KUNDAN
MINERALS & METALS

Date: 29th October,2025

To

The Manager – Listing	**The Secretary**
National Stock Exchange of India Limited,	**BSE Limited,**
Exchange Plaza, Bandra Kurla Complex,	**Corporate Relationship Dept.,**
Bandra (East),	**P. J. Towers, Dalal Street,**
Mumbai – 400 051	**Mumbai - 400 001.**
Symbol: KUNDANMM	**Scrip Code: 507528**

Dear Sir/Madam,

Sub.: Intimation Regarding Convening of Extra-Ordinary General Meeting on 6th November,2025

Ref.: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform that the Extraordinary General Meeting ("EGM") of the members of the Company is scheduled to be held on Thursday, 6th November ,2025 at 12:30 P.M. (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) in accordance with the relevant circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India, from time to time, to seek approval of the members on the proposal as provided in the Notice of the EGM. Please find enclosed Notice convening the EGM of members, which will be sent to the members of the Company whose e-mail address is registered with the Company / Company's Registrar and Transfer Agent, Maheshwari Datamatics Private Limited Depository Participant(s) /Depositories. The Notice of the EGM will also be available on the Company's website at www.kundanmineralsandmetals.com.

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Mr. Ansh Bhambri, Practicing Company Secretaries, has been appointed as the Scrutinizer to scrutinize the e-Voting process of the EGM in a fair and transparent manner.

Information at glance:

Particulars	Details
Time and date of EGM	12:30 P.M. IST, Thursday, 6th November,2025
Mode	Video conference and other audio-visual means
Cut-off date for determining the eligibility of shareholders for remote e-voting or voting during the general meeting	Thursday, 30th October,2025
E-voting start time and date	9:00 A.M. IST, Monday, 3rd November,2025
E-voting end time and date	5:00 P.M. IST, Wednesday, 5th November ,2025
E-voting website of NSDL	https://www.evoting.nsdl.com/

Request you to kindly take the aforesaid information on your record.

For and on behalf of

Kundan Minerals and Metals Limited

SONICA VERMA Digitally signed by SONICA VERMA Date: 2025.10.29 17:00:54 +05'30'

SONICA VERMA Digitally signed by SONICA VERMA Date: 2025.10.30 14:47:55 +05'30'

Sonica Verma
Company Secretary and Compliance Officer

KUNDAN MINERALS & METALS

KUNDAN MINERALS AND METALS LIMITED
(Formerly Known as Eastern Sugar & Industries Limited)
(CIN: L24205BR1964PLC006630)
Regd Off: PO. Hanuman Sugar Mills, Motihari, P.S.-Motihari, East Champaran, Bihar- 845401
Corporate Office: 2nd Floor, Scindia House, 3, Janpath, Connaught Place, New Delhi-110001
Tel. No.: +91-011-69955555; ***E-mail:*** ***info@kundanmineralsandmetals.com***
Website: ***www.kundanmineralsandmetals.com***

NOTICE is hereby given that the 2nd Extra-Ordinary General Meeting ("EGM") of the Members of Kundan Minerals and Metals Limited for the Financial Year 2025-2026 will be held on Thursday, November 06, 2025 at 12.30 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

ITEM NO. 1 APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY BY KUNDAN MINERALS AND METALS LIMITED

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 Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 188, if and to the extent applicable, and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Company's policy on Related Party transaction(s) as amended from time to time and pursuant to the approval of the Audit Committee and the Board of Directors of the Company, the consent of the members of the Company be and is hereby given their consent to approve the meeting at shorter notice and authorized the Board of Directors for carrying out Material and /or including the ratification of any past transactions or modification(s) of earlier arrangements/ transactions or continuing with such material contracts/arrangements/transactions (whether individual transaction or transactions taken together or series of transactions or otherwise for each nature separately), entered or proposed to be entered during the financial year 2025-26 and 2026-27 and subsequent year, in the nature of sale, purchase or supply of any goods or materials, availing or rendering of any services, jobwork which are in the Ordinary course of business and on arm's length basis between the Kundan Minerals and Metals Limited and the related parties as explained in explanatory statement and minimum industry disclosure , for an aggregate value, in a financial year, not exceeding as mentioned in explanatory statement for the financial year 2025-2026 and 2026-2027 and subsequent year being a related party of the Company within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, whether by way of continuation(s) or renewal(s) or extension(s) or modification(s) of earlier contract/arrangements/transactions or as fresh and independent transaction(s) or otherwise, and thereafter, on such terms and conditions as decided by the Board of Directors keeping in mind the best interest of the company and agreed by the related party more particularly enumerated in the Explanatory statement annexed to this Notice as mentioned hereunder.

RESOLVED FURTHER THAT the Executive Directors and/or the Company Secretary and /or Chief Financial officer of the Company, be and are hereby severally authorised to do all such acts, deeds, matters and things; to finalize or vary the terms and conditions of the transactions with the aforesaid party; and to execute or authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary, proper and/or expedient for giving effect to this resolution."

ITEM NO. 2 APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY BY KUNDAN CONCENTRATES PRIVATE LIMITED (WHOLLY OWNED SUBSIDIARY)

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 Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 188, if and to the extent applicable, and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Company's policy on Related Party transaction(s) as amended from time to time and pursuant to the approval of the Audit Committee and the Board of Directors of the Company, the consent of the members of the Company be and is hereby given their consent to approve the meeting at shorter notice and authorized the Board of Directors for carrying out Material and /or including the ratification of any past transactions or modification(s) of earlier arrangements/ transactions or continuing with such material contracts/arrangements/transactions (whether individual transaction or transactions taken together or series of transactions or otherwise for each nature separately), entered or proposed to be entered during the financial year 2025-2026 and 2026-2027and subsequent year, in the nature of sale, purchase or supply of any goods or materials, availing or rendering of any services, jobwork which are in the Ordinary course of business and on arm's length basis between the Kundan Concentrates Private Limited (Wholly owned Subsidiary) and the related parties as explained in explanatory statement and minimum industry disclosure, for an aggregate value, in a financial year, not exceeding as mentioned in explanatory statement for the financial year 2025-2026 and 2026-2027 and subsequent year, being a related party of the Company within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, whether by way of continuation(s) or renewal(s) or extension(s) or modification(s) of earlier contract/arrangements/transactions or as fresh and independent transaction(s) or otherwise, and thereafter, on such terms and conditions as decided by the Board of Directors keeping in mind the best interest of the company and agreed by the related party more particularly enumerated in the Explanatory statement annexed to this Notice as mentioned hereunder.

RESOLVED FURTHER THAT the Executive Directors and/or the Company Secretary and /or Chief Financial officer of the Company, be and are hereby severally authorised to do all such acts, deeds, matters and things; to finalize or vary the terms and conditions of the transactions with the aforesaid party; and to execute or authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary, proper and/or expedient for giving effect to this resolution."

ITEM NO. 3 TO CONSIDER AND APPROVE THE LOANS AND ADVANCES WITH RELATED PARTY UNDER SECTION 185, READ WITH REGULATION 23 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 OF THE COMPANIES ACT, 2013

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

"**RESOLVED THAT** pursuant to the provisions of Section 185, read with Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Regulation 2(1)(zb) of the Listing Regulations, and being material related party transaction, consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution), for giving loan(s), advances, provide security or guarantee to M/s Gogia Leasing Limited upto an aggregate amount not exceeding Rs. 1000 Crores (Rupees One Thousand Crores Only) at single point of time in its absolute discretion deem beneficial and in the best interest of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Executive Directors and/or the Company Secretary and /or Chief Financial officer of the Company be and are hereby authorized to negotiate, finalise and agree to the terms and conditions of the aforesaid Loans / Guarantees / Securities, and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deeds and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable."

ITEM NO. 4 TO CONSIDER AND APPROVE THE LOANS TAKEN FROM RELATED PARTY UNDER SECTION 180 (1) (C), READ WITH REGULATION 23 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 OF THE COMPANIES ACT, 2013

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

"**RESOLVED THAT** pursuant to the provisions of Section 180 (1) (c), read with Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Regulation 2(1)(zb) of the Listing Regulations, and being material related party transaction, consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution), for loan taken from related parties namely M/s Gogia Leasing Limited and Mr. Vidit Garg upto an aggregate amount not exceeding

Rs. 1500 Crores (Rupees One Thousand and Five Hundred Crores Only) at single point of time in its absolute discretion deem beneficial and in the best interest of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Executive Directors and/or the Company Secretary and /or Chief Financial officer of the Company be and are hereby authorized to negotiate, finalise and agree to the terms and conditions of the aforesaid Loans / Guarantees / Securities, and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deeds and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable."

