHOLDERS HOLDING EQUITY SHARES IN DEMAT FORM)

Bid Number:
Date:

BUYBACK OPENS ON:		Thursday, February 29, 2024	
BUYBACK CLOSES ON:		Wednesday, February 06, 2024	
For Registrar / Collection Centre Use			
Centre Code	Inward No.	Date	Stamp

Status: Please tick appropriate box		
Individual	Foreign Institutional Investors	Insurance Company
Foreign Company	Non Resident Indian / OCB	FVCI
Body Corporate	Bank / Financial Institution	Pension / Provident Fund
Venture Capital Fund	Proprietorship firm / LLP	Others (specify)

To
The Board of Directors
Kaveri Seed Company Limited
513-B, 5th Floor, Minerva
ComplexSD Road,
Secunderabad – 500003

Dear Sir/Madam,

Ref: Letter of Offer dated February 26, 2024 for Buyback of upto 44,82,758 (Forty Four Lakhs Eighty Two Thousand Seven Hundred Fifty Eight) Equity shares of kaveri seed company Limited (the "Company") at a price of Rs. 725/- (Rupees Seven Hundred and Twenty Five Only) per Equity Share payable in cash.

- I/We (having read and understood the Letter of Offer dated February 26, 2024) hereby tender/offer my/our Equity Shares in response to the Buyback Offer on the terms and conditions set out below and in the Letter of Offer.
- I/We authorize the Company to buyback the Equity Shares offered (as mentioned below) and to issue instruction to Registrar to the Buyback Offer i.e., Bigshare Services Private Limited to extinguish the Equity Shares.
- I/We hereby affirm that the Equity Shares comprised in this Tender Offer are offered for the Buyback by me/ us free from all liens, equitable interest, charges and encumbrance.
- I/We declare that there are no restraints / injunctions or other order of any nature which limits / restricts in any manner my / our right to tender equity shares for the Buyback and that I / we am / are legally entitled to tender the Equity Shares for the Buyback.
- I/We agree that the Company will pay the Buyback Offer Price only after due verification of the validity of the documents and that the consideration will be paid as per secondary market mechanism.
- I/We agree that we will have to ensure to keep the DP Account active and unblocked to receive credit in case of return of Equity Shares due to rejection or dueto prorated Buyback decided by the Company. Further, I / We will have to ensure to keep the bank account attached with the DP account active and updated to receive credit remittance due to acceptance of Buyback of shares by the Company.
- I/We undertake to return to the Company any Buyback consideration that may be wrongfully received by me/us.
- I/ We acknowledge that the responsibility to discharge the tax due on any gains arising on buyback is on me / us. I / We agree to compute appropriate gains on this transaction and immediately pay applicable taxes in India and file tax return in consultation with our custodians/ authorized dealers/ tax advisors appropriately.
- I/ We undertake to indemnify the Company if any tax demand is raised on the Company on account of gains arising to me / us on buyback of shares. I / We also undertake to provide the Company, the relevant details in respect of the taxability / non-taxability of the proceeds arising on buyback of shares by the Company, copy of tax return filed in India, evidence of the tax paid etc., whenever called for.
- I/We undertake to execute any further documents and give any further assurances that may be required or expedient to give effect to my / our tender / offer and agree to abide by any decision that may be taken by the Company to effect the Buyback in accordance with the Companies Act, 2013 and the SEBI Buyback Regulations.
- Applicable for all Non-Resident Shareholders: I/We, being a Non-Resident Shareholder, agree to obtain and submit all necessary approvals, if any and to the extent required from the concerned authorities including approvals from the RBI under FEMA and any other the rules and regulations, for tendering Equity Shares in the Buyback, and also undertake to comply with the reporting requirements, if applicable, and any other rules, regulations and guidelines, in regard to remittance of funds outside India.
- Details of Equity Shares held and offered/tendered for the Buyback:

Particulars	In Figures	In Words
Number of Equity shares held as on Record Date (Friday, February 23, 2024)		
Number of equity shares Entitled for buyback (Buyback entitlement)		
Number of Equity shares offered for the Buyback		

Note: An Equity Shareholder may tender Equity Shares over and above his/her/its Buyback entitlement, Number of Equity Shares validly tendered by any Eligible Person upto Buyback Entitlement of such eligible person shall be accepted to the full extent. The Equity Shares tendered by any Equity Shareholder over and above the Buyback entitlement of such Equity Shareholder shall be accepted in accordance with Paragraph 22 (Procedure for Tender Offer and Settlement) of the Letter of Offer. Equity shares tendered by any Equity shareholders over and above the number of Equity Shares held by such Equity Shareholder as on the Record Date shall not be considered for the purpose of Acceptance.

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ACKNOWLEDGMENT SLIP: **KAVERI SEED COMPANY LIMITED BUYBACK OFFER 2024**
(To be filled by the Eligible Shareholder) (Subject to verification)

DP ID

Client ID

Received From Mr./Ms./M/s.

