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CIN : L27100GJ2012PLC072306

KALANA ISPAT LIMITED

Registered Office :
C-918, Venus Stratum,
Nr. Jhansi Ki Rani Statue, Nehrunagar,
Ahmedabad-380015, Phone : 079-49208045
E-MAIL ID : kalanaispat2015@gmail.com
Website : www.kalanaispat.com

Factory Address :
Sy. No. 4/1/A,
Sanand-Viramgam Highway,
Village-Kalana, Tal- Sanand,
Dist.- Ahmedabad, Gujarat India.

Date: 1st September, 2025

To,
The Manager,
Listing Departments
National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E) Mumbai - 400051

NSE SYMBOL: KALANA

Subject: Notice of the 13th Annual General Meeting ('AGM') and Annual Report for the Financial Year 2024- 25

Dear Sir/ Madam,

It is to inform you about that the 13th Annual General Meeting ("AGM") of Kalana Ispat Limited (The Company) will be held on **Saturday, 27th September, 2025**, at 12:30 p.m. (IST) through Video Conference ('VC') / Other Audio-Visual Means ('OAVM'), to transact the business as set forth in the Notice of the AGM.

Pursuant to **Regulation 30** and other provisions, as applicable, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Notice for the 13th AGM of the Company for the financial year 2024- 25 is enclosed herewith.

In compliance with the applicable provisions of the Companies Act, 2013 (the 'Act'), rules made thereunder, Listing Regulations and various circulars issued by the Ministry of Corporate Affairs and SEBI, the Notice convening the 13th AGM along with Annual Report for the financial year 2024-25 is being sent only through emails to all those shareholders whose email addresses are registered with the Company/ Registrar & Share Transfer Agent / Depository Participant(s).

Kindly note that the facility of casting votes by a member using remote e-Voting system before the AGM as well as e-Voting during the AGM will be provided by Skyline Financial Services Private Limited. The remote e-Voting facility would be available during the following period:

The remote e-voting period begins on	Wednesday, 24 th September, 2025 at 09:00 A.M.
The remote e-voting period ends on	Friday, 26 th September, 2025 at 05:00 P.M.

You are requested to take the above information and enclosed documents on your record.

**For and Behalf of
Kalana Ispat Limited**

**Varghese Joseph Pottakerry
Managing Director
DIN: 02771578**

Enclosed: As Above

NOTICE OF THE 13TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT 13TH ANNUAL GENERAL MEETING OF THE MEMBERS OF KALANA ISPAT LIMITED WILL BE HELD ON SATURDAY, 27TH SEPTEMBER, 2025 AT 12:30 P.M (IST) THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO VISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING BUSINESS: -

ORDINARY BUSINESS:

Item No. 1. To Received, Consider and Adopt the Audited Standalone Financial Statement of the Company for the Financial Year ended 31st March 2025 and together with the Report of Statutory Auditors and board of directors' thereon.

Item No. 2. To appoint a director in place of Mr. Gurubaxsing Jamiatsing Bagga (DIN:06391512), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

Item No. 3. To appoint Ms. Preeti Sethi (DIN: 10926123) as an Independent Director of the company

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

"RESOLVED THAT pursuant to provisions of Sections 149(6) 150 and 152, read with Schedule IV and other applicable provisions, if any of the Companies Act, 2013; rules thereof; and other applicable rules and regulations (including any statutory modification(s), amendment(s) or re-enactment thereof for the time being in force) and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations'), and pursuant to the terms and conditions recommended by the Nomination & Remuneration Committee, Ms. Preeti Sethi (DIN: 10926123) who was appointed as an Additional Director in the category of Non-executive Independent Director of the Company with effect from 27th August, 2025 under section 161 of the Act and the Articles of Association of the Company and who holds office upto the date of this Annual General Meeting of the Company, and who has submitted a declaration of meeting the criteria for independence as provided in section 149(6) of the Act and who qualifies for being appointed as an Independent Director be and is hereby appointed as Independent Director of the Company, not be liable to retire by rotation, to hold office for a term of 5 (Five) consecutive years with effect from 27th August, 2025.

"RESOLVED FURTHER THAT any of the Directors or Company Secretary of the Company, be and is hereby authorized to do all such acts, deeds and things as it may in its absolute discretion consider proper, necessary or desirable and take all such steps as may be necessary, including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard."

Item No. 4. To Consider and approval for the Related Party Transaction with Zaara Steel Traders.

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

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, Section 2(76), 188(1) and other applicable provisions of the Companies Act, 2013 ('Act') read with the Rules framed thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and other applicable laws / statutory provisions, if any subject to such approval(s), consent(s) and/or permission(s), as may be required and based on the recommendation of the Audit Committee, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted / empowered / to be

constituted by the Board from time to time to exercise its powers conferred by this Resolution) to the Material Related Party Transaction(s) / Contract(s)/ Arrangement(s) / Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in detail in the Explanatory Statement annexed herewith, between the Company and **Zaara Steel Traders**, a 'Related Party' of the Company, on such terms and conditions as may be mutually agreed between the Company and **Zaara Steel Traders, for an aggregate value not exceeding `10 crore during the financial year 2025-26**, provided that such transaction(s) / contract(s) / arrangement(s) / agreement(s) is being carried out at an arm's length pricing basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorised Representative of the Company, that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution. ."

Item No. 5: To Consider and approval for the Related Party Transaction with Shifa Steel Traders.

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

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, Section 2(76), 188(1) and other applicable provisions of the Companies Act, 2013 ('Act') read with the Rules framed thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and other applicable laws / statutory provisions, if any subject to such approval(s), consent(s) and/or permission(s), as may be required and based on the recommendation of the Audit Committee, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) to the Material Related Party Transaction(s) / Contract(s)/ Arrangement(s) / Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in detail in the Explanatory Statement annexed herewith, between the Company and **Shifa Steel Traders** accordingly a 'Related Party' of the Company, on such terms and conditions as may be mutually agreed between the Company and **Shifa Steel Traders, for an aggregate value not exceeding `10 crore during the financial year 2025-26**, provided that such transaction(s) / contract(s) / arrangement(s) / agreement(s) is being carried out at an arm's length pricing basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorised Representative of the Company, that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution. "

Item No. 6. To consider and approve remuneration of Mr. Varghese Joseph Pottakerry, the Managing Director of the Company.