ITEM NO. 5 TO CONSIDER AND APPROVE THE LOANS AND ADVANCES WITH RELATED PARTY UNDER SECTION 185 BY KUNDAN CONCENTRATES PRIVATE LIMITED (WHOLLY OWNED SUBSIDIARY), READ WITH REGULATION 23 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 OF THE COMPANIES ACT, 2013

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

"RESOLVED THAT pursuant to the provisions of Section 185, read with Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Regulation 2(1)(zb) of the Listing Regulations, and being material related party transaction, consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution), for giving loan(s), advances, provide security or guarantee to M/s Gogia Leasing Limited upto an aggregate amount not exceeding Rs. 1000 Crores (Rupees One Thousand Crores Only) at single point of time by Kundan Concentrates Private Limited (Wholly Owned Subsidiary) in its absolute discretion deem beneficial and in the best interest of the Company .

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Executive Directors and/or the Company Secretary and /or Chief Financial officer of the Company be and are hereby authorized to negotiate, finalise and agree to the terms and conditions of the aforesaid Loans / Guarantees / Securities, and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deeds and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable."

ITEM NO. 6 TO CONSIDER AND APPROVE THE LOANS TAKEN FROM RELATED PARTY UNDER SECTION 180 (1) (C) BY KUNDAN CONCENTRATES PRIVATE LIMITED (WHOLLY OWNED SUBSIDIARY), READ WITH REGULATION 23 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 OF THE COMPANIES ACT, 2013

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

"**RESOLVED THAT** pursuant to the provisions of Section 180 (1) (c), read with Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Regulation 2(1)(zb) of the Listing Regulations, and being material related party transaction, consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution), for loan taken from related parties namely M/s Gogia Leasing Limited and Mr. Vidit Garg upto an aggregate amount not exceeding Rs. 1500 Crores (Rupees One Thousand and Five Hundred Crores Only) at single point of time by Kundan Concentrates Private Limited (Wholly Owned Subsidiary) in its absolute discretion deem beneficial and in the best interest of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Executive Directors and/or the Company Secretary and /or Chief Financial officer of the Company be and are hereby authorized to negotiate, finalise and agree to the terms and conditions of the aforesaid Loans / Guarantees / Securities, and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deeds and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable."

Date: October 28, 2025
Place: New Delhi

By order of the Board of Directors of
Kundan Minerals and Metals Limited
Sd/-
Sonica Verma
Company Secretary

Registered Office: PO. Hanuman Sugar Mills, Motihari,
P.S.-Motihari, East Champaran, Bihar- 845401
Corporate Office: 2nd Floor, Scindia House,
3, Janpath, Connaught Place, New Delhi-110001
Tel. No.: +91-011-69955555; *E-mail:* *info@kundanmineralsandmetals.com*
Website: www.kundanmineralsandmetals.com

Notes:

1. An Explanatory Statement pursuant to section 102 of the Companies Act, 2013 (Act) in respect of the Special Business to be transacted at the Extra Ordinary General Meeting (EGM) is annexed hereto.
2. General instructions for accessing and participating in the EGM through VC/OAVM Facility and voting through electronic means including remote e-Voting:
   - Generally, a member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this EGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members under Section 105 of the Act will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
   - Pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 08, 2021, Circular No. 3/2022 dated May 05, 2022, Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023 and Circular No. 09/2024 dated September 19, 2024 (the "MCA Circulars") and SEBI Circular number SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023, and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by the Securities and Exchange Board of India ("SEBI") (hereinafter collectively referred to as "Circulars"), and all other relevant circulars issued from time to time, have permitted the holding of EGM by companies through VC / OAVM upto September 30, 2025, without the physical presence of the Members. Accordingly, in compliance with the provisions of the Companies Act, 2013 ('Act'), SEBI Listing Regulations, MCA Circulars and SEBI Circulars, the EGM of the Company is being conducted through VC/OAVM.
3. The Members can join the Extra Ordinary General Meeting in the VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the Extra Ordinary General Meeting through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who

are allowed to attend the Extra Ordinary General Meeting without restriction on account of first come first served basis.

4. The attendance of the Members attending the Extra Ordinary General Meeting through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. The meeting is being convened at the shorter notice, after obtaining the consent, in writing, by the shareholders who represents more than 95% Equity Shares, pursuant to the provision of Section 101 of Companies Act, 2013.
6. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of SEBI Listing Regulations read with MCA Circulars and SEBI Circular, the Company is providing remote e-Voting facility to its Members in respect of the business to be transacted at Extra Ordinary General Meeting and facility for those Members participating in Extra Ordinary General Meeting to cast vote through e-Voting system during Extra Ordinary General Meeting.
7. In compliance with the provisions of Section 108 of the Act, read with the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of Listing Regulations and MCA Circulars, the Company is providing facility of remote e voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as e-voting during the EGM will be provided by NSDL.
8. In line with the MCA and SEBI Circulars the Notice calling the Extra Ordinary General Meeting has been uploaded on the website of the Company at www.kundanmineralsandmetals.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the Extra Ordinary General Meeting Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
9. Since the Extra Ordinary General Meeting will be held through VC/OAVM Facility, the Route Map is not annexed in this Notice.
10. Institutional/Corporate Shareholders intending to authorise their representatives to attend the meeting pursuant to Section 113 of the Act, are requested to email scanned certified copy of the Board/governing body resolution/authorization etc. authorising their representatives to attend and vote on their behalf at email IDs: info@kundanmineralsandmetals.com with a copy marked to evoting@nsdl.com.

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014

ITEM NO. 1 APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY BY KUNDAN MINERALS AND METALS LIMITED

Pursuant to Section 188 of the Act read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), no Company shall enter into any related party transactions without the consent of the Board of Directors of the Company and the Prior approval of the Members of the Company where such transaction (sale, purchase or supply of any goods or material, directly or through appointment of agent) amounts to or exceeds 10% of the turnover of the Company, as the case may be. However, the aforesaid provisions are not applicable in respect of transactions which are in the ordinary course of business and on arm's length basis.

The transactions with the related party as mentioned in the resolutions are at arm’s length and in the ordinary course of business of the Company and are of recurring nature. However, pursuant to the Regulation 23 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as may be in force from time to time, all transactions with related parties exceeding 10% of the annual consolidated turnover of the Company as per the last audited financial statements or Rs. 1000 Crore, shall require the approval of the members of the Company, even if they are entered into in the ordinary course of business and on arm's length basis. The Audit Committee and Board of Directors of the Company have approved the transactions with various related parties, subject to the approval of the members, which was placed before them at its respective meetings held on 28th October, 2025. Further, the said transactions qualify as Material Related Party Transactions under the SEBI Listing Regulations, 2015 and accordingly, the members’ approval is sought for the same. This Extra Ordinary General Meeting is called on Shorter Notice, the same also sought the shareholders’ approval.

Except Mr. Vidit Garg and Mr. Udit Garg, no other directors or KMPs are interested in this resolution.

