

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 40th (Fortieth) Annual General Meeting of the Members of KKALPANA INDUSTRIES (INDIA) LIMITED will be held on Tuesday, the 23rd day of September, 2025, at 11:30 a.m. (I.S.T.) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"), to transact the following businesses :

ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2025 and the Statement of Profit & Loss Account and Cash Flow Statement for the year ended as on that date and the Board's Report and Report of the Statutory Auditors thereon.
2. To appoint a Director in place of Dr. Pranab Ranjan Mukherjee (DIN: 00240758), who retires by rotation and being eligible, offers himself for reappointment.

SPECIAL BUSINESS :

3. **Approval of the Remuneration payable to the Cost Auditors of the Company for the Financial Year ended 31st March, 2026**

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

"RESOLVED THAT pursuant to provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company hereby ratifies the remuneration of Rs. 20000/- plus taxes, as applicable, and out of pocket expenses incurred in connection with the Cost Audit, payable to M/s. D. Sabyasachi & Co (Firm Registration No. 000369), Practicing Cost Accountant, who are appointed as Cost Auditors of the Company, based on the recommendations by the Audit Committee and also approval by the Board of Directors of the Company, at its respective meeting held on 16th May, 2025, to conduct Audit of the cost records of the Company for the financial year ending 31st March, 2026.

FURTHER RESOLVED THAT the Board of Directors of the Company, be and is hereby authorized to do all such acts, things, deeds and matters which are connected therewith or incidental thereto and take all necessary steps, as may be necessary, proper or expedient, to give effect to this resolution."

4. **To appoint Mr. Ashok Kumar Daga (FCS-2699, COP-2948), as the Secretarial Auditor of the Company and to fix his remuneration.**

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 204 of the Companies Act, 2013 ("the Act") and other applicable provisions if any of the Act read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ("Rules") and such other rules, as may be applicable (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force) and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("SEBI Listing Regulations") including any amendment thereto for the time being in force and based on the recommendations by the Audit Committee and also approval by the Board of Directors of the Company, at its respective meeting held on 16th May, 2025, Mr. Ashok Kumar Daga (FCS-2699, COP-2948), Practicing Company Secretary, being eligible and willing to act as Secretarial Auditor of the Company and having furnished his consent letter and eligibility certificate pursuant to Regulation 24A of the SEBI Listing

Regulations, be and is hereby appointed as the Secretarial Auditor of the Company, to conduct Secretarial Audit and Annual Secretarial Audit, for a term of 5 consecutive years commencing from financial year 2025-26, at a remuneration of Rs. 45000/- (Rupees Forty Five Thousand only) plus taxes, as applicable, and reimbursement of actual, travel and out of pocket expenses incurred in connection with the audit for the financial year 2025-26 and at such remuneration, as may be decided by the Board of Directors in consultation with the Secretarial Auditor and being mutually agreed upon plus taxes as applicable and in addition to reimbursement of actual, travel and out of pocket expenses incurred incidental to their functions for the remaining period of his appointment.

FURTHER RESOLVED THAT the Board of Directors of the Company, be and is hereby authorized to do all such acts, things, deeds and matters which are connected therewith or incidental thereto and take all necessary steps, as may be necessary, proper or expedient, to give effect to this resolution including filing of requisite E-Forms with the Registrar of Companies, West Bengal and signing of appointment/ intimation letters, if any."

Registered Office

Bhasa, No. 14
P. O. & P. S. Bishnupur,
Diamond Harbour Road,
South 24 Paraganas – 743 503

**By Order of the Board of Directors
For Kkalpana Industries (India) Limited**

Date : 16th Day of May, 2025
Place : Kolkata

Swati Bhansali (ACS- 52755)
Company Secretary

Notes :

1. **The Ministry of Corporate Affairs (“MCA”) has, vide its General Circular No. 20/2020 dated 5th May, 2020 and 09/2024 dated 19th September, 2024 (collectively referred to as “MCA Circulars”), and Securities and Exchange Board of India (“SEBI”) vide its Circular No. SEBI/HO/CFD/CMD1/CIRP/2020/79 dated 12th May, 2020 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 (collectively referred to as “SEBI Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without the physical presence of the Members at a common venue till 30th September, 2025. In compliance with the provisions of the Companies Act, 2013 (“the Act”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), SEBI Circulars and MCA Circulars, the 40th AGM of the Company will be conducted through VC / OAVM on Tuesday, the 23rd day of September, 2025, at 11:30 a.m. (IST). The deemed venue for the 40th AGM will be the registered office of the Company at Bhasa, No. 14, P.O. & P.S. Bishnupur, Diamond Harbour Road, South 24 Parganas - 743503, West Bengal.**

2. **Pursuant to the provisions of Companies Act, 2013, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and the proxy need not to be a member of the Company.**

However, since the AGM is being held through VC/ OAVM, pursuant to the MCA circulars and SEBI circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxy/(ies) by the members to attend and cast vote for the members will not be available for this AGM and hence the proxy form and attendance slip are not annexed to this notice.