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

“RESOLVED THAT pursuant to the provisions of **Sections 196, 197, 198, and 203** read with **Schedule V** and other applicable provisions, if any, of the **Companies Act, 2013** (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to the applicable provisions of the **Articles of Association** of the Company, and pursuant to the recommendation of the **Nomination and Remuneration Committee** and approval of the **Board of Directors**, the consent of the members be and is hereby accorded for the payment of remuneration to **Mr. Varghese Joseph Pottakerry (DIN: 02771578)**, Managing Director of the Company, **on the following terms and conditions:**

Remuneration Structure:

1. **Basic Salary:** ₹5,00,000/- (Rupees Five Lakhs only) per month.
2. **Medical Reimbursement:** Reimbursement of medical expenses incurred in India or abroad including hospitalization, nursing home and surgical charges for self and family, subject to a ceiling of **one month's basic salary per annum**.
3. **Travel Reimbursement:** Reimbursement of travelling expenses (domestic or international) for self and family, as per the rules of the Company.
4. **Perquisites:**
 - Company-provided **Car, Telephone, Mobile Phone, and Personal Computer (PC)**. The use of the above facilities at the residence for official purposes shall **not be treated as perquisites**.
 - In addition to the above, he shall be entitled to perquisites and allowances such as **Fixed Reimbursement Allowance (FRA), traveling allowances, club fees**, and other benefits as may be agreed by the Board of Directors, subject to an **overall ceiling** as prescribed under **Sections 2(78) and 197** read with **Schedule V** of the Companies Act, 2013.

Minimum Remuneration:

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the currency of his tenure, the Company shall pay to Mr. Varghese Joseph Pottakerry, the above-stated remuneration as minimum remuneration, subject to the limits specified under Schedule V to the Companies Act, 2013, or any statutory modification(s) thereof.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to vary or modify the terms and conditions of the appointment, including remuneration, as may be necessary in accordance with the provisions of the Companies Act, 2013 and Schedule V thereto, and/or any direction that may be issued by the Central Government, if applicable, and as may be acceptable to the Company and to Mr. Varghese Joseph Pottakerry.

“RESOLVED FURTHER THAT any of the Directors or Company Secretary of the Company, be and is hereby authorized to do all such acts, deeds and things as it may in its absolute discretion consider proper, necessary or desirable and take all such steps as may be necessary, including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard.”

Item No. 7 To Consider and Approve Remuneration of Mr. Aftab S Khandwawala, the Director of the Company

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V thereto (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), applicable provisions of the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and the Audit Committee, the approval of the members of the Company be and is hereby accorded for the payment of

remuneration to Mr. Aftab S. Khandwawala (DIN: 02771726), Director of the Company, on the terms and conditions including remuneration as set out below:

1. Basic Salary: ₹5,00,000/- (Rupees Five Lakhs only) per month.
2. Medical Reimbursement: Reimbursement of medical expenses incurred in India or abroad, including hospitalization, nursing home, and surgical charges for himself and his family, subject to a ceiling of one month's basic salary per financial year.
3. Travel Expenses: Reimbursement of travel expenses for self and family for travel within India or abroad, in accordance with the rules of the Company.
4. Facilities: Provision of company car, telephone, mobile phone, and personal computer along with reimbursement of maintenance and running expenses. Usage of these facilities for official purposes, including at residence, shall not be treated as perquisites.
5. Perquisites and Allowances: In addition to the above, Mr. Khandwawala shall be entitled to perquisites such as House Rent Allowance, club membership fees, travelling and conveyance allowances, and other benefits as may be approved by the Board of Directors, subject to the overall limits as prescribed under Sections 2(78), 197 and Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Mr. Khandwawala's remuneration, the Company shall continue to pay the aforementioned remuneration as minimum remuneration, subject to the ceilings prescribed under Schedule V to the Companies Act, 2013, and in compliance with applicable rules and conditions.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to modify or vary the terms and conditions of remuneration, including any alterations, amendments, or enhancements as may be required by any regulatory authority, including the Ministry of Corporate Affairs (MCA) or SEBI, or as may be agreed mutually with Mr. Aftab S. Khandwawala, provided such variations are within the limits prescribed under the Companies Act, 2013 and applicable rules or guidelines issued thereunder.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized severally to do all such acts, deeds, matters, and things as may be necessary or desirable to give effect to this resolution, including filing of necessary forms and returns with the Registrar of Companies, and to execute all such documents, papers, and writings as may be required in this regard."

Item No. 8. To Consider and Approve the Alteration in Object Clause of Memorandum of Association of the Company:

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

"RESOLVED THAT pursuant to the provisions of Section 4, Section 13, and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), read with the applicable rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and subject to such approvals, consents, permissions and sanctions as may be necessary from the Registrar of Companies and/or any other appropriate authority(ies), the consent of the members of the Company be and is hereby accorded to alter the Object Clause of the Memorandum of Association of the Company in the manner set out below:**

RESOLVED FURTHER THAT in Clause III-A of the Memorandum of Association of the Company, which specifies the Main Objects to be pursued by the Company on its incorporation, the existing Sub-Clause 1 shall remain as is, and the following new Sub-Clauses 2 to 4 be and are hereby inserted immediately thereafter to expand the scope of the Company's business activities.

Consequently, the sub-clauses shall be numbered appropriately, and Clause III-A shall be substituted to read as follows:

***2. To carry out the business of managing, supervising and controlling the business of transmitting, supplying, generating, distributing a dealing in electricity and all forms of energy and power generated by any source whether steam,*

hydro or tidal, water, wind, solar hydrocarbon fuel or any other form, kind of description and in PV (Photo Voltaic), Modules (Panel), Solar Invertors, Charge, Controlled Mounting Structure, Wires, PV Solar Heater, Batteries, Solar Lanterns and Solar Chargeable Lights, Fans etc.