The value of transactions, in a financial year, by Kundan Minerals and Metals Limited with related parties for the financial year 2025-2026 and 2026-2027 and subsequent financial years, is likely to exceed the prescribed thresholds as per statute and is considered a Material Related Party Transaction and the Board of Directors of your Company recommends for the consideration and approvals of the Members on the proposed transaction by way of an Ordinary Resolution. Information as per the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, and SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025 (Minimum information to be provided for approval of Related Party Transactions) are as follows:

Details of the related party and transactions with the related party

A (1) Basic details of the related party

Name of the related party	Rishi Ganga Enterprises Limited	J. B. Jewels and Metals LLP	Kundan and Zeya Limited	Kundan Gold Private Limited	Kundan Refinery Private Limited	Kundan Gold Mines Private Limited
Country of incorporation of the related party	India	India	India	India	India	India
Nature of business of the related party	Deals in Precious Metals & related products such as Gold, Silver, bullions, alloys, jewellery articles, etc.	Deals in Precious Metals & related products such as Gold, Silver, bullions, alloys, jewellery articles, etc.	Deals in Precious Metals & related products such as Gold, Silver, bullions, alloys, jewellery articles, etc.	Deals in Precious Metals & related products such as Gold, Silver, bullions, alloys, jewellery articles, etc.	Deals in Precious Metals & related products such as Gold, Silver, bullions, alloys, jewellery articles, etc.	Deals in Mining of Gold and other Minerals

A(2). Relationship and ownership of the related party

Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party	Having significant influence	Having significant influence/ Common Partner/ Director	Having significant influence	Having significant influence/ Common Director	Having significant influence	Associate
Shareholding or contribution % or profit & loss sharing % of the listed entity/	NIL	NIL	NIL	NIL	NIL	49%

subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity or subsidiary has control.						
Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	N.A.	YES	N.A.	N.A.	N.A.	N.A.
Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary	Pardeep Garg and Family along with trusts	Pardeep Garg and Family along with trusts	Pardeep Garg and Family along with trusts	Pardeep Garg and Family along with trusts	Pardeep Garg and Family along with trusts	Pardeep Garg and Family along with trusts

(in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered	directly and indirectly holds 100% Equity Shares in Related Party	directly and indirectly holds 100% Equity Shares in Related Party	directly and indirectly holds 100% Equity Shares in Related Party	directly and indirectly holds 100% Equity Shares in Related Party	directly and indirectly holds 100% Equity Shares in Related Party	directly and indirectly holds 100% Equity Shares in Related Party

***Explanation**: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.*

A(3). Details of previous transactions with the related party

Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. ***Explanation:*** *Details need to be disclosed separately for listed entity and its subsidiary.*	NIL	NIL	NIL	NIL	3956.08 Cr.	NIL
Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the	NIL	NIL	NIL	NIL	NIL	NIL

current financial year up to the quarter immediately preceding the quarter in which the approval is sought.						
Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

A (4). Amount of the proposed transaction(s)

Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	FY 2025-2026 (12 Months 10000 Cr.) and FY 2026-2027 and subsequent year (12 Months 10000 Cr.) the proposed value of transaction is for separate for each transaction such as sale, purchase, rendering of services, jobwork	FY 2025-2026 (12 Months 8000 Cr.) and FY 2026-2027 and subsequent year (12 Months 8000 Cr.) the proposed value of transaction is for separate for each transaction such as sale, purchase, rendering of	FY 2025-2026 (12 Months 8000 Cr.) and FY 2026-2027 and subsequent year (12 Months 8000 Cr.) the proposed value of transaction is for separate for each transaction such as sale, purchase, rendering of	FY 2025-2026 (12 Months 8000 Cr.) and FY 2026-2027 and subsequent year (12 Months 8000 Cr.) the proposed value of transaction is for separate for each transaction such as sale, purchase, rendering of	FY 2025-2026 (12 Months 10000 Cr.) and FY 2026-2027 and subsequent year (12 Months 10000 Cr.) the proposed value of transaction is for separate for each transaction such as sale, purchase, rendering	FY 2025-2026 (12 Months 5000 Cr.) and FY 2026-2027 and subsequent year (12 Months 5000 Cr.) the proposed value of transaction is for separate for each transaction such as sale, purchase, rendering

		services, jobwork	services, jobwork	services, jobwork	of services, jobwork	of services, jobwork
Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes	Yes	Yes	Yes	Yes	Yes
Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	234%	187%	187%	187%	234%	117%
Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	270%	190%	457%	3045%	50%	N.A.
Financial performance of the related party for the immediately preceding financial year: ***Explanations**:* *The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.*	Turnover: 3705.39 Cr. PAT: 98.23 Cr.	Turnover: 4195.55 Cr. PAT: 164.28 Cr.	Turnover: 1749.27 Cr. PAT: 18.12 Cr.	Turnover: 262.71 Cr. PAT: 16.32 Cr	Turnover: 20212.29 Cr. PAT: 228.78 Cr.	Turnover: NIL PAT: (0.42) Cr.

A(5). Basic details of the proposed transaction

Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale, purchase or supply/rendering of goods or services, jobwork	Sale, purchase or supply/rendering of goods or services, jobwork	Sale, purchase or supply/rendering of goods or services, jobwork	Sale, purchase or supply/rendering of goods or services, jobwork	Sale, purchase or supply/rendering of goods or	Sale, purchase or supply/rendering of goods or services, jobwork

					services, jobwork	
Details of each type of the proposed transaction	Sale, purchase or supply/rendering of goods or services, jobwork	Sale, purchase or supply/rendering of goods or services, jobwork	Sale, purchase or supply/rendering of goods or services, jobwork	Sale, purchase or supply/rendering of goods or services, jobwork	Sale, purchase or supply/rendering of goods or services, jobwork	Sale, purchase or supply/rendering of goods or services, jobwork
Tenure of the proposed transaction (tenure in number of years or months to be specified)	FY 2025-2026 (12 Months 10000 Cr.) and FY 2026-2027 and subsequent year (12 Months 10000 Cr.)	FY 2025-2026 (12 Months 8000 Cr.) and FY 2026-2027 and subsequent year (12 Months 8000 Cr.)	FY 2025-2026 (12 Months 8000 Cr.) and FY 2026-2027 and subsequent year (12 Months 8000 Cr.)	FY 2025-2026 (12 Months 8000 Cr.) and FY 2026-2027 and subsequent year (12 Months 8000 Cr.)	FY 2025-2026 (12 Months 10000 Cr.) and FY 2026-2027 and subsequent year (12 Months 10000 Cr.)	FY 2025-2026 (12 Months 5000 Cr.) and FY 2026-2027 and subsequent year (12 Months 5000 Cr.)
Whether omnibus approval is being sought?	No	No	No	No	No	No
Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	FY 2025-2026 (12 Months 10000 Cr.) and FY 2026-2027 and subsequent year (12 Months 10000 Cr.) the proposed value of transaction is for separate for each transaction such as sale, purchase, rendering of services,	FY 2025-2026 (12 Months 8000 Cr.) and FY 2026-2027 and subsequent year (12 Months 8000 Cr.) the proposed value of transaction is for separate for each transaction	FY 2025-2026 (12 Months 8000 Cr.) and FY 2026-2027 and subsequent year (12 Months 8000 Cr.) the proposed value of transaction is for separate for each transaction	FY 2025-2026 (12 Months 8000 Cr.) and FY 2026-2027 and subsequent year (12 Months 8000 Cr.) the proposed value of transaction is for separate for each transaction	FY 2025-2026 (12 Months 10000 Cr.) and FY 2026-2027 and subsequent year (12 Months 10000 Cr.) the proposed value of transaction is for separate for each	FY 2025-2026 (12 Months 5000 Cr.) and FY 2026-2027 and subsequent year (12 Months 5000 Cr.) the proposed value of transaction is for separate for each

	jobwork	such as sale, purchase, rendering of services, jobwork	such as sale, purchase, rendering of services, jobwork	such as sale, purchase, rendering of services, jobwork	transaction such as sale, purchase, rendering of services, jobwork	transaction such as sale, purchase, rendering of services, jobwork
Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	All transactions will be carried out as part of ordinary course of business and at arm's length basis, ensuring fairness and transparency. The pricing and terms of these transactions are benchmarked against prevailing market conditions, ensuring they are competitive and reflect standard industry practices. This arrangement promotes operational synergy, enabling seamless collaboration and enhancing the ease of doing business. Moreover, these transactions are subject to appropriate internal controls, approval processes, and governance mechanisms, including review and oversight by the Audit Committee, ensuring compliance with regulatory requirements and safeguarding the interests of the entities.					
Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. *Explanation:* Indirect interest shall mean interest held through any person over which an individual has control.						
a. Name of the director / KMP	Mr. Vidit Garg and Mr. Udit Garg					
b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Vidit Garg and Mr. Udit Garg being relatives of Mr. Pardeep Garg holds interest in the related Party					
c. Promoter	Pardeep Garg Family Trust					
A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	No such valuation or other external report, the existing / proposed transactions shall be done on arm's length basis in the ordinary course of business					

B (1) Disclosure only in case of transactions relating to sale, purchase or supply of goods or services

Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	N.A.
Basis of determination of price.	Arm length price
In case of Trade advance (*of upto 365 days or such period for which such advances are extended as per normal trade practice*) , if any, proposed to be extended to the related party in relation to the transaction, specify	N.A.
Additional cost / potential loss to the listed entity or the subsidiary in transacting with the related party compared to the best bid / quotation received.	No Potential loss to the listed entity or the subsidiary in transacting with the related party
Where bids were not invited, the fact shall be disclosed along with the justification for the same.	Not applicable as the transactions are at Arm length price

All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013

ITEM NO. 2 APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY BY KUNDAN CONCENTRATES PRIVATE LIMITED (WHOLLY OWNED SUBSIDIARY)

Pursuant to Section 188 of the Act read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), no Company shall enter into any related party transactions without the consent of the Board of Directors of the Company and the Prior approval of the Members of the Company where such transaction (sale, purchase or supply of any goods or material, directly or through appointment of agent) amounts to or exceeds 10% of the turnover of the Company, as the case may be. However, the aforesaid provisions are not applicable in respect of transactions which are in the ordinary course of business and on arm's length basis.