3. Institutional/ Corporate Members (i.e. other than Individuals/ HUF/ NRI etc.) intending to authorize its representatives to attend the meeting through VC/ OAVM and/ or to vote thereat through E-Voting/ Remote E-Voting, on its behalf, are required to send a certified copy of the Board/ its Governing Body’s Resolution/ Authorization (scanned copy in .pdf/ .jpg format only), pursuant to Section 113 of the Companies Act, 2013, or upload it on the e-voting portal. The said Resolution/ Authorisation may be sent by E-mail through the registered email address to the Scrutinizer, Mr. Ashok Kumar Daga at daga.ashok@gmail.com or to the Company’s email ids kolkata@kkalpana.co.in and companysecretary@kkalpana.co.in.

4. The attendance of the Members attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. The Company has availed the services of National Securities Depository Limited’s (“NSDL”) for providing facilities to enable conducting the AGM through VC/OAVM. Members may note that NSDL may use third party service provider for providing participation of the members through VC/OAVM facility.

6. 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 Notes of the Notice of 40th AGM.

7. The facility of participation at the AGM through VC/ OAVM will be made available to 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, Stakeholders Relationship Committee and Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis. The members will be able to view the proceedings on the NSDL E-voting Website at www.evoting.nsdl.com. The link for viewing one-way live webcast of the AGM will be made available on the company’s website at www.kkalpanagroup.com.

8. The Statement, pursuant to Section 102 of the Act, setting out material facts concerning the special business under Item Numbers 3 and 4 of the Notice of 40th AGM is annexed hereto. The recommendation of the Board of

Directors of the Company (the "Board") in terms of Regulation 17(11) of the Listing Regulations for each item of special business, which are considered unavoidable by the Board, is also provided in the said statement.

The relevant details, pursuant to Regulation 36(3) of Listing Regulations and Secretarial Standards on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India ("ICSI"), as revised and applicable, in respect of Director seeking re-appointment at this AGM, is also annexed. Requisite declarations have been received from the Director seeking appointment/re-appointment.

9. Register of Directors and Key Managerial Personnel of the Company and their respective shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which the Directors are interested, maintained under Section 189 of the Act will be available for inspection, in electronic mode, by the members at the AGM.
10. All documents referred to in the Notice convening the 40th AGM and 0related Statement pursuant to Section 102 of the Act and annexures thereto (Collectively referred to as "Notice") will also be available for inspection, only in electronic mode, by the members from the date of circulation of the Notice upto the date of AGM i.e. 23rd September, 2025. Members seeking to inspect such documents can send an e-mail to the Company Secretary, at companysecretary@kkalpana.co.in.
11. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended, MCA Circulars, SEBI Circular and SS-2 issued by the ICSI, the Company is pleased to provide to its members, facility to exercise their right to vote on all resolutions set forth in the Notice convening the 40th AGM, electronically, through electronic voting (e-voting) services (both Remote E-Voting and E-Voting at AGM) facilitated by the NSDL and all items of the business may be transacted through remote e- voting (facility to cast vote from a place other than the venue of the AGM)/ E- Voting (facility to cast vote electronically at AGM) services provided by NSDL and other information relating to remote e-voting/ e-voting are given in the notice under note no. 28. It may be noted that the facility for E-voting at AGM shall be available for members who do not cast their vote through Remote E-Voting. Members who have cast their vote through Remote E-Voting may attend the AGM through VC/ OAVM but shall not be entitled to cast their votes at the Meeting once again.