****3.** To carry out business of manufacturing, trading, import, export, installation and operation of Solar Systems for energy generated including Solar Photovoltaic, Solar Thermal, Solar Chimney and other Solar based devices used in households, industry and commerce establishments and setting up of green field Solar Plants of various sizes, envisaging, identifying and acquiring and setting suitable land developing the site for Solar Parks; design, engineer, supply, erect, commission and, or operate and maintain the plants, accessories components, spare parts thereof and provide renewable energy solutions; Sell or otherwise dispose of part or whole of the Solar Plant both in India and abroad.

****4.** To carry on the business as manufacturers, traders, agents, suppliers, commission agents, super stockists, importers, exporters, buyers, sellers, and in any other capacity in India or elsewhere, for products, commodities, services, and materials in any form or shape, whether manufactured or supplied by any company, firm, association of persons, body (whether incorporated or not), government, semi-government, or any local authority; and to barter, exchange, pledge, make advances upon, or otherwise deal and trade in all types of goods and merchandise; including engaging in the business of trading, online commerce, e-commerce, quick commerce, and omni-channel operations, encompassing the sale and distribution of goods and services through digital platforms, mobile applications, websites, and physical retail outlets, and to undertake all activities incidental or ancillary to the foregoing.

“RESOLVED FURTHER THAT any of the Directors or Company Secretary of the Company, be and is hereby authorized to do all such acts, deeds and things as it may in its absolute discretion consider proper, necessary or desirable and take all such steps as may be necessary, including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard.”

Item No. 9 : To consider and approve transactions under Section 185 of Companies Act, 2013

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

“RESOLVED THAT pursuant to provisions of Section 185 and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Amendment) Act, 2017 and rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), consent of the members of the Company be and is hereby accorded to authorize the Board of Directors of the Company (hereinafter referred to as the Board, which term shall be deemed to include, unless the context otherwise required, any committee of the Board or any director or officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution) to advance any loan Including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any entity, in which directors of the company are interested, up to an aggregate sum of **Rs. 50 Crores (Rupees Fifty Crore Only)** (including the loans already advanced, guarantee already provided), in their absolute discretion deem beneficial and in the interest of the Company, provided that such loans, advances, securities and/or corporate guarantee, as the case may be, are utilized by the borrowing company for its principal business activities only.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised severally to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution and to file necessary forms and documents with the Registrar of Companies and any other statutory authority, as may be required.”

Item No. 10: To consider and approve authorisation under section 186 of the Companies Act, 2013

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

RESOLVED THAT pursuant to the provisions of Sections 186 of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014 as amended from time to time and other applicable provisions of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof for the time being in force). consent of the members of the Company be and is hereby accorded to authorize the Board of

Directors of the Company (hereinafter referred to as the Board, which term shall be deemed to include, unless the context otherwise required, any committee of the Board or any director or officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution) to (a) give any loan to any person(s) or other body corporate (s); (b) give any guarantee or provide security in connection with loan to any person (s) or other body corporate (s) from time to time in one or more tranches as the Board of Directors as in their absolute discretion deem beneficial and in the interest of the company, for an amount not exceeding **Rs. 50 crores (Rupees Fifty Crores Only)** outstanding loans given or to be given and guarantees and security provided are in the excess of the limits prescribed under Section 186 of the Companies Act, 2013.

“RESOLVED FURTHER THAT any of the Directors or Company Secretary of the Company, be and is hereby authorized to do all such acts, deeds and things as it may in its absolute discretion consider proper, necessary or desirable and take all such steps as may be necessary, including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard.”

Item No. 11: To increase authorized share capital of the company and consequent amendment in the capital clause of memorandum of association of the company

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

“RESOLVED THAT pursuant to the provisions of Section 13, 61 and 64 of the Companies Act, 2013 (the ‘Act’) read with Rule 15 of the Companies (Share Capital & Debentures) Rules, 2014 (the ‘Rules’) and all other applicable provisions of the Companies Act, 2013, including any statutory modifications or re-enactments thereof, for the time being in force and applicable provisions of the Articles of Association of the Company, the consent of the Members of the Company, be and is hereby accorded to increase the authorized share capital of the Company from existing **Rs. 13,50,00,000/- (Rupees Thirteen Crores Fifty Lakhs only)** divided into 1,35,00,000 (One Crore Thirty-Five Lakh) equity shares of Rs. 10/- each to **Rs. 50,00,00,000/- (Rupees Fifty Crores only)** divided into 5,00,00,000 (Five Crore) equity shares of Rs. 10/- each, ranking pari passu in all respect with the existing Shares of the Company as per the Memorandum and Articles of Association of the Company.”

“RESOLVED FURTHER THAT pursuant to the provisions of Section 13, 61 and 64 of the Act and all other applicable provisions, if any, of the Act (including any statutory modifications or re-enactments thereof) and the Rules framed thereunder, the consent of the members of the Company be and is hereby accorded for alteration of Clause V of the Memorandum of Association of the Company by substituting in its place, the following: -

V. The Authorized Share Capital of the Company is Rs. 50,00,00,000/- (Rupees Fifty Crores only), which shall consist of 5,00,00,000 (Five Crore) Equity Shares having face value of Rs. 10/- each aggregating to Rs. 50,00,00,000/- only (Rupees Fifty Crores only)

with power to sub divide, consolidate and increase or decrease the capital and with power from time to time to issue any shares out of the original capital or a new capital with and subject to any preferential, qualified or special rights, privileges or conditions as may be thought fit and proper and upon sub-division of a share to apportion the right to participate in profits in any manner as between the shares resulting from such division.”

“RESOLVED FURTHER THAT any of the Directors or Company Secretary of the Company, be and is hereby authorized to do all such acts, deeds and things as it may in its absolute discretion consider proper, necessary or desirable and take all such steps as may be necessary, including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard.”