The transactions with the related party as mentioned in the resolutions are at arm’s length and in the ordinary course of business of the Company and are of recurring nature. However, pursuant to the Regulation 23 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as may be in force from time to time, all transactions with related parties exceeding 10% of the annual consolidated turnover of the Company as per the last audited financial statements or Rs. 1000 Crore, shall require the approval of the members of the Company, even if they are entered into in the ordinary course of business and on arm's length basis. The Audit Committee and Board of Directors of the Company have approved the transactions with various related parties, subject to the approval of the members, which was placed before them at its respective meetings held on 28th October, 2025. Further, the said transactions qualify as Material Related Party Transactions under the SEBI Listing Regulations, 2015 and accordingly, the members’ approval is sought for the same. This Extra Ordinary General Meeting is called on Shorter Notice, the same also sought the shareholders’ approval.

Except Mr. Vidit Garg and Mr. Udit Garg, no other directors or KMPs are interested in this resolution.

The value of transactions, in a financial year, by Kundan Concentrates Private Limited (Wholly owned Subsidiary) with related parties for the financial year 2025-2026 and 2026-2027 and subsequent financial years, is likely to exceed the prescribed thresholds as per statute and is considered a Material Related Party Transaction and the Board of Directors of your Company recommends for the consideration and approvals of the Members on the proposed transaction by way of an Ordinary Resolution. Information as per the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, and SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025 (Minimum information to be provided for approval of Related Party Transactions) are as follows:

Details of the related party and transactions with the related party

A (1) Basic details of the related party

Name of the related party	Rishi Ganga Enterprises Limited	J. B. Jewels and Metals LLP	Kundan and Zeya Limited	Kundan Gold Private Limited	Kundan Refinery Private Limited	Kundan Gold Mines Private Limited
Country of incorporation of the related party	India	India	India	India	India	India
Nature of business of the related party	Deals in Precious Metals & related products such as Gold, Silver, bullions, alloys, jewellery articles, etc.	Deals in Precious Metals & related products such as Gold, Silver, bullions, alloys, jewellery articles, etc.	Deals in Precious Metals & related products such as Gold, Silver, bullions, alloys, jewellery articles, etc.	Deals in Precious Metals & related products such as Gold, Silver, bullions, alloys, jewellery articles, etc.	Deals in Precious Metals & related products such as Gold, Silver, bullions, alloys, jewellery articles, etc.	Deals in Mining of Gold and other Minerals

A(2). Relationship and ownership of the related party

Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party	Having significant influence	Having significant influence/ Common Partner/ Director	Having significant influence	Having significant influence/ Common Director	Having significant influence	Having significant influence
Shareholding or contribution % or profit & loss sharing % of the listed entity/	NIL	NIL	NIL	NIL	NIL	NIL

subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity or subsidiary has control.						
Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	N.A.	YES	N.A.	N.A.	N.A.	N.A.
Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary	Pardeep Garg and Family along with trusts	Pardeep Garg and Family along with trusts	Pardeep Garg and Family along with trusts	Pardeep Garg and Family along with trusts	Pardeep Garg and Family along with trusts	Pardeep Garg and Family along with trusts

(in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered	directly and indirectly holds 100% Equity Shares in Related Party	directly and indirectly holds 100% Equity Shares in Related Party	directly and indirectly holds 100% Equity Shares in Related Party	directly and indirectly holds 100% Equity Shares in Related Party	directly and indirectly holds 100% Equity Shares in Related Party	directly and indirectly holds 100% Equity Shares in Related Party

***Explanation**: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.*

A(3). Details of previous transactions with the related party

Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. ***Explanation:*** *Details need to be disclosed separately for listed entity and its subsidiary.*	NIL	Negligible	NIL	NIL	Sale: 24.82 Cr. Purchase: 0.45 Cr. Jobwork: 0.09 Cr.	NIL
Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the	NIL	NIL	NIL	NIL	NIL	NIL

current financial year up to the quarter immediately preceding the quarter in which the approval is sought.						
Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

A (4). Amount of the proposed transaction(s)

Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	FY 2025-2026 (12 Months 10000 Cr.) and FY 2026-2027 and subsequent year (12 Months 10000 Cr.) the proposed value of transaction is for separate for each transaction such as sale, purchase, rendering of services, jobwork	FY 2025-2026 (12 Months 8000 Cr.) and FY 2026-2027 and subsequent year (12 Months 8000 Cr.) the proposed value of transaction is for separate for each transaction such as sale, purchase, rendering of	FY 2025-2026 (12 Months 8000 Cr.) and FY 2026-2027 and subsequent year (12 Months 8000 Cr.) the proposed value of transaction is for separate for each transaction such as sale, purchase, rendering of	FY 2025-2026 (12 Months 8000 Cr.) and FY 2026-2027 and subsequent year (12 Months 8000 Cr.) the proposed value of transaction is for separate for each transaction such as sale, purchase, rendering of	FY 2025-2026 (12 Months 10000 Cr.) and FY 2026-2027 and subsequent year (12 Months 10000 Cr.) the proposed value of transaction is for separate for each transaction such as sale, purchase, rendering	FY 2025-2026 (12 Months 5000 Cr.) and FY 2026-2027 and subsequent year (12 Months 5000 Cr.) the proposed value of transaction is for separate for each transaction such as sale, purchase, rendering

		services, jobwork	services, jobwork	services, jobwork	of services, jobwork	of services, jobwork
Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes	Yes	Yes	Yes	Yes	Yes
Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party	3112%	2490%	2490%	2490%	3112%	N.A.

to the transaction)						
Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	270%	190%	457%	3045%	50%	N.A.
Financial performance of the related party for the immediately preceding financial year: ***Explanations**:* *The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.*	Turnover: 3705.39 Cr. PAT: 98.23 Cr.	Turnover: 4195.55 Cr. PAT: 164.28 Cr.	Turnover: 1749.27 Cr. PAT: 18.12 Cr.	Turnover: 262.71 Cr. PAT: 16.32 Cr	Turnover: 20212.29 Cr. PAT: 228.78 Cr.	Turnover: NIL PAT: (0.42) Cr.

A(5). Basic details of the proposed transaction

Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services,	Sale, purchase or supply/rendering of goods or services, jobwork	Sale, purchase or supply/rendering of goods or services, jobwork	Sale, purchase or supply/rendering of goods or services, jobwork	Sale, purchase or supply/rendering of goods or services, jobwork	Sale, purchase or supply/rendering of goods or services,	Sale, purchase or supply/rendering of goods or services, jobwork