The Company has not arranged for physical voting through ballot papers, pursuant to MCA Circulars and SEBI Circulars, since the meeting is being held through VC/ OAVM.
12. Voting rights will be reckoned on the paid-up value of shares registered in the name of the Members as on Tuesday, 16th September, 2025 (cut-off date). Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes by remote e-voting/ e-voting during the AGM.
13. In case of joint holders, only such joint holders who are higher in order of names, will be entitled to vote at the meeting.
14. In accordance with the provisions of section 91 of the Act, the Register of Members and the Share Transfer Books of the Company will remain closed from Wednesday, 17th September, 2025 to Tuesday, 23rd September, 2025 (both days inclusive).
15. In compliance with Section 101 and Section 136 of the Act read with Rule 18 of Companies (Management and Administration) Rules, 2014 and Rule 11 of Companies (Accounts) Rules, 2014 and other applicable provisions of the Act with relevant rules made thereunder, MCA Circulars and SEBI Circulars, companies can serve Notice of AGM including details and instructions for remote e-voting/ e-voting and the Annual Report for the FY 2024-25 of the Company consisting of Financial Statements including Auditors' Report, Board's Report and related

Annexures attached therewith (Collectively referred to as “Annual Report 2024-25” or “Annual Report”) are being sent only through electronic mode to those members whose e-mail addresses are registered with the Registrar and Share Transfer Agents (“RTA”)/ Company/ Depository Participants (“DP”) and no physical copy of said documents are being sent to any member unless any member has requested for the same, in writing, in advance. Members who have not registered their e-mail addresses may now register the same. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members may note that the option to request a hard copy of the Annual Report 2024-25, however, to support the Green Initiative we request the members to consider receiving the same electronically. In case any member is desirous of obtaining hard copy of the Annual Report 2024-25 and Notice of the 40th AGM of the Company, he/she/it may send request to the Company’s email address companysecretary@kkalpana.co.in / kolkata@kkalpana.co.in mentioning their DP ID and Client ID (“Demat details”). Notice and the Annual Report are also uploaded on the Company’s website at www.kkalpanagroup.com and may be accessed by the members. The said documents will also be available on the website of the Stock Exchanges i.e. BSE Limited and The Calcutta Stock Exchange Limited at www.bseindia.com and www.cse-india.com respectively, and also on the website of NSDL at www.evoting.nsdl.com.

Additionally, as per Regulation 36(1)(b) of the Listing Regulations a letter providing the weblink of the Annual Report for FY 2024-25, will be sent to those shareholder(s) who have not registered their email address with the Company/ Depositories/ DP/ RTA.

16. Members holding shares in de-mat form, are requested to intimate any change in their address and/ or bank mandate to their DPs. The Company cannot act on any request received directly from members holding shares in de-mat form, for any change in their particulars.

Members, holding shares in physical mode are requested to notify the change in their name/ address/ mandate/ bank account/ nominations/ e-mail address/ contact/ Power of Attorney etc. to the RTA, CB Management Services (P) Limited, Rasoi Court, 5th Floor, 20, Sir R N Mukherjee Road, Kolkata – 700 001.

17. Members are requested to address all correspondences, to the RTA, as mentioned above.
18. SEBI has through relevant circulars issued in this regard, mandated furnishing of Permanent Account Number (PAN), KYC details (i.e., Postal Address with pin code, email id, mobile number, bank account details) and choice of nomination details by members holding securities in physical form. In view of the same, concerned shareholders are requested to furnish the requisite documents/ information to the RTA at the earliest. Any service requests or complaints received from the members, will not be processed by RTA till the aforesaid details/ documents are provided to RTA. Relevant details and forms prescribed by SEBI in this regard are available on the website of the Company at <https://www.kkalpanagroup.com/investor-relations/>.

Members may also note that all holders of physical securities in listed entities are required to update PAN, Address, Email ID, Bank account details (KYC details) and Nomination details of shareholders, who have not updated the same, with RTA. In case of any query / assistance, Members are requested to contact the Company’s RTA. Further, Members holding shares in dematerialized form, shareholders can contact their respective Depository Participant(s) to update their PAN and KYC (i.e. Postal Address with pin code, email address, mobile number, bank account details). Henceforth, RTA i.e. CB Management Services (P) Limited will attend to all service requests of the shareholders with respect to transmission, payment of dividend, etc.

19. As per the provisions of Section 72 of the Act read with the rules made thereunder and in terms of SEBI Circulars, the facility for making nominations is available for the Members in respect of the shares held by them. Investors

are advised to avail of this facility to avoid any complication in the process of transmission, in case of death of the holders. Where more than one person holds the securities of a company jointly, the joint holders may together nominate, in the prescribed manner, any person to whom all the rights in the securities shall vest in the event of death of all the joint holders.