By order of the Board of Directors
For **Kalana Ispat Limited**

Place: Ahmedabad
Dated: 27.08.2025

sd/-
Manishi Jain
(Company Secretary &
Compliance Officer)
M. No.: A55193

NOTES:

1. In accordance with the provisions of the Act, read with the Rules made thereunder and General Circular No. 09/2024 dated September 19, 2024, other Circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time, and Circular No. SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated October 3, 2024 and other circulars issued by the Securities and Exchange Board of India ("SEBI") ("the Circulars") from time to time, Companies are allowed to hold Annual General Meeting ("AGM") through video conference/ other audio visual means ("VC / OAVM") upto September 30, 2025, without the physical presence of the Members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC.
2. An Explanatory Statement pursuant to Section 102 of the Act, in respect of Item Nos.3 to 11 of the Notice set out above, is annexed hereto. The Board of Directors have considered and decided to include Item Nos. 3 to 11 as Special Business as they are unavoidable in nature. The relevant details, pursuant to Regulations 36(3) of the Listing Regulations and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India ("ICSI") in respect of Directors seeking reappointment at this AGM is annexed hereto.
3. In accordance with the SS-2 issued by the ICSI read with Clarification / Guidance on applicability of Secretarial Standards - 1 and 2 dated April 15, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company i.e. C 918 Venus Startum Nr Jhansi ki Ran, Nehrunagar Azad Society, Ahmedabad, Ahmedabad, India, 380015, which shall be the deemed venue of the AGM. Since the AGM will be held through VC, the Route Map for the Venue of the Meeting is not annexed in this Notice.
4. Members attending the AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. Generally, a member entitled to attend and vote at the AGM 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 AGM is being held pursuant to the MCA Circulars through VC, 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 AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
6. 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 the 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 AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited 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 AGM will be provided by NSDL.
7. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the Members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM, i.e. September 15, 2025. Members seeking to inspect such documents can send an email to compliance@kalanaispat.com.
8. The members can join the AGM in the VC mode 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC will be made available for minimum 1,000 members on 'first come first serve' basis. This will not include large Shareholders (Shareholders holding 2% or more Equity Shares), Promoters, Institutional Investors, Directors, Key Managerial Personnel, Auditors etc. who are allowed to attend the AGM without restriction on account of 'first come first serve' basis. The Members will be able to view the proceedings on NSDL e-Voting website at <https://www.evoting.nsdl.com/>.
9. In compliance with the aforesaid MCA and SEBI Circulars, the Notice of the AGM along with the Annual Report is being sent through e-mail to those members whose e-mail addresses are registered with the Company/



Depositories. Members may note that the Notice and the Annual Report will also be available on the Company's website <https://kalanaispaspat.com/>, websites of the Stock Exchanges i.e. www.nseindia.com respectively, and on the website of NSDL <https://www.evoting.nsdl.com/>.

10. Members who have still not registered their e-mail IDs are requested to do so at the earliest. Members holding shares in electronic mode can get their e-mail IDs registered by contacting their respective Depository Participant. We urge members to support this environment friendly effort of the Company and get their e-mail IDs registered.
11. In compliance with the Circulars, the Annual Report for 2024-25, the Notice of the 13th AGM, and instructions for e-Voting are being sent through electronic mode to those members whose e-mail addresses are registered with the Company/ Depository Participant(s). A letter providing the web-link and QR Code for accessing the Notice of the Thirteen Annual General Meeting and Annual Report, will be sent to those members who have not registered their e-mail address with the Company.
12. The Register of Members and Share Transfer Books in respect of Equity Shares of the Company will remain closed from **Sunday, 21st September, 2025 to Saturday, 27th September, 2025** (both days inclusive) for the purpose of Annual General Meeting.
13. The Board of Directors has appointed M/s Sumit Bajaj & Associates, Practicing Company Secretaries, as a Scrutinizer to scrutinize the remote e-Voting process and e-Voting at the AGM in a fair and transparent manner.
14. The result declared along with the Scrutinizer's Report will be forwarded to National Stock Exchange of India Limited and shall be simultaneously uploaded on the Company's website <https://kalanaispaspat.com/> and on the website of NSDL <https://www.evoting.nsdl.com/> immediately.
15. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in ISR-3 or SH-14 as the case may be. The said forms can be downloaded from our website at www.kalanaispaspat.com, and website of the Registrar and Transfer Agent ('RTA') at www.skylinerta.com—Members are requested to submit the said details to their Depository Participants in case the shares are held by them in dematerialized form. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
16. In case of any change in relation to the Name, Registered Address, e-mail ID, Mobile no., PAN, Bank details such as, Name of the Bank and Branch details, Bank Account Number, MICR code, IFSC code, Nomination, Power of Attorney, etc., the Members are required to intimate the same:
for shares held in electronic form: to their respective DP; and
17. Members will be provided with a facility to attend the AGM through VC through the NSDL e-Voting system. Members may access by following the steps mentioned herein below 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 the 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.
18. Members are encouraged to join the Meeting through Laptops for better experience.
19. Further members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

20. 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.
21. The Members seeking any information with regard to any items listed in the AGM Notice including the Annual Accounts and any queries relating to the business / operations of the Company, are requested to write to the Company mentioning their name, DP ID and Client ID number / folio number and mobile number. The same should reach the Company on or before 26th September, 2025 at compliance@kalanaispat.com and responses to such queries will be appropriately addressed by the Chairman at the meeting. Due to technical reasons, the length of a question may possibly be limited to a certain number of characters. However, the number of questions a Shareholder or its authorized representative can submit will not be affected thereby. The Management will decide, at its due discretion, whether and how it will answer the questions. It can summarize questions and select in the interest of the other Members, meaningful questions. Queries that remain unanswered at the AGM will be appropriately responded by the Company at the earliest, post the conclusion of the AGM.
22. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company's website <https://kalanaispat.com/>
23. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on the cut-off date will be entitled to vote during the AGM.
24. Members are requested to attend and participate in the ensuing AGM through VC and cast their vote either through remote e-Voting facility or through e-Voting facility to be provided during the AGM.
25. The remote e-Voting period commences on **Wednesday, 24th September, 2025 from 09:00 A.M. to Friday, 26th September, 2025 upto 5:00 P.M. During this period**, Members of the Company holding shares in demat form, as on the cut-off date i.e. **Sunday, 21st September, 2025** may cast their vote by remote e-Voting. The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
26. The facility of e-Voting during the AGM will be available to those Members who have not cast their vote by remote e-Voting. Members, who have cast their vote by remote e-Voting, may attend the AGM through VC but will not be entitled to cast their vote once again on resolutions.
27. The voting rights of the Members shall be in proportion to their shares in the paid-up Equity Share capital of the Company as on the cut-off date.
28. The details of the process and manner of remote e-voting along with the User ID and Password is being sent to all the Shareholders along with this Notice. In case of any queries/ grievances relating to voting by electronic means, the Shareholders / Beneficial owners or in case any person, acquires shares of the Company and becomes a Shareholder of the Company after dispatch of the notice and holding shares as of the **Cut-off Date i.e., 21st September, 2025** may obtain the login ID and password by sending a request to evoting@nsdl.com.