giving loan, borrowing etc.)					jobwork	
Details of each type of the proposed transaction	Sale, purchase or supply/rendering of goods or services, jobwork	Sale, purchase or supply/rendering of goods or services, jobwork	Sale, purchase or supply/rendering of goods or services, jobwork	Sale, purchase or supply/rendering of goods or services, jobwork	Sale, purchase or supply/rendering of goods or services, jobwork	Sale, purchase or supply/rendering of goods or services, jobwork
Tenure of the proposed transaction (tenure in number of years or months to be specified)	FY 2025-2026 (12 Months 10000 Cr.) and FY 2026-2027 and subsequent year (12 Months 10000 Cr.)	FY 2025-2026 (12 Months 8000 Cr.) and FY 2026-2027 and subsequent year (12 Months 8000 Cr.)	FY 2025-2026 (12 Months 8000 Cr.) and FY 2026-2027 and subsequent year (12 Months 8000 Cr.)	FY 2025-2026 (12 Months 8000 Cr.) and FY 2026-2027 and subsequent year (12 Months 8000 Cr.)	FY 2025-2026 (12 Months 10000 Cr.) and FY 2026-2027 and subsequent year (12 Months 10000 Cr.)	FY 2025-2026 (12 Months 5000 Cr.) and FY 2026-2027 and subsequent year (12 Months 5000 Cr.)
Whether omnibus approval is being sought?	No	No	No	No	No	No
Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	FY 2025-2026 (12 Months 10000 Cr.) and FY 2026-2027 and subsequent year (12 Months 10000 Cr.) the proposed value of transaction is for separate for each transaction such as sale, purchase, rendering of services, jobwork	FY 2025-2026 (12 Months 8000 Cr.) and FY 2026-2027 and subsequent year (12 Months 8000 Cr.) the proposed value of transaction is for separate for each transaction such as sale, purchase,	FY 2025-2026 (12 Months 8000 Cr.) and FY 2026-2027 and subsequent year (12 Months 8000 Cr.) the proposed value of transaction is for separate for each transaction such as sale, purchase,	FY 2025-2026 (12 Months 8000 Cr.) and FY 2026-2027 and subsequent year (12 Months 8000 Cr.) the proposed value of transaction is for separate for each transaction such as sale, purchase,	FY 2025-2026 (12 Months 10000 Cr.) and FY 2026-2027 and subsequent year (12 Months 10000 Cr.) the proposed value of transaction is for separate for each transaction such as	FY 2025-2026 (12 Months 5000 Cr.) and FY 2026-2027 and subsequent year (12 Months 5000 Cr.) the proposed value of transaction is for separate for each transaction such as

		rendering of services, jobwork	rendering of services, jobwork	rendering of services, jobwork	sale, purchase, rendering of services, jobwork	sale, purchase, rendering of services, jobwork
Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	All transactions will be carried out as part of ordinary course of business and at arm's length basis, ensuring fairness and transparency. The pricing and terms of these transactions are benchmarked against prevailing market conditions, ensuring they are competitive and reflect standard industry practices. This arrangement promotes operational synergy, enabling seamless collaboration and enhancing the ease of doing business. Moreover, these transactions are subject to appropriate internal controls, approval processes, and governance mechanisms, including review and oversight by the Audit Committee, ensuring compliance with regulatory requirements and safeguarding the interests of the entities.					
Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. *Explanation:* Indirect interest shall mean interest held through any person over which an individual has control.						
a. Name of the director / KMP	Mr. Vidit Garg and Mr. Udit Garg					
b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Vidit Garg and Mr. Udit Garg being relatives of Mr. Pardeep Garg holds interest in the related Party					
c. Promoter	Pardeep Garg Family Trust					
A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	No such valuation or other external report, the existing / proposed transactions shall be done on arm's length basis in the ordinary course of business					

B (1) Disclosure only in case of transactions relating to sale, purchase or supply of goods or services

Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	N.A.
Basis of determination of price.	Arm's Length Price
In case of Trade advance (*of upto 365 days or such period for which such advances are extended as per normal trade practice*) , if any, proposed to be extended to the related party in relation to the transaction, specify	N.A.
Additional cost / potential loss to the listed entity or the subsidiary in transacting with the related party compared to the best bid / quotation received.	No Potential loss to the listed entity or the subsidiary in transacting with the related party
Where bids were not invited, the fact shall be disclosed along with the justification for the same.	Not applicable as the transactions are at Arm's length Price

All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013

ITEM NO. 3 TO CONSIDER AND APPROVE THE LOANS AND ADVANCES WITH RELATED PARTY UNDER SECTION 185, READ WITH REGULATION 23 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 OF THE COMPANIES ACT, 2013

Pursuant to Section 185 of the Companies Act, 2013 ("the Act"), a Company may advance any loan including any loan represented by book debt, or give any guarantee or provide any security in connection with any loan taken by any entity (said entity(ies)covered under the category of 'a person in whom any of the director of the Company is interested' as specified in the explanation to Section 185(2)(b) of the Companies Act, 2013, after passing a Special Resolution in the general meeting. It is proposed to make loan(s) including loan represented by way of Book Debt to, and/or give guarantee(s) and/or provide security(ies) in connection with any loan taken/to be taken by the Subsidiary Companies or Associate or Joint Venture or group entity or any other person in whom any of the Director of the Company is deemed to be interested as specified in the explanation to Section 185(2)(b) of the Act (collectively referred to as the "Entities"), from time to time, for the purpose of capital expenditure of the projects and/or working capital requirements including purchase of fixed assets as may be required from time to time for its principal business activities and other matters connected and incidental thereto, within the limits as mentioned in the Item no. 3 of the notice. The members may note that Board of Directors would carefully evaluate the proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, and the proposed loan shall be at such rate of interest as agreed by the parties in the best interest of the Company and shall be used by the borrowing company for its principal business activities only. This Extra Ordinary General Meeting is called on Shorter Notice, the same also sought the shareholders' approval.

The Board of Directors recommend the resolution set forth in Item no. 3 of the notice for your approval as a Special Resolution.

Except Mr. Vidit Garg and Mr. Udit Garg, no other directors or KMPs are interested in this resolution.

Pursuant to the provisions Regulation 23(2) (4) of the SEBI (LODR), Regulation 2015, as amended from time to time, all related party transactions require prior approval of the Audit Committee and all material transactions with related parties require approval of the members of a public listed company through an resolution and the related parties are required to abstain from voting on such resolution whether the entity is a related party to the particular transaction or not. Information as per the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, and SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025 (Minimum information to be provided for approval of Related Party Transactions) are as follows:

<u>Details of the related party and transactions with the related party</u>

A (1) Basic details of the related party

Name of the related party	Gogia Leasing Limited
Country of incorporation of the related party	India
Nature of business of the related party	Non- Banking Financial Company

A(2). Relationship and ownership of the related party

Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party	Common Director
Shareholding or contribution % or profit & loss sharing % of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity or subsidiary has control.	NIL
Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	N.A.
Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered	Mr. Vidit Garg and Mr. Udit Garg being relatives of Mr. Pardeep Garg holds interest in the related Party

Explanation*: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.*

A(3). Details of previous transactions with the related party

Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (closing balance 31/03/2025) ***Explanation:*** *Details need to be disclosed separately for listed entity and its subsidiary.*	78.09 Cr.
Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought. (closing balance 30/06/2025)	64.26 Cr.
Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	N.A.

A (4). Amount of the proposed transaction(s)

Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	1000 Cr.
Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	24%
Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	N.A.
Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	1867%
Financial performance of the related party for the immediately preceding financial year: ***Explanations:*** *The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.*	Turnover: 53.55Cr. PAT: 1.92 Cr.

A(5). Basic details of the proposed transaction

Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Giving Loan
Details of each type of the proposed transaction	To give loan to Gogia Leasing Limited upto Rs. 1000 Crores (Rupees One Thousand Crores) at single point of time from the surplus funds generated from time to time and shall be valid from the FY 2026-27 and subsequent financial
Tenure of the proposed transaction (tenure in number of years or months to be specified)	FY 2026-2027 and subsequent year (12 Months- 1000 Cr.)
Whether omnibus approval is being sought?	No
Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	FY 2026-2027 and subsequent year (12 Months 1000 Cr.)
Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Board considers that the proposed related party transactions are in the ordinary course of business and at arm's length basis and play a vital role in the growth of business operations of the listed entity.
Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. *Explanation:* Indirect interest shall mean interest held through any person over which an individual has control.	
a. Name of the director / KMP	Mr. Vidit Garg and Mr. Udit Garg
b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Vidit Garg and Mr. Udit Garg being relatives of Mr. Pardeep Garg holds interest in the related Party
c. Promoter	Pardeep Garg Family Trust

A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not required

B (2) Disclosure only in case of transactions relating Loans and advances

Source of Fund in connection with proposed transaction	Generated from Business revenue
Where any financial indebtedness is incurred to given loan, inter corporate deposit or advance	N.A.
Rate of Interest at which the listed entity or its subsidiary borrowing from its bankers/other lender	N.A.
Proposed interest rate to be charged by listed or its subsidiary from the related party	Interest rate will be in line with prevailing bank lending rates.
Maturity/ Due Date	Payable on Demand
Repayment schedule and terms	Payable on Demand
Wheatear secured or unsecured	Unsecured
The purpose for which the fund will be utilized by the ultimate beneficiary of such fund pursuant to the transaction	Funds shall be utilized for its principal business activities.