Form of Acceptance-cum-acknowledgement, Original TRS along with:

No. of Equity Shares offered for Buyback (in figures)
Please quote Client ID No. & DP ID No. for all future correspondence

(in words)
Stamp of Shareholder Broker

13) Details of account with Depository Participant (DP):

Name of the Depository (tick whichever is applicable)	<input type="checkbox"/> NSDL <input type="checkbox"/> CDSL
Name of the Depository Participant	
DP ID No.	
Client ID with the DP	

14) Equity Shareholders Details:

Particulars	Sole/First Equity Shareholder	Joint Equity Shareholder1	Joint Equity Shareholder2	Joint Equity Shareholder3
Name in Full				
Signature*				
PAN				
Address of the Sole/First Shareholder				
Telephone No/E-mail ID				

* Non-Individual Shareholders must affix rubber stamp and sign under valid authority. The relevant authorization should be enclosed with the application form submitted.

- 15) **Applicable for all Non-resident shareholders:** I/We, being a Non-Resident Shareholder, agree to obtain and submit all necessary approvals, if any and to the extent required from the concerned authorities including approvals from the Reserve Bank of India ("RBI") under Foreign Exchange Management Act, 1999 (the "FEMA Regulations") and the rules and regulations framed there under, for tendering equity shares in the Buyback, and also undertake to comply with the reporting requirements, if applicable, under the FEMA Regulations and any other rules, regulations and guidelines, in regard to remittance of funds outside India / We undertake to return to the Company any consideration in respect of the Buyback that may be wrongfully received by me / us.

This Tender Form has to be read with the Letter of Offer and is subject to the terms and conditions mentioned in the Letter of Offer and this Tender Form.

INSTRUCTIONS

- This Buyback Offer will open on Thursday, February 29, 2024 and close on Wednesday, March 06, 2024.
- This Tender Form has to be read along with the Letter of Offer and is subject to terms and conditions mentioned in the Letter of Offer and this Tender Form.
- In case of Eligible Shareholders holding and tendering Equity Shares in demat form, submission of Tender Form and TRS is not required, Eligible Shareholders who desire to tender their Equity Shares in the dematerialized form under the Buyback would have to do so through their respective Shareholder Broker by indicating the details of Equity Shares they intend to tender under the Buyback. For Further details, please refer to paragraph 22 (Procedure for Tender Offer and Settlement) of the Letter of Offer.
- The Equity Shares tendered in the Buyback shall be rejected if (i) the Shareholder is not an Eligible Shareholder of the Company as on the Record Date; or (ii) if there is a name mismatch in the demat account of the Shareholder / Folio No. and PAN; or (iii) in case of receipt of the completed Tender Form and other documents but non-receipt of Equity Shares in special account of the Clearing Corporation; or (iv) a non-receipt of valid bid in the exchange bidding system.
- The Eligible Shareholders will have to ensure that they keep the DP Account active and unblocked to receive credit in case of return of Equity shares due to rejection or due to the Buyback being on a proportionate basis in terms of the ratio of Buyback, in accordance with SEBI Buyback Regulations.
- In case of non-receipt of the Letter of Offer, Eligible Shareholders holding equity shares may participate in the Buyback by providing their application in plain paper in writing signed by all Eligible Shareholders (in case of joint holding), stating name and address of the Eligible Shareholders, number of equity shares held as on the Record Date, Client ID number, DP name, DP ID, beneficiary account number and number of Equity Shares tendered for Buyback.
- Eligible Shareholders to whom the Buyback offer is made are free to tender Equity Shares to the extent of their Buyback Entitlement in whole or part in excess of their Buyback Entitlement, but not exceeding their holding as on the Record Date.
- All documents sent by Eligible Shareholders will be at their own risk. Eligible Shareholders of the Company are advised to safeguard adequately their interests in this regard.
- By agreeing to participate in the Buyback, the Non-Resident Shareholders give the Company the authority to make, sign, execute, deliver, acknowledge and perform all applications to file regulatory reporting, if required, and undertake to provide assistance to the Company for such regulatory reporting, if required by the Company.

All capitalised items not defined herein shall have the meaning ascribed to them in the Letter of Offer.

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ALL FUTURE CORRESPONDENCE IN CONNECTION WITH THIS BUYBACK, IF ANY, SHOULD BE ADDRESSED TO REGISTRAR TO THE BUYBACK

OFFER AT THE FOLLOWING ADDRESS QUOTING YOUR CLIENT ID AND DP ID:

Investor Service Centre:
Kaveri Seed Company Limited Buyback Offer 2024
Bigshare Services Private Limited
Office No S6-2, 6th Floor, Pinnacle Business Park,
Next to Ahura Centre, Mahakali Caves Road,
Andheri (East) Mumbai – 400093, India
Tel: +91 22 6263 8200; **Facsimile:** +91 22 6263 8299
Email: buybackoffer@bigshareonline.com
Investor grievance email: investor@bigshareonline.com
Contact Person: Mr. Jibu John
Website: www.bigshareonline.com
SEBI Registration Number: INR000001385