E-voting Instructions:

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the businesses to be transacted at the AGM. 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 venue voting on the date of the AGM will be provided by NSDL.
2. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
4. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
5. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.kalanaispat.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. National Stock Exchange of India Limited at www.nseindia.com respectively. The AGM Notice is also disseminated on the website of NSDL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. <https://www.evoting.nsdl.com/>.
6. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
7. In continuation to this Ministry's General Circular No. 02/2022 dated 05.05.2022 and General Circular No. 10/2022 dated 25.09.2023 and General Circular 09/2024 on 19th September 2024 after due examination, it has been decided to allow companies whose AGMs are due in the Year 2024 and 2025, to conduct their AGMs through VC or OAVM on or before 30th September, 2025.

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

The remote e-voting period begins on **Wednesday, 24th September, 2025** at 9:00 A.M. and ends on **Friday, 26th September, 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. **Sunday, 21st September, 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 21st September, 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 and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 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 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 or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

	<p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

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

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

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

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

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

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can 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'?
- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
- 6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- 8. Now, you will have to click on "Login" button.
- 9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

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

General Guidelines for shareholders



1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cssumitbajaj@gmail.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 at 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 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 compliance@kalanaispatt.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 and joining virtual meeting for Individual shareholders holding securities in demat mode.**
2. 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.
3. 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 AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" 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. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at compliance@kalanaispat.com. The same will be replied by the company suitably.

ITEM NO. 3:

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, appointed at its meeting held on 27th August, 2025, the following for a term of five years with effect from 27th August, 2025, under Section 149, 150, 152 and 161 of the Companies Act, 2013 (the 'Act') and Articles of Association of the Company subject to the approval of the Shareholders and any other approval as may be required from time to time Ms. Preeti Sethi (DIN: 10926123), as an Additional Director in the category of Non-executive Independent Director on 27th August, 2025.

The Company has received a declaration from the above-mentioned Directors, being eligible for appointment as an Independent Director providing their consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, (as amended from time to time). Further, they are not disqualified from being appointed as Director in terms of Section 164 of the Act, as amended from time to time. The Company has also received a declaration from Ms. Preeti Sethi (DIN: 10926123) confirming the criteria of their Independence as prescribed under Section 149(6) of the Act and under the Regulation 16(b) of the Listing Regulations, (as amended from time to time). Also, in terms of Regulation 25(8) of the Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties.

The brief profile and background of all the proposed Director are annexed herewith and forms part of this Notice.

The proposed Director has also affirmed to the Company that they have registered themselves with the databank maintained by the Indian Institute of Corporate Affairs (IICA) as an Independent Director in compliance with the prescribed Rules under the Act. As per the opinion of the Board, they fulfil the criteria specified in the Act & the Rules framed hereunder and the Listing Regulations for their appointment as an Independent Directors and it is desirable to avail their services as an Independent Director.

The Board of Directors based on the recommendations of the Nomination and Remuneration Committee considers the appointment of Ms. Preeti Sethi (DIN: 10926123) as an Independent Directors in the interest of the Company and recommends the Special Resolution as set out at Item no. 3 of the AGM notice for approval of the Shareholders.

In compliance with Section 149 read with Schedule IV to the Act and Regulation 25 of the LODR Regulations, the approval of the Members is sought for the appointment of Ms. Preeti Sethi (DIN: 10926123) as non-executive Independent Director of the Company, as a Special Resolution.

Except all the appointee, and their relatives, none of the Directors or Key Managerial Personnel's of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution as set out in the Notice. Disclosure as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard- 2 issued by the Institute of Company Secretaries of India are set out and annexed as **Annexure-2** to this notice.

ITEM NO. 4&5:

Pursuant to the provisions of Section 188 of the Companies Act, 2013 ("Act") read with the applicable rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with amendment thereof ("SEBI Listing Regulations") and the Company's Policy on Materiality of Related Party Transactions and also on dealing with Related Party Transactions of the Company ("the Policy"), the material related party transactions to be entered by the Company on arm's length basis with **ZAARA STEEL TRADERS** and **SHIFA STEEL TRADERS** as set out in Item No. 4 and 5 require approval of the members of the Company through the ordinary resolutions.

In accordance with Regulation 23 of the SEBI Listing Regulations, “Material Related Party Transaction” means any transaction with a related party if the transaction/transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds ten percent of the annual consolidated turnover as per the last audited financial statements of the Company (“material related party limit”).