Shareholders holding shares in physical form may avail the facility by sending a nomination in the prescribed Form to the RTA. Further, if shares are held in dematerialized form, shareholders can contact their respective Depository Participant(s) to update their nomination details as per the formats prescribed by them. The said form is available on the Company's website at <https://www.kkalpanagroup.com/investor-relations/>.

20. Members may note that as per SEBI Circular No. SEBI/HO / MIRSD/POD-1/P/CIR /2 024 / 81 dated 10th June, 2024 read with SEBI Circular No. SEBI/HO/MIRSD/RTAMB/CIR/P/2021/601 dated 23rd July, 2021, SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/23 dated 24th February, 2022 and SEBI/HO/MIRSD/POD-1/P/CIR/2023/193 dated 27th December, 2023 extended timeline for demat account holders for providing choice of nomination details upto 30th June, 2024. On or after 1st October, 2024, in case any of the above cited documents/ details are not available in the Demat account(s), in terms of SEBI circulars, the trading account(s) shall be frozen for trading and demat account shall be frozen for debits. Members holding shares in electronic form, may obtain Nomination forms from their respective DP.

Members may also note that all holders of physical securities in listed entities are required to update PAN, Address, Email ID, Bank account details (KYC details) and Nomination details of shareholders, who have not updated the same, with RTA. Henceforth, RTA will attend to all service requests of the shareholders with respect to transmission, dividend, etc. The payment of dividends of such folios, only through electronic mode with effect from 1st April, 2024 upon completion/submission of the requisite documents/ details in entirety.

21. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January, 2022 has mandated listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/ splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Further, SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/65 dated 18th May, 2022 has simplified the procedure and standardized the format of documents for transmission of securities and its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/70 dated 25th May, 2022 has simplified the procedure and standardized the format of documents for issuance of duplicate share certificates. Accordingly, members are requested to make service requests by submitting a duly filled and signed requisite relevant forms. Relevant details and forms prescribed by SEBI in this regard are available on the website of the Company at <https://www.kkalpanagroup.com/investor-relations/> and also on the website of the CB Management Services (P) Limited and members are requested to make service requests by submitting duly filled and signed forms. It may be noted that any service request can be processed only if the folio is KYC Compliant.

The Company / RTA shall verify and process the investor service requests and thereafter issue a Letter of Confirmation ("LOC") in lieu of physical share certificate(s). The LOC shall be valid for a period of one hundred and twenty days from the date of issuance within which the shareholder/ claimant shall make a request to the DP for dematerialising the said shares. In case, the demat request is not submitted within the aforesaid period, the shares shall be credited to the Company's Escrow Demat Account.

22. SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March, 2023, effective from 1st April, 2023, had prescribed the common and simplified norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination. Accordingly, members are required to make service

requests by submitting duly filled and signed forms as specified in captioned circulars. Relevant details and forms prescribed by SEBI in this regard are available on the website of the Company at <https://www.kkalpanagroup.com/investor-relations/> and also on the website of the CB Management Services (P) Limited and members are requested to make service requests by submitting duly filled and signed forms. It may be noted that any service request can be processed only if the folio is KYC Compliant.

23. Dividend for the financial year ended 31st March, 2018, which remains unpaid or unclaimed for a period of seven years, will be due for transfer to Investors' Education and Protection Fund ("IEPF") on 2nd November, 2025, pursuant to the provisions of Section 125 of the Companies Act, 2013. In respect of the said dividend, it will not be possible to entertain claims received by the Company after 4th October, 2025.

Members, who are yet to encash their dividend warrants for the financial year 2017-18 or any subsequent financial year(s), are requested to correspond/ lodge their claims with the Company's RTA without delay. The details of dividend unclaimed by the members for the past years which have not yet been transferred to the Central Government are readily available for view by the members on the website of the Company (www.kkalpanagroup.com), as also on the website of the Ministry of Corporate Affairs through www.mca.gov.in. Further, the members are advised to glance through the database and lodge their claim for dividend, which has remained unclaimed, with the Company's RTA.