C (1) Disclosure *only* in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary

Latest credit rating of the related party *Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any*	No credit rating has been taken

Default on borrowings, ***if any***, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. *Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.* **In addition, state the following:** a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. *Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.*	N.A.

All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013

ITEM NO. 4 TO CONSIDER AND APPROVE THE LOANS TAKEN FROM RELATED PARTY UNDER SECTION 180 (1) (C), READ WITH REGULATION 23 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 OF THE COMPANIES ACT, 2013

Pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 (the "Rules") (as amended from time to time), the Board of Directors have the powers to borrow money, where the money to be borrowed, together with the money already borrowed by the company could exceed aggregate of its paid-up share capital, free reserves and securities premium, apart from temporary loans obtained from the company's bankers in the ordinary course of business provided a consent by way of Special Resolution by the Shareholders of the Company has been obtained.

Moreover, Pursuant to the provisions Regulation 23(2) (4) of the SEBI (LODR), Regulation 2015, as amended from time to time, all related party transactions require prior approval of the Audit Committee and all material transactions with related parties require approval of the members of a public listed company through an Ordinary resolution and the related parties are required to abstain from voting on such resolution whether the entity is a related party to the particular transaction or not. This Extra Ordinary General Meeting is called on Shorter Notice, the same also sought the shareholders' approval.

The Board of Directors recommend the resolution set forth in Item no. 4 of the notice for your approval as a Special Resolution.

Except Mr. Vidit Garg and Mr. Udit Garg, no other directors or KMPs are interested in this resolution.

Information as per the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, and SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025 (Minimum information to be provided for approval of Related Party Transactions) are as follows:

<u>Details of the related party and transactions with the related party</u>

A (1) Basic details of the related party

Name of the related party	Gogia Leasing Limited	Vidit Garg
Country of incorporation of the related party	India	India
Nature of business of the related party	Non- Banking Financial Company	Individual

A(2). Relationship and ownership of the related party

Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party	Common Director	Director
Shareholding or contribution % or profit & loss sharing % of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity or subsidiary has control.	NIL	NIL
Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then	N.A.	N.A. (individual)

capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).		
Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered	Mr. Vidit Garg and Mr. Udit Garg being relatives of Mr. Pardeep Garg holds interest in the related Party	Mr. Vidit Garg and Mr. Udit Garg being relatives of Mr. Pardeep Garg holds interest in the related Party

***Explanation**: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.*

A(3). Details of previous transactions with the related party

Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. ***Explanation:** Details need to be disclosed separately for listed entity and its subsidiary.*	NIL	NIL
Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL	NIL
Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	N.A.	N.A.

A (4). Amount of the proposed transaction(s)

Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	1400 Cr.	100 Cr.
Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes	Yes
Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	33.33%	2.33%
Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	N.A.	N.A.
Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	2614%	N.A.
Financial performance of the related party for the immediately preceding financial year: ***Explanations***: *The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.*	Turnover: 53.55Cr. PAT: 1.92 Cr.	N.A.

A(5). Basic details of the proposed transaction

Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing	Borrowing

Details of each type of the proposed transaction	To borrow loan so that the company will be able meet its objectives/requirements. Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments that the company is operating in. Monetary value of transactions subject to a maximum of Rs. 1400 Crores (Rupees One Thousand and Four Hundred Crores) at single point of time through contracts/arrangements/ Memorandum of Understanding and shall be valid from the FY 2026-27 and subsequent financial year.	To borrow loan so that the company will be able meet its objectives/requirements. Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments that the company is operating in. Monetary value of transactions subject to a maximum of Rs. 100 Crores (Rupees One Hundred Crores) at single point of time through contracts/arrangements/ Memorandum of Understanding and shall be valid from the FY 2026-27 and subsequent financial year.
Tenure of the proposed transaction (tenure in number of years or months to be specified)	FY 2026-2027 and subsequent year (12 Months 1400 Cr.)	FY 2026-2027 and subsequent year (12 Months 100 Cr.)
Whether omnibus approval is being sought?	No	No
Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	FY 2026-2027 and subsequent year (12 Months 1400 Cr.)	FY 2026-2027 and subsequent year (12 Months 100 Cr.)
Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Board considers that the proposed related party transactions are in the Ordinary course of business and at arm's length basis and play a vital role in the growth of business operations of the listed entity.	The Board considers that the proposed related party transactions are in the ordinary course of business and at arm's length basis and play a vital role in the growth of business operations of the listed entity.

Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. *Explanation:* Indirect interest shall mean interest held through any person over which an individual has control.		
a. Name of the director / KMP	Mr. Vidit Garg	Self- Mr. Vidit Garg
b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Vidit Garg and Mr. Udit Garg being relatives of Mr. Pardeep Garg holds interest in the related Party	Mr. Vidit Garg and Mr. Udit Garg being relatives of Mr. Pardeep Garg holds interest in the related Party
c. Promoter	Pardeep Garg Family Trust	N.A.
A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not required	Not required

B(5) Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary

Material covenants of the proposed transaction	To borrow loan so that the company will be able meet its objectives/requirements. Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments that the company is operating in. Monetary value of transactions subject to a maximum of Rs. 1400 Crores (Rupees One Thousand and Four Hundred Crores) at single point of time through contracts/arrangements/ Memorandum of Understanding and shall be valid from the FY 2026-27 and subsequent financial year.	To borrow loan so that the company will be able meet its objectives/requirements. Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments that the company is operating in. Monetary value of transactions subject to a maximum of Rs. 100 Crores (Rupees One Hundred Crores) at single point of time through contracts/arrangements/ Memorandum of Understanding and shall be valid from the FY 2026-27 and subsequent financial year.

Interest rate (*in terms of numerical value or base rate and applicable spread*)	Interest rate will be in line with prevailing bank lending rates.	Interest rate will be in line with prevailing bank lending rates.
Cost of borrowing *Note: This shall include all costs associated with the borrowing*	Interest Rate and File processing charges	Nil
Maturity / due date	Payable on Demand	Payable on Demand
Repayment schedule & terms	Payable on Demand	Payable on Demand
Whether secured or unsecured	Unsecured	Unsecured
If secured, the nature of security & security coverage ratio	N.A.	N.A.
The purpose for which the funds will be utilized by the listed entity/subsidiary	Funds shall be utilized for its principal business activities.	Funds shall be utilized for its principal business activities.

C (4). Disclosure *only* in case of transactions relating to borrowings by the listed entity or its subsidiary

Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements *Note: This shall not be applicable to listed banks/NBFC/insurance companies/housing finance companies.*	
a. Before transaction	0.01
b. After transaction	2*
Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
a. Before transaction	489.12
b. After transaction	1.5*

**The Loan Limits approval are being taken as the statutory requirements. The loan will be availed after considering the Debt Service Coverage Ratio and Debt to Equity Ratio at the closure of financial year.*

All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013

ITEM NO. 5 TO CONSIDER AND APPROVE THE LOANS AND ADVANCES WITH RELATED PARTY UNDER SECTION 185 BY KUNDAN CONCENTRATES PRIVATE LIMITED (WHOLLY OWNED SUBSIDIARY), READ WITH REGULATION 23 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 OF THE COMPANIES ACT, 2013

Pursuant to Section 185 of the Companies Act, 2013 ("the Act"), a Company may advance any loan including any loan represented by book debt, or give any guarantee or provide any security in connection with any loan taken by any entity (said entity(ies)covered under the category of 'a person in whom any of the director of the Company is interested' as specified in the explanation to Section 185(2)(b) of the Companies Act, 2013, after passing a Special Resolution in the general meeting. It is proposed to make loan(s) including loan represented by way of Book Debt to, and/or give guarantee(s) and/or provide security(ies) in connection with any loan taken/to be taken by the Subsidiary Companies or Associate or Joint Venture or group entity or any other person in whom any of the Director of the Company is deemed to be interested as specified in the explanation to Section 185(2)(b) of the Act (collectively referred to as the "Entities"), from time to time, for the purpose of capital expenditure of the projects and/or working capital requirements including purchase of fixed assets as may be required from time to time for its principal business activities and other matters connected and incidental thereto, within the limits as mentioned in the Item no. 5 of the notice. The members may note that Board of Directors would carefully evaluate the proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, and the proposed loan shall be at such rate of interest as agreed by the parties in the best interest of the Company and shall be used by the borrowing company for its principal business activities only. This Extra Ordinary General Meeting is called on Shorter Notice, the same also sought the shareholders' approval. The said item is put for approval for Kundan Concentrates Private Limited (Wholly Owned Subsidiary).