Item No. 4 : Particulars of material related party transaction limits with Zaara Steel Traders

Sr. No.	Particulars	Details
1.	Type of transaction, material terms and particulars of the transaction	1.Purchase of Goods, 2.Sales of Goods, 3. Advance against Purchase of Goods, 4. Penal Interest Income, 5. Advance to Suppliers
2.	Name of Related Party	Zaara Steel Traders
3.	Nature of Relationship with the Company including nature of its concern or interest (financial or otherwise)	Mr. Zakirbhai Qureshi, being a relative of the Key Managerial Personnel of the Company, is the Proprietor of Zaara Steel Traders.
4.	Tenure of the proposed transaction (particular tenure shall be specified)	The shareholders’ approval shall be valid for the period commencing from the conclusion of the 13th Annual General Meeting and shall remain in force until the conclusion of the 14th Annual General Meeting of the Company to be held in the year 2026.
5.	Value of proposed transaction	The value of the proposed transactions with Zaara Steel Traders during the financial year 2025-26 is expected to be up to ₹10 Crore.
6.	The percentage of the Company annual turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	-
7.	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary- The Information pertaining to Loans and Advances provided by the Company	Details of the source of funds in connection with the proposed transaction;
		Where any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investments nature of indebtedness; cost of funds; and tenure;
		Purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT
8.	Any advance paid or received for the contract or arrangement, if any	Where any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investments nature of indebtedness; cost of funds; and tenure;
9.	Justification as to why the RPT is in the interest of the Company	Purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT

Item No. 5: Particulars of material related party transaction limits with Shifa Steel Traders

Sr. No.	Particulars	Details	
1.	Type of transaction, material terms and particulars of the transaction	1.Purchase of Goods, 2.Sales of Goods, 3. Advance against Purchase of Goods, 4. Penal Interest Income, 5. Advance to Suppliers	
2.	Name of Related Party	Shifa Steel Traders	
3.	Nature of Relationship with the Company including nature of its concern or interest (financial or otherwise)	Mr. Asif Nannabhai Qureshi being a relative of the Key Managerial Personnel of the Company, is the Proprietor of Shifa Steel Traders	
4.	Tenure of the proposed transaction (particular tenure shall be specified)	The shareholders’ approval shall be valid for the period commencing from the conclusion of the 13th Annual General Meeting and shall remain in force until the conclusion of the 14th Annual General Meeting of the Company to be held in the year 2026 .	
5.	Value of proposed transaction	The value of the proposed transactions with Shifa Steel Traders during the financial year 2025-26 is expected to be up to ₹10 Crore .	
6.	The percentage of the Company annual turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	-	
7.	Any advance paid or received for the contract or arrangement, if any	Where any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investments nature of indebtedness; cost of funds; and tenure;	
8.	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary- The Information pertaining to Loans and Advances provided by the Company	Details of the source of funds in connection with the proposed transaction;	Not Applicable
		Where any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investments nature of indebtedness; cost of funds; and tenure;	Not Applicable.
		Purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
9.	Justification as to why the RPT is in the interest of the Company	The related party transactions entered by the Company with Shifa Steel Traders are in the Ordinary course of business and are on an arm’s length basis. It is further ensured that the transactions with Shifa Steel Traders are conducted as if it is with an unrelated party, so that there is no conflict of interest.	

ITEM NO. 6

The Board of Directors of the Company, at its meeting held on 27th August, 2025 based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the shareholders, approved the payment of remuneration to Mr. Varghese Joseph Pottakerry, Managing Director of the Company, from 27th August, 2025 as per the terms and conditions set out in the agreement entered into between the Company and Mr. Varghese Joseph Pottakerry.



Mr. Varghese Joseph Pottakerry was appointed as the Managing Director of the Company with effect from 27th December, 2023 for a period of 5(five) years and his appointment was approved by the shareholders in the 28th December, 2023.

Considering the contributions made by Mr. Varghese Joseph Pottakerry to the growth and performance of the Company, the Board has proposed the following remuneration structure:

Basic Salary: ₹5,00,000 per month

Perquisites and Allowances: As per Company's policy (includes HRA, medical reimbursement, LTA, etc.)

Performance Bonus / Incentives: As may be determined by the Board based on performance

Other benefits: Contribution to provident fund, gratuity, and other retirement benefits as per applicable rules

The proposed remuneration is in line with the provisions of Sections 196, 197, 198 and Schedule V of the Companies Act, 2013. Since the Company has adequate profits, the remuneration is well within the limits prescribed under Section 197 read with Schedule V.

The Board recommends the resolution for approval of the shareholders as a Special Resolution.

Disclosure as per Secretarial Standard 2 (SS-2):

Name of the Director	Mr. Varghese Joseph Pottakerry
DIN	02771578
Designation	Managing Director
Date of first appointment	28.12.2023
Profile and experience	He holds a Masters in Commerce from Mysore University. Previously, he served as Chief Accountant at M/s. Kanan Construction, Ahmedabad, and later became a partner from 1983 to 1993. With 7 years of employment experience and 33 years in the business sector, he started his career as a retailer of consumable products and moved into the metal industry in 1995. He has overall 28 years of experience in the metal industry.
Remuneration last drawn	₹2,50,000 p.m
Number of Board Meetings attended during the year	13
Shareholding in the Company	20,85,744

None of the Directors and Key Managerial Personnel of the Company or their relatives, except Mr. Varghese Joseph Pottakerry and his relatives (to the extent of their shareholding or interest, if any), are concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO. 7

The Board of Directors of the Company, at its meeting held on 27th August, 2025 based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the shareholders, approved the payment of remuneration to Mr. Aftab S Khandwawala, Director of the Company, from 27th August, 2025 as per the terms and conditions set out in the agreement entered into between the Company and Mr. Aftab S Khandwawala.

Mr. Aftab S Khandwawala was appointed as the Director of the Company with effect from 15/10/2012. Considering Mr. Aftab S Khandwawala's qualifications, experience, and the responsibilities undertaken by him, the Board proposes the following remuneration structure:

Basic Salary: ₹5,00,000 per month

Perquisites and Allowances: As per Company's policy (includes HRA, medical reimbursement, LTA, etc.)

Performance Bonus / Incentives: As may be determined by the Board based on performance

Other benefits: Contribution to provident fund, gratuity, and other retirement benefits as per applicable rules

In the event of inadequacy or absence of profits in any financial year, the above remuneration shall be paid as minimum remuneration, subject to the provisions of Schedule V of the Companies Act, 2013.

The Board recommends the resolution for approval of the shareholders by a Special Resolution.