The Ministry of Corporate Affairs has notified provisions relating to unpaid / unclaimed dividend under Sections 124 and 125 of Companies, Act, 2013 and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules") (including amendments from time to time). As per these, members are requested to note that dividends that are not encashed/ claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will as per Section 124 of the Act, be transferred to IEPF. Shares on which dividend remains unpaid/ unclaimed for seven consecutive years will be transferred to demat account of IEPF Authority as per section 124 of the Act, and applicable rules, notifications, if any (as amended from time to time). Hence the Company urges all the shareholders to encash/claim their respective dividend during the prescribed period. The details of those Members who have not claimed dividend for a consecutive period of seven years or more and the relevant details of shares due to be transferred to the IEPF Authority, is available on Company's website at www.kkalpanagroup.com.

The unclaimed dividend and the unclaimed shares, after being transferred to IEPF Authority can be claimed back from the IEPF Authority by filing the web-based e-Form IEPF-5 online. The said form is available on MCA's website www.iepf.gov.in. Mrs. Swati Bhansali, Company Secretary and Compliance Officer, is the Nodal Officer of the Company for the purpose of verifying such claims. It was further clarified that if any dividend is paid or claimed for any year during said period of seven consecutive years, the shares shall not be transferred to IEPF.

24. In accordance with the aforesaid IEPF Rules, the Company will send notice to all shareholders whose shares are due to be transferred to the IEPF Authority and also publish newspaper advertisement, in this regard. The said details will also be made available on the website of the Company at www.kkalpanagroup.com/investor-relations/news. Intimation in regard to newspaper publication will also be submitted to the stock exchanges and be available at the website of BSE Limited at www.bseindia.com and that of The Calcutta Stock Exchange Limited at www.cse-india.com. The Company is required to transfer all shares, as above, to demat account of the IEPF Authority, in accordance with IEPF Rules as and when notified.
25. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the RTA/ Company, the details of such folios together with the share certificates for consolidating their holding in one folio. Consolidated shares will be issued to such member after making requisite changes.

26. SEBI vide its Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20th April, 2018 has mandated that for making dividend payments, companies whose securities are listed on the stock exchanges shall use electronic clearing services (local, regional or national), direct credit, real time gross settlement, national electronic funds transfer etc. The Company and its RTA are required to seek relevant bank details of members from depositories/ investors for making payment of dividends in electronic mode. Further, pursuant to MCA General Circular 20/2020 dated 5th May, 2020, companies are directed to credit the dividend of the members directly to the bank accounts of the members using Electronic Clearing Service. Accordingly, members are requested to provide or update (as the case may be) their bank details with the respective DP for the shares held in dematerialized form and with the RTA in respect of shares held in physical form. In case of non-availability or non-updation of bank account details of the shareholders, the Company shall ensure payment of dividend to such member vide dispatch of dividend warrant/ cheque, as the case may be.
27. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company/RTA of any change in address or demise of any member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.
28. **Instruction for E-Voting and Joining the AGM are as follows:**
- I. The remote e-voting period commences on 20th September, 2025 (9:00 a.m.) (IST) and ends on 22nd September, 2025 (5:00 p.m.) (IST). During this period only the members of the Company, holding shares either in physical form or in dematerialized form, whose names appear in the Register of Members or Register of Beneficial Owners, as on the cut-off date of 16th September, 2025, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently. The rights of members shall be proportionate to their share of the paid-up equity share capital of the company as on the cut-off date. E-voting rights cannot be exercised by a proxy, though corporate and institutional shareholders shall be entitled to vote through their authorized representatives with proof of their authorization.
 - II. Mr. Ashok Kumar Daga, Practicing Company Secretary (Membership No. FCS-2699, C.O.P No. 2948) has been appointed as the Scrutinizer to scrutinize the E-voting during the AGM and remote e-voting process in a fair and transparent manner.
 - III. The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:
Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>
Step 2 : Cast your vote electronically on NSDL e-Voting system.
Step 1: Access to NSDL e-Voting system
A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode
In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below :

Type of Shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> 1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; align-items: center; gap: 20px;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: center; align-items: center; gap: 20px; margin-top: 10px;">   </div>

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 users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 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, 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 CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 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. 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 NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL 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.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
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 toll free no. 1800 21 09911