The Board of Directors recommend the resolution set forth in Item no. 5 of the notice for your approval as a Special Resolution.

Except Mr. Vidit Garg and Mr. Udit Garg, no other directors or KMPs are interested in this resolution.

Pursuant to the provisions Regulation 23(2) (4) of the SEBI (LODR), Regulation 2015, as amended from time to time, all related party transactions require prior approval of the Audit Committee and all material transactions with related parties require approval of the members of a public listed company through an Ordinary resolution and the related parties are required to abstain from voting on such resolution whether the entity is a related party to the particular transaction or not. Information as per the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, and SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025 (Minimum information to be provided for approval of Related Party Transactions) are as follows:

Details of the related party and transactions with the related party

A (1) Basic details of the related party

Name of the related party	Gogia Leasing Limited
Country of incorporation of the related party	India
Nature of business of the related party	Non- Banking Financial Company

A(2). Relationship and ownership of the related party

Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party	Common Director
Shareholding or contribution % or profit & loss sharing % of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity or subsidiary has control.	NIL
Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	N.A.
Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered	Mr. Vidit Garg and Mr. Udit Garg being relatives of Mr. Pardeep Garg holds interest in the related Party

Explanation: *Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.*

A(3). Details of previous transactions with the related party

Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. ***Explanation:*** *Details need to be disclosed separately for listed entity and its subsidiary.*	NIL
Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL
Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	N.A.

A (4). Amount of the proposed transaction(s)

Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	1000 Cr.
Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	N.A.
Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	312%
Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	1867%
Financial performance of the related party for the immediately preceding financial year: ***Explanations:*** *The above information is to be given on standalone basis. If*	Turnover: 53.55Cr. PAT: 1.92 Cr.

standalone is not available, provide on consolidated basis.	

A(5). Basic details of the proposed transaction

Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Giving Loan
Details of each type of the proposed transaction	To give loan to Gogia Leasing Limited upto Rs. 1000 Crores (Rupees One Thousand Crores) at single point of time from the surplus funds generated from time to time and shall be valid from the FY 2025-26 and FY 2026-27 and subsequent financial
Tenure of the proposed transaction (tenure in number of years or months to be specified)	FY 2025-2026 (12 Months 1000 Cr.) and FY 2026-2027 and subsequent year (12 Months 1000 Cr.)
Whether omnibus approval is being sought?	No
Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	FY 2025-2026 (12 Months 1000 Cr.) and FY 2026-2027 and subsequent year (12 Months 1000 Cr.)
Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Board considers that the proposed related party transactions are in the ordinary course of business and at arm's length basis and play a vital role in the growth of business operations of the listed entity.
Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. *Explanation:* Indirect interest shall mean interest held through any person over which an individual has control.	
a. Name of the director / KMP	Mr. Vidit Garg and Mr. Udit Garg
b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Vidit Garg and Mr. Udit Garg being relatives of Mr. Pardeep Garg holds interest in the related Party
c. Promoter	Pardeep Garg Family Trust

A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not required

B (2) Disclosure only in case of transactions relating Loans and advances

Source of Fund in connection with proposed transaction	Generated form Business revenue
Where any financial indebtedness is incurred to given loan, inter corporate deposit or advance	N.A.
Rate of Interest at which the listed entity or its subsidiary borrowing from its bankers/other lender	N.A.
Proposed interest rate to be charged by listed or its subsidiary from the related party	Interest rate will be in line with prevailing bank lending rates.
Maturity/ Due Date	Payable on Demand
Repayment schedule and terms	Payable on Demand
Wheatear secured or unsecured	Unsecured
The purpose for which the fund will be utilized by the ultimate beneficiary of such fund pursuant to the transaction	Funds shall be utilized for its principal business activities.

C (1) Disclosure *only* in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary

Latest credit rating of the related party *Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any*	No credit rating has been taken

Default on borrowings, ***if any***, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. *Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.* **In addition, state the following:** a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. *Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.*	N.A.

All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013

ITEM NO. 6 TO CONSIDER AND APPROVE THE LOANS TAKEN FROM RELATED PARTY UNDER SECTION 180 (1) (C) BY KUNDAN CONCENTRATES PRIVATE LIMITED (WHOLLY OWNED SUBSIDIARY), READ WITH REGULATION 23 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 OF THE COMPANIES ACT, 2013

Pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 (the "Rules") (as amended from time to time), the Board of Directors have the powers to borrow money, where the money to be borrowed, together with the money already borrowed by the company could exceed aggregate of its paid-up share capital, free reserves and securities premium, apart from temporary loans obtained from the company's bankers in the ordinary course of business provided a consent by way of Special Resolution by the Shareholders of the Company has been obtained.

Moreover, Pursuant to the provisions Regulation 23(2) (4) of the SEBI (LODR), Regulation 2015, as amended from time to time, all related party transactions require prior approval of the Audit Committee and all material transactions with related parties require approval of the members of a public listed company through an resolution and the related parties are required to abstain from voting on such resolution whether the entity is a related party to the particular transaction or not. This Extra Ordinary General Meeting is called on Shorter Notice, the same also sought the shareholders' approval. The said item is put for approval for Kundan Concentrates Private Limited (Wholly Owned Subsidiary)

The Board of Directors recommend the resolution set forth in Item no. 6 of the notice for your approval as a Special Resolution.

Except Mr. Vidit Garg and Mr. Udit Garg, no other directors or KMPs are interested in this resolution.

Information as per the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, and SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025 (Minimum information to be provided for approval of Related Party Transactions) are as follows:

Details of the related party and transactions with the related party

A (1) Basic details of the related party

Name of the related party	Gogia Leasing Limited	Vidit Garg
Country of incorporation of the related party	India	India
Nature of business of the related party	Non- Banking Financial Company	Individual

A(2). Relationship and ownership of the related party

Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party	Common Director	Director
Shareholding or contribution % or profit & loss sharing % of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity or subsidiary has control.	NIL	NIL

Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	N.A.	Yes
Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered	Mr. Vidit Garg and Mr. Udit Garg being relatives of Mr. Pardeep Garg holds interest in the related Party	N.A.

***Explanation**: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.*

A(3). Details of previous transactions with the related party

Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (closing balance 31/03/2025) ***Explanation:** Details need to be disclosed separately for listed entity and its subsidiary.*	89.57 Cr.	
Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought. (closing balance 30/06/2025)	170.98 Cr.	

Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	N.A.	

A (4). Amount of the proposed transaction(s)

Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	1400 Cr.	100 Cr.
Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes	Yes
Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	N.A.	N.A.
Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	436%	31.16%
Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	2614%	N.A.
Financial performance of the related party for the immediately preceding financial year: ***Explanations***: *The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.*	Turnover: 53.55Cr. PAT: 1.92 Cr.	N.A.