Details as required under Secretarial Standard-2 (SS-2):

Name	Mr. Aftab S. Khandwawala
DIN	02771726
Designation	Director
Date of first appointment	15.10.2012
Profile and experience	Mr. Aftab completed senior secondary before venturing into Business. With 26 years of overall experience in the metal industry, he initially focused on trading activities involving metal scrap suppliers until 2011. Subsequently, he transitioned into the manufacturing sector, with specific focus on manufacturing of M.S. Billets.
Remuneration last drawn	₹2,50,000 p.m
Number of Board Meetings attended during the year	13
Shareholding in the Company	20,37,609

Except Mr. Aftab S. Khandwawala and his relatives (to the extent of their shareholding or interest, if any), none of the other Directors and Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO.8

The Company proposes to expand its business operations and explore new avenues in line with its strategic objectives and market opportunities. In order to do so, it is necessary to amend the Object Clause of the Memorandum of Association by inserting additional sub-clauses under Clause III-A to reflect the proposed diversified activities.

The insertion of Sub-Clauses 2 to 4 is intended to enable the Company to undertake such business activities either independently or in collaboration with other entities, without affecting the existing lines of business. The proposed alteration will facilitate better alignment of the Company's charter documents with its current and future business operations.

The new set of main objects shall be read as:

1. To carry on business of manufacturing, exporting, importing, trading and dealing in casting, Moulding, melting, drawing, pressing, stamping, trading, precession casting, die-casting of all Types and alloy, tool and special steel including alloy, constructional steel in carbon, Manganese, nickel, chromium, nickel chromium, chromium molybdenum, direct and case Hardening steel, corrosion resisting steels, stainless and heat resisting steel, free casting Steel and iron products.

2. To carry out the business of managing, supervising and controlling the business of transmitting, supplying, generating, distributing a dealing in electricity and all forms of energy and power generated by any source whether steam, hydro or tidal, water, wind, solar hydrocarbon fuel or any other form, kind of description and in PV (Photo Voltaic), Modules (Panel), Solar Invertors, Charge, Controlled Mounting Structure, Wires, PV Solar Heater, Batteries, Solar Lanterns and Solar Chargeable Lights, Fans etc.

3. To carry out business of manufacturing, trading, import, export, installation and operation of Solar Systems for energy generated including Solar Photovoltaic, Solar Thermal, Solar Chimney and other Solar based devices used in households, industry and commerce establishments and setting up of green field Solar Plants of various sizes, envisaging, identifying and acquiring and setting suitable land developing the site for Solar Parks; design, engineer, supply, erect, commission and, or operate and maintain the plants, accessories components, spare parts thereof and provide renewable energy solutions; Sell or otherwise dispose of part or whole of the Solar Plant both in India and abroad.

4. To carry on the business as manufacturers, traders, agents, suppliers, commission agents, super stockists, importers, exporters, buyers, sellers, and in any other capacity in India or elsewhere, for products, commodities, services, and materials in any form or shape, whether manufactured or supplied by any company, firm, association of persons, body (whether incorporated or not), government, semi-government, or any local authority; and to barter, exchange, pledge, make advances upon, or otherwise deal and trade in all types of goods and merchandise; including engaging in the business of trading, online commerce, e-commerce, quick commerce, and omni-channel operations, encompassing the sale and distribution of goods and services through digital platforms, mobile applications, websites, and physical retail outlets, and to undertake all activities incidental or ancillary to the foregoing.

Pursuant to the provisions of Section 13 of the Companies Act, 2013, any alteration in the Object Clause of the MOA requires the approval of the shareholders by way of a Special Resolution and subsequent filing with the Registrar of Companies.

A copy of the proposed revised Clause III-A of the Memorandum of Association is available for inspection at the registered office of the Company during business hours and will also be made available at the meeting.

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

The Board recommends the resolution as set out in the accompanying notice for the approval of the members as a Special Resolution.

ITEM NO.10

Pursuant to the provisions of Section 185 of the Companies Act, 2013, as amended by the Companies (Amendment) Act, 2017, a company is permitted to advance any loan, including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the directors of the company are interested, subject to the condition that a **special resolution** is passed by the shareholders of the company in a general meeting.

The Company, in the ordinary course of its business, may be required to provide loans or give guarantees or securities in connection with any loan(s) taken by entities in which directors may be deemed to be interested, including but not limited to group companies, subsidiaries, joint ventures, associates, or other entities.

It is proposed to authorize the Board of Directors of the Company to grant such loans or provide such guarantees or securities from time to time, provided that the **aggregate outstanding amount of such loans and guarantees shall not exceed ₹50 crores (Rupees Fifty Crores Only) at any point in time.**



The Board is of the view that such financial support is in the best interest of the Company and its stakeholders, and necessary to support business objectives and group synergy.

Accordingly, the Board recommends the passing of the Special Resolution as set out at Item No. 9 of the Notice.

Disclosure in terms of Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014:

- **Particulars of the loans / guarantees / securities:** Loan(s) or guarantee(s) or security(ies) to be provided to entities in which directors are interested
- **Maximum amount of loan(s) / guarantee(s) / security(ies) proposed:** Not exceeding ₹50 crores in aggregate
- **Purpose for which the loans / guarantees / securities are proposed:** For business operations, working capital, capital expenditure, or general corporate purposes of such entities
- **Tenure:** As may be mutually agreed between the Company and the borrowing entities
- **Rate of Interest:** At an interest rate not lower than the prevailing yield of one year, three years, five year or ten year Government Security closest to the tenor of the loan
- **Security:** As may be determined by the Board, if applicable
- **Source of funds:** Internal accruals / borrowings
- **Other terms:** As determined by the Board from time to time in the best interest of the Company

None of the Directors, Key Managerial Personnel or their relatives, except to the extent of their interest in the entities to which the loan, guarantee, or security is proposed to be given, are in any way concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO. 10:

Pursuant to the provisions of Section 186(2) of the Companies Act, 2013, a company is restricted from, giving any loan to any person or other body corporate; giving any guarantee or providing any security in connection with a loan to any other body corporate or person; and acquiring by way of subscription, purchase, or otherwise, the securities of any other body corporate, beyond 60% of its paid-up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is higher, unless prior approval of the shareholders by way of a special resolution is obtained.