B) Login Method for e-Voting and joining meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is :
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below :
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. if you are unable to retrieve or have not received the “Initial password” or have forgotten your password :
 - a) Click on **“Forgot User Details/Password?”**(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **“Physical User Reset Password?”** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2 : Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to daga.ashok@gmail.com or to the Company at companysecretary@kkalpana.co.in / kolkata@kkalpana.co.in with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “Upload Board Resolution / Authority Letter” displayed under “e-Voting” tab in their login. The abovementioned documents should be in the naming format “Corporate Name EVEN NO.”
2. Any person who acquires shares of the Company and becomes a member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e., on Tuesday, 16th September 2025, may obtain the login ID and password by sending a request at evoting@nsdl.com or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset your password by using “Forgot User Details/Password” or “Physical User Reset Password” option available on www.evoting.nsdl.com or call on 022-4886 7000. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending

of the Notice and holding shares as of the cut-off date i.e. on Tuesday, 16th September 2025 may follow steps mentioned in the Notice of the AGM under Step 1: "Access to NSDL e-Voting system" (Above).

3. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
4. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to Mr. Pritam Dutta, Assistant Manager at pritamd@nsdl.com / evoting@nsdl.com.
5. In case of any grievances connected to the facility for e-voting please contact Mr. Pritam Dutta, Assistant Manager, NSDL, 301, 3rd Floor, Naman Chambers, G Block, Plot No- C-32, Bandra Kurla Complex, Bandra East, Mumbai- 400051 at 022- 4886 7000 or at E-mail ID: pritamd@nsdl.com / evoting@nsdl.com. In case of grievances connected to members data please contact Ms. Ranu Dey Talukdar, CB Management Services Pvt. Ltd. (Unit- Kkalpana Industries (India) Limited), Rasoi Court, 5th Floor, 20, Sir R N Mukherjee Road, Kolkata - 700001; Email: rta@cbmsl.com/ranu.deytalukdar@cbmsl.co Tel: 033 – 6906 6200.
6. You can also update your mobile no. and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

IV. Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of email ids for e-voting for the resolutions set out in this notice :

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by e-mail to companysecretary@kkalpana.co.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to companysecretary@kkalpana.co.in. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step **1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

V. The instructions for members for e-voting on the day of the AGM 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 Members / shareholders, who will be 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 in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

VI. **Instructions for members for attending the AGM through VC/ OAVM are as under :**

1. Member will be provided with a facility to attend the AGM through VC/ OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/ OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/ OAVM link placed under **Join General Meeting menu**. The link for VC/ OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Facility of joining the AGM through VC/ OAVM shall open 15 minutes before the time scheduled for the AGM and will be available for Members on first come first served basis. Members who need assistance before or during the AGM, can contact NSDL or contact Mr. Pritam Dutta, Assistant Manager, at telephone no. 022 - 4886 7000 or at E-mail ID: pritamd@nsdl.com / evoting@nsdl.com.
3. Members are encouraged to join the Meeting through Laptops for better experience.
4. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
5. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
6. Shareholders who would like to express their views/ask questions as a speaker at the Meeting may register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at kolkata@kkalpana.co.in / companysecretary@kkalpana.co.in at least 10 days before the meeting, and as such send their request from their registered e-mail id, mentioning their name, de-mat account number/ folio number, email id, mobile number at kolkata@kkalpana.co.in / companysecretary@kkalpana.co.in.
7. Shareholders (including those shareholders who would like to register themselves as speakers at AGM) who would like to seek some clarification on the accounts or other reports may send their questions at least 10 days before meeting, mentioning their name de-mat account number/folio number, email id, mobile number at kolkata@kkalpana.co.in / companysecretary@kkalpana.co.in, so that the same will be replied by the company suitably
8. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, e-mail id, mobile number at kolkata@kkalpana.co.in / companysecretary@kkalpana.co.in. The same will be replied by the company suitably.
9. When a pre-registered speaker is invited to speak at the meeting, but he/ she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good internet speed.
10. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.
11. Members who need assistance before or during the AGM, can contact Mr. Pritam Dutta, Assistant Manager, NSDL at pritamd@nsdl.com / evoting@nsdl.com. or call 022-4886 7000.

Other Instructions :

- 1 The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast during the AGM and thereafter unblock the votes cast through remote e-voting and shall not later than 2 working days of conclusion of AGM, submit a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
 - 2 The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.kkalpanagroup.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to concerned stock exchanges where the company's shares are listed.
29. The Resolutions shall be deemed to be passed on the date of Annual General Meeting, subject to receipt of sufficient votes.
30. Since the AGM will be held through VC/ OAVM, the route map is not annexed to this Notice.
31. We urge members to support our commitment to environment protection by choosing to receive their shareholding communication through email. You can do this by updating your email address with your DPs (in case of demat holdings) or with the RTA (in case of physical holdings).