A(5). Basic details of the proposed transaction

Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing	Borrowing
Details of each type of the proposed transaction	To borrow loan so that the company will be able meet its objectives/requirements. Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments that the company is operating in. Monetary value of transactions subject to a maximum of Rs. 1400 Crores (Rupees One Thousand and Four Hundred Crores) at single point of time through contracts/arrangements/ Memorandum of Understanding and shall be valid from the FY 2025-26, FY 2026-27 and subsequent financial year.	To borrow loan so that the company will be able meet its objectives/requirements. Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments that the company is operating in. Monetary value of transactions subject to a maximum of Rs. 100 Crores (Rupees One Hundred Crores) at single point of time through contracts/arrangements/ Memorandum of Understanding and shall be valid from the FY 2025-26, FY 2026-27 and subsequent financial year.
Tenure of the proposed transaction (tenure in number of years or months to be specified)	FY 2025-2026 (12 Months 1400 Cr.) and FY 2026-2027 and subsequent year (12 Months 1400 Cr.)	FY 2025-2026 (12 Months 100 Cr.) and FY 2026-2027 and subsequent year (12 Months 100 Cr.)
Whether omnibus approval is being sought?	No	No
Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	FY 2025-2026 (12 Months 1400 Cr.) and FY 2026-2027 and subsequent year (12 Months 1400 Cr.)	FY 2025-2026 (12 Months 100 Cr.) and FY 2026-2027 and subsequent year (12 Months 100 Cr.)
Justification as to why the RPTs proposed to be entered into are in the	The Board considers that the proposed related party	The Board considers that the proposed related

interest of the listed entity	transactions are in the ordinary course of business and at arm's length basis and play a vital role in the growth of business operations of the listed entity.	party transactions are in the ordinary course of business and at arm's length basis and play a vital role in the growth of business operations of the listed entity.
Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. *Explanation:* Indirect interest shall mean interest held through any person over which an individual has control.		
a. Name of the director / KMP	Mr. Vidit Garg and Mr. Udit Garg	Self- Mr. Vidit Garg
b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Vidit Garg and Mr. Udit Garg being relatives of Mr. Pardeep Garg holds interest in the related Party	
c. Promoter	Pardeep Garg Family Trust	N.A.
A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not required	Not required

B (5) Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary

Material covenants of the proposed transaction	To borrow loan so that the company will be able meet its objectives/requirements. Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments that the company is operating in. Monetary value of transactions subject to a maximum of Rs. 1400 Crores (Rupees One Thousand and Four Hundred Crores) at single point of time through contracts/arrangements/ Memorandum of Understanding and shall be	To borrow loan so that the company will be able meet its objectives/requirements. Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments that the company is operating in. Monetary value of transactions subject to a maximum of Rs. 100 Crores (Rupees One Hundred Crores) at single point of time through contracts/arrangements/ Memorandum of Understanding and shall be

	valid from the FY 2025-26, FY 2026-27 and subsequent financial year.	valid from the FY 2025-26, FY 2026-27 and subsequent financial year.
Interest rate (*in terms of numerical value or base rate and applicable spread*)	Interest rate will be in line with prevailing bank lending rates.	Interest rate will be in line with prevailing bank lending rates.
Cost of borrowing *Note: This shall include all costs associated with the borrowing*	Interest Rate and File processing charges	Nil
Maturity / due date	Payable on Demand	Payable on Demand
Repayment schedule & terms	Payable on Demand	Payable on Demand
Whether secured or unsecured	Unsecured	Unsecured
If secured, the nature of security & security coverage ratio	N.A.	N.A.
The purpose for which the funds will be utilized by the listed entity /subsidiary	Funds shall be utilized for its principal business activities.	Funds shall be utilized for its principal business activities.

C (4). Disclosure *only* in case of transactions relating to borrowings by the listed entity or its subsidiary

Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements *Note: This shall not be applicable to listed banks/NBFC/insurance companies/housing finance companies.*	
a. Before transaction	1.76
b. After transaction	2*
Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
a. Before transaction	1.24
b. After transaction	1.24*

**The Loan Limits approval are being taken as the statutory requirements. The loan will be availed after considering the Debt Service Coverage Ratio and Debt to Equity Ratio at the closure of financial year.*

All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013

Other information to place before shareholders:

Information required	**Details**
Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT.	Justification for all proposed transactions are already given in with respective transaction in explanatory
Disclose the fact that the Audit Committee has reviewed the certificates provided by the CEO/ Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards	The Audit Committee has reviewed the certificates
Disclosure that the material RPT or any material modification thereto, has been approved by the Audit	All the RPTs are approved by the Audit Committee and Board of Directors

Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval.	
Provide web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT.	https://www.kundanmineralsandmetals.com/KMAdmin/uploads/EGM-Disclouser06-11-2025.pdf

Date: October 28, 2025
Place: New Delhi

By order of the Board of Directors of
Kundan Minerals and Metals Limited
Sd/-
Sonica Verma
Company Secretary

Registered Office: PO. Hanuman Sugar Mills, Motihari,
P.S.-Motihari, East Champaran, Bihar- 845401
Corporate Office: 2nd Floor, Scindia House,
3, Janpath, Connaught Place, New Delhi-110001
Tel. No.: +91-011-69955555; ***E-mail:*** ***info@kundanmineralsandmetals.com***
Website: www.kundanmineralsandmetals.com

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on Monday, November 3, 2025, at 9:00 A.M. and ends on Wednesday, November 5, 2025 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Thursday, October 30, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Thursday, October 30, 2025.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting 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
Individual Shareholders holding securities in demat mode with NSDL.	(i) 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. (ii) 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 (iii) 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 hold 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. (iv) Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	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. 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.

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 22 55 33

B) Login Method 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 user 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'?
      a) 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'.
      b) 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 on NSDL e-Voting system.

How to cast your vote electronically 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.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.

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 anshbhambrics@yahoo.com 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.

2. 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.

3. 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

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail 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 email to info@kundanmineralsandmetals.com.
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 ***info@kundanmineralsandmetals.com***. If you are an Individual shareholders 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 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.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EXTRA ORDINARY GENERAL MEETING ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM 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 EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
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 EGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM 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" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join 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. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. 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.

5. Questions during EGM with regard to the financial statements or any other matter to be placed at the EGM, need to register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID number/folio number and mobile number, to reach the Company's email address *info@kundanmineralsandmetals.com* **atleast 3 (three) days prior to meeting**. Only those Members who have registered themselves as a speaker shall be allowed to ask questions during the EGM, depending upon the availability of time.

Other Guidelines for Members

1. 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.

2. The voting rights of Members shall be in proportion to their share in the paid up equity share capital of the Company as on the **cut- off date, Thursday, October 30, 2025**.

3. Any person, who acquires shares of the Company and becomes Member of the Company after the Company sends the Notice of the EGM by email and holds shares as on the **cut-off date i.e. Thursday, October 30, 2025**, may obtain the User ID and password by sending a request to the Company's email address ***info@kundanmineralsandmetals.com***. 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 forgot 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.

4. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by depositories as on the Cut-off date only shall be entitled to avail the facility of remote e-Voting or casting vote through e-Voting system during the Meeting.

5. Mr. Ansh Bhambri, Practicing Company Secretary (FCS 13356 | CP 22626), (Peer Review Certificate. No. 2971/2023), as the Scrutinizer ('Scrutinizer'), has been appointed as the Scrutinizer to scrutinize remote e-Voting process and casting vote through e-Voting system during the Meeting in a fair and transparent manner.

6. The Results of voting will be declared within 2 working day from the conclusion of the EGM and the Resolutions will be deemed to be passed on the date of the EGM, subject to receipt of requisite number of votes. The declared results, along with the Scrutinizer's Report, will be available forthwith on the Company's corporate website ***www.kundanmineralsandmetals.com*** and on the website of National Securities Depository Limited; such results will also be forwarded to the National Stock Exchange of India Limited, BSE Limited, where the Company's shares are listed.

7. Pursuant to the MCA and SEBI Circulars, the Notice of EGM, are being sent only by email to the Members. Therefore, those Members, whose email address is not registered with the Company or with their respective Depository Participant/s, and who wish to receive the Notice and all other communication sent by the Company, from time to time, can get their email address registered by following the steps as given below:-

a. For Members holding shares in physical form, please send scan copy of a signed request letter mentioning your folio number, complete address, email address to be registered alongwith scanned self attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, AADHAR) supporting the registered address of the Member, by email to the Company's email address *info@kundanmineralsandmetals.com*.

b. For the Members holding shares in demat form, please update your email address through your respective Depository Participant/s.

8. The Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.

9. In terms of the SEBI Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from April 1, 2019. In view of the above, Members are advised to dematerialize shares held by them in physical form.

10. During EGM, Members may access scanned copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act, upon Login to NSDL e-Voting system at https://www.evoting.nsdl.com.

Date: October 28, 2025
Place: New Delhi

By order of the Board of Directors of
Kundan Minerals and Metals Limited
Sd/-
Sonica Verma
Company Secretary

Registered Office: PO. Hanuman Sugar Mills, Motihari,
P.S.-Motihari, East Champaran, Bihar- 845401
Corporate Office: 2nd Floor, Scindia House,
3, Janpath, Connaught Place, New Delhi-110001
Tel. No.: +91-011-69955555; ***E-mail:*** ***info@kundanmineralsandmetals.com***
Website: ***www.kundanmineralsandmetals.com***