In view of the Company's growth plans and business requirements, it may be required to deploy funds by way of loans, guarantees, securities, or investments in bodies corporate, including subsidiaries, joint ventures, associates, or other entities. The Board of Directors considers it necessary to obtain shareholders' approval for authorizing the Company to make such investments, loans, guarantees, or security arrangements up to an aggregate amount not exceeding **₹50 crores (Rupees Fifty Crores Only)**, notwithstanding that such amount may exceed the limits prescribed under Section 186(2) of the Companies Act, 2013.

All such transactions, if any, will be in compliance with the provisions of Section 186 and other applicable provisions of the Act, and will be made in the best interest of the Company.

Accordingly, the Board recommends the resolution set forth in Item No. 10 of the accompanying Notice for the approval of members by way of a Special Resolution.

None of the Directors, Key Managerial Personnel or their relatives, except to the extent of their interest in the entities to which the loan, guarantee, or security is proposed to be given, are in any way concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO. 11

Considering the overall business growth and future expansion and the operational needs of the Company, the Company needs to raise further funds by means of either equity or debt. While the Company is considering the



various options, it is proposed to increase the Authorized Share Capital as per applicable provisions of the Companies Act, 2013 and its corresponding rules, amendments thereof to consider option of raising funds.

In terms of the applicable provisions of the Companies Act, 2013, (including any statutory modification(s) or re-enactment thereof, for the time being in force) a limited company having a share capital may, if so authorized by its Articles of Association, with the consent of its members in its General Meeting, alter the conditions of its Memorandum of Association so as to increase its share capital by such amount as it thinks expedient by issuing new shares.

The Articles of Association empowers the Company to increase, consolidate, subdivide, reduce or otherwise alter its Authorize Share Capital, for the time being, and to divide the shares in the capital into several classes with rights, privileges or conditions, as may be determined.

In view of the above, it is proposed to increase the Authorized Share Capital of the Company from existing Rs. 13,50,00,000/- (Rupees Thirteen Crores Fifty Lakhs only) divided into 1,35,00,000 (One Crore Thirty-Five Lakhs) Equity Shares of Rs. 10/- each **to Rs. 50,00,00,000/- only (Rupees Fifty Crores only) divided into 5,00,00,000 (Five Crore) equity shares of Rs. 10/-** each ranking pari passu in all respect with the existing Shares of the Company as per the Memorandum and Articles of Association of the Company.

Consequently, the existing Clause V of the Memorandum of Association of the Company needs to be altered. The above-mentioned increase in the Authorized Share Capital of the Company and subsequent alteration of aforesaid clause of Memorandum of Association will require approval of the Members. The Board of Directors recommends the resolutions at Item No. 11 to be passed as Ordinary Resolution.

A copy of the Memorandum of Association of the Company duly amended will be available for inspection in the manner provided in the notes to this Notice.

None of the Directors/Key Managerial Personnel and their relatives is concerned or interested, financially or otherwise in the aforesaid resolution proposed to be passed as an ordinary resolution.

ANNEXURE TO THE NOTICE

Annexure-1

Details of Director seeking Appointment / Re-appointment pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Name	Mr. Gurubaxsing Jamaitising Bagga
Directors Identification Number(DIN)	06391512
Date of Birth (age)	(17-06-1947) 78 years
Qualification	Bachelor's in Commerce and LLB
Expertise in Specific Area	12 years experience in Iron and steel industry and holds substantial knowledge in real estate sector
Date of first appointment on the Board of the Company	15-10-2012
Shareholding in Kalana Ispat Limited as on 31 st March 2024	11,95,997/ 9.17%
List of Directorship held in other companies	Nil
Membership/ Chairmanship in Committees	NA
Relationship with other directors interested	Nil
Brief Resume	He possesses an extensive overall experience of 50 years, primarily as a veteran in the textile business for the entire duration. Additionally, he has over 12 years of expertise in the iron and steel industry and holds substantial knowledge in the real estate sector.
Terms & Conditions of re-appointment including remuneration payable	For a period of 3 years effecting from 27 th August, 2025
Number of Meetings of Board attended during the year	13
Details of remuneration sought to be paid and last drawn	Professional Fee
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Well versed skills in operation and sales leads to better management and smooth functioning of departments
Listed entities from which resigned in the past Three years	Nil

By order of the Board of Directors
For **Kalana Ispat Limited**

Place: Ahmedabad
Dated: 27.08.2025

sd/-
Manishi Jain
(Company Secretary &
Compliance Officer)
M. No.:A55193

ANNEXURE TO THE NOTICE

Annexure-2

Details of Director seeking Appointment / Re-appointment pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Name	Ms. Preeti Sethi
Directors Identification Number(DIN)	10926123
Date of Birth (age)	(28-11-1994) 31 years
Qualification	Professional Degree, Member of Institute of Company Secretaries of India
Expertise in Specific Area	3 years vast experience in secretarial and listing compliances along with expertise in NBFC compliances
Date of first appointment on the Board of the Company	27-08-2025
Shareholding in Kalana Ispat Limited as on 31 st March 2024	Nil
List of Directorship held in other companies	Nil
Membership/ Chairmanship in Committees	NA
Relationship with other directors interested	Nil
Brief Resume	Ms. Preeti Sethi is an Associate member of the Institute of Company Secretaries of India and is also Commerce Graduate. She possesses over 3 years of experience in the fields of Listing Compliances, Audit and handling compliances under various Corporate Laws, listing agreement; for NBFC's compliances, Initial Public Issues, Rights Issues, Bonus Issues, Preferential Allotments, QIPs, GDRs, Takeover of Listed & unlisted companies
Terms & Conditions of re-appointment including remuneration payable	For a period of 5 years effecting from 27 th August , 2025
Number of Meetings of Board attended during the year	Nil as appointed w.e.f 27 th August, 2025
Details of remuneration sought to be paid and last drawn	NA
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Well versed skills in listed and unlisted compliances
Listed entities from which resigned in the past Three years	Nil

By order of the Board of Directors
For **Kalana Ispat Limited**

Place: Ahmedabad
Dated: 27.08.2025

sd/-
Manishi Jain
(Company Secretary &
Compliance Officer)
M. No.:A55193