DETAILS OF DIRECTORS SEEKING APPOINTMENT / REAPPOINTMENT AT THE 40TH ANNUAL GENERAL MEETING

(In Pursuance of Regulation 36(3) of SEBI Listing Regulations)

Name of Director	Dr. Pranab Ranjan Mukherjee
Director Identification Number (DIN)	00240758
Current Designation in the Company	Whole - Time Director
Date of Birth	10.10.1945
Date of Appointment on the Board	27.03.2022 (Original date of appointment) (In current designation from 27.06.2022)
Qualification	M.SC, PHD-IIT Kharagpur
Expertise	Dr. Pranab Ranjan Mukherjee aged about 80 Years, is a Gold Medalist in M.SC and has done his Ph.D from I.I.T, Kharagpur. He has five years of Academic Research Experience in the fields of Synthetic and Mechanistic Organic Chemistry. He started his career in the year 1975 at INCAB Industries Limited as General Manager (Works). He also served as Director (Operations) at Polylink Polymers India Limited and Siechem Industries, Puduchery. He received various awards in his long career. He has been associated with Kkalpana since 2009 and currently holding the position of Whole Time Director. He has over 44 years of Experience in plastic and polymers Industries. He has been associated with Kkalpana in various projects.
Directorships held in other public companies including private companies which are subsidiaries of public companies #	None
Memberships / Chairmanships of Committees across other companies in which he/she is a director	None
Memberships / Chairmanships of Committees in the company	Member in Audit Committee, Stakeholder Relationship Committee. Chairman in Corporate Social Responsibility Committee.
Shareholding in the Company	NIL
Relationship with other Directors	None

Excludes Directorships in Private Limited Companies, Foreign Companies and Government Companies
Registered Office

Bhasa, No. 14
P. O. & P. S. Bishnupur,
Diamond Harbour Road,
South 24 Paraganas – 743 503

By Order of the Board of Directors

For Kkalpana Industries (India) Limited

Date : 16th Day of May, 2025
Place : Kolkata

Swati Bhansali (ACS- 52755)
Company Secretary

STATEMENT TO THE NOTICE (REFER NOTE NO. 3 to 4)**Item No. 3**

The company is required, under provisions of Section 148 of the Companies Act, 2013 ("the Act") read with the Companies (Cost Records and Audit) Rules, 2014 ("the Rules"), as amended from time to time, to have the audit of its Cost Records conducted by a Practicing Cost Accountant or a firm of Cost Accountants. Further, in accordance with the provisions of Section 148 of the Act read with the Rules, the remuneration payable to the Cost Auditor has to be ratified by the members of the Company.

The Board of Directors of the Company, on the recommendation of the Audit Committee, at their respective meeting held on 16th May, 2025, has approved the appointment of M/s D. Sabyasachi & Co (Firm Registration No. 000369), Cost Accountants, as the Cost Auditor to conduct the audit of the cost records of the Company for the financial year 2025-26, at a remuneration of Rs. 20,000/- plus taxes, as applicable, and out of pocket expenses incurred in connection with the Cost Audit.

Accordingly, the consent of the members is sought by way of an Ordinary Resolution, as set out at Special Business under Item No. 3 of the accompanying Notice convening the Annual General Meeting, for ratification of remuneration amounting to Rs. 20,000/- plus taxes, as applicable, and out of pocket expenses, incurred in connection with the Cost Audit, payable to the Cost Auditors for the financial year ending 31st March, 2026.

The Board of Directors, accordingly, commends the ordinary resolution set out at Item No. 3 of the accompanying Notice convening the Annual General Meeting for ratification by the members.

None of the Directors or Key Managerial Personnel of the Company and their respective relatives are, in any way, concerned or interested, financially or otherwise in the resolution.

Item No. 4

In accordance with the provisions of Section 204 of the Companies Act, 2013 (the "Act") and other applicable provisions of the Act, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ("Rules") and other rules as may be applicable (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force) every listed company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, in prescribed format, to their Boards' Report.

Furthermore, pursuant to recent amendments to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("SEBI Listing Regulations"), every listed entity is required to conduct a Secretarial Audit and annex the Secretarial Audit Report issued by secretarial auditor, being a peer reviewed company secretary, to its annual report. Additionally, the listed entity must appoint an Individual/ Proprietorship as Secretarial Auditor for a maximum of one term of five consecutive years, with shareholder approval to be obtained at the Annual General Meeting.

The Board of Directors of the Company (the "Board"), on the recommendations of the Audit Committee, at its respective meetings held on 16th May, 2025, has approved the appointment of Mr. Ashok Kumar Daga (FCS-2699, COP-2948), Practicing Company Secretary, Secretarial Auditor of the Company, for a period of 5 (five) consecutive years commencing from financial year 2025-26, to conduct Secretarial Audit and Annual Secretarial Compliance Audit of the Company.

The details required to be disclosed under Regulation 36(5) of the SEBI Listing Regulations (as amended) are as under :

A. Proposed fees payable : The fixed remuneration for the year 2025-26 is set at Rs. 45,000/- (Rupees Forty Five Thousand only) plus taxes, as applicable, as also reimbursement of actual travel and out of pocket expenses incurred in connection with the audit. The proposed fees is determined based on the scope of work, team size, industry experience, and time and expertise by Mr. Daga to conduct the audit effectively.

Additional fees for statutory certifications and other professional services will be determined separately by the management, in consultation with Mr. Daga, and will be subject to approval by the Board and/or Audit Committee. The remuneration for the subsequent financial years will also be approved by the Board and/ or the Audit Committee in consultation with the Secretarial Auditor.

The remuneration paid to him for financial year 2024-25 was Rs. 35,000/- (Rupees Thirty Five Thousand only) for Secretarial Audit and Rs. 10,000/- (Rupees Ten Thousand only) for Annual Secretarial Compliance Audit. Rs. 45,000/- (Rupees Forty Five Thousand only) therefore is in consolidation of his services as Secretarial Auditor whereby the Annual Secretarial Compliance Report shall also be issued by him in accordance with the proviso of Regulation 24A of the SEBI Listing Regulations. Accordingly, there is no material change in the fee payable to Mr. Daga making the requirement to disclose such a change not applicable.

- B. Terms of appointment :** The requirement for a Secretarial Audit became applicable to the Company from previous years, during which Mr. Daga had been appointed as Secretarial Auditor. His appointment took place to the implementation of the five consecutive year requirement, as discussed above.

The terms and conditions of Mr. Daga's appointment include a tenure of 5 (five) consecutive years commencing from Financial Year 2025-26.

- C. Basis of recommendation for appointment :** Mr. Daga has provided his consent to act as the Secretarial Auditor and to also conduct the Annual Secretarial Compliance Audit of the Company and he has confirmed that the proposed appointment, if made, will be in compliance with the provisions of the Act and the SEBI Listing Regulations.

While recommending Mr. Daga for appointment, the Board and the Audit Committee evaluated various factors, including his experience as practicing company secretary, his association with other listed entities, his existing experience in the company law matters, market standing, the clientele he serves and his technical expertise. Mr. Daga was found to be well-equipped to manage the scale, diversity, and complexity associated with the Secretarial Audit and Annual Secretarial Compliance Audit of the company.

- D. Details in relation to Credentials of the Secretarial Auditor :** Mr. Daga is peer reviewed having a valid peer review certificate and Practicing Company Secretary, registered as a fellow member of the Institute of Company Secretaries of India having approximately 4 decades of experience in corporate law matters. He is a distinguished professional in the field of corporate governance and compliance, offering corporate advisory, transactional services, scrutinizer, due diligence and compliance audit services to enterprises in varied industries.

Accordingly, the consent of the members is sought by way of an Ordinary Resolution, as set out at Special Business under Item No. 4 of the accompanying Notice convening the Annual General Meeting, for appointment of Mr. Ashok Kumar Daga (FCS: 2699, COP: 2948), Practicing Company Secretary as the Secretarial Auditor of the Company.

The Board of Directors, accordingly, commends the ordinary resolution set out at Item No. 4 of the accompanying Notice convening the Annual General Meeting for approval by the members.

None of the Directors or Key Managerial Personnel of the Company, and their respective relatives are, in any way, concerned or interested, financial or otherwise in the resolution.

Registered Office

Bhasa, No. 14
P. O. & P. S. Bishnupur,
Diamond Harbour Road,
South 24 Paraganas – 743 503
West Bengal

Date : 16th Day of May, 2025
Place : Kolkata

By Order of the Board of Directors
For **Kkalpana Industries (India) Limited**

Swati Bhansali (ACS- 52755)
Company Secretary