



# 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.

GST : 24AAFCK0351G1ZZ  
CIN : L27104GJ2012PLC072306

Date: 16<sup>th</sup> May, 2026

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 14<sup>th</sup> Annual General Meeting ('AGM') and Annual Report for the Financial Year 2025- 26**

Dear Sir/ Madam,

It is to inform you about that the 14<sup>th</sup> Annual General Meeting ("AGM") of Kalana Ispat Limited (The Company) will be held on **Tuesday, 9<sup>th</sup> June, 2026**, at 3: 00 p.m. (IST) at the venue situated at Ellisbridge Gymkhana, Law Garden, Netaji Rd, Ellisbridge, Ahmedabad, Gujarat-380006 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 14<sup>th</sup> AGM of the Company for the financial year 2025- 26 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 14<sup>th</sup> AGM along with Annual Report for the financial year 2025-26 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 NSDL. The remote e-Voting facility would be available during the following period:

The remote e-voting period begins on	Saturday, 6 <sup>th</sup> June, 2026 at 09:00 A.M.
The remote e-voting period ends on	Monday, 8 <sup>th</sup> June, 2026 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 14TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT 14<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF KALANA ISPAT LIMITED WILL BE HELD ON TUESDAY, 09<sup>TH</sup> JUNE, 2026 AT 3:00 P.M (IST) AT THE VENUE SITUATED AT ELLISBRIDGE GYMKHANA, LAW GARDEN, NETAJI RD, ELLISBRIDGE, AHMEDABAD, GUJARAT-380006 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 2026 and together with the Report of Statutory Auditors and board of directors' thereon.

**Item No. 2.** To appoint a director in place of Mr. Varghese Joseph Pottakerry (DIN: 02771578), who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

#### **Item No. 3. 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. 200 Crores (Rupees Two Hundred 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. 4 : 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. 200 Crores**



**(Rupees Two Hundred Crore 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. 5. To consider and approve Variation in the terms of the contract or objects of the Issue**

**“RESOLVED THAT** pursuant to Sections 13 and 27 of the Companies Act, 2013 (the “Act”) and other applicable provisions if any, of the Act read with Rule 32 of the Companies (Incorporation) Rules, 2014 and Rule 7 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and other applicable rules, regulations, guidelines and other statutory provisions for the time being in force, if any, and such other approvals, permissions and sanctions, as may be necessary, consent of the Members be and is hereby accorded to the Board of Directors of the Company, to vary the terms of the object referred to in the Initial Public Offering (“IPO”) prospectus of the Company dated 12<sup>th</sup> September, 2024 (the “Prospectus”), filed by the Company with the Registrar of Companies, Ahmedabad and the Securities and Exchange Board of India, including variation in the object of the issue and utilization of the IPO proceeds duly approved by the Members vide their special resolution passed through postal ballot held through e-voting concluded on 19<sup>th</sup> March, 2025 by way of deploying and/or utilise the unutilized amount/balance/ deviated proceeds of Rs. 200.46 lakhs of the existing object “Capital Expenditure for Installation of Capital Expenditure for Installation of 1.4 MW Ground Mounted Solar Power Plant for existing manufacturing plant and 1MW Ground Mounted Solar Power Plant for the proposed rolling mill as mentioned in object no.02 TPSAT Structure- towards diverted into establishment and development of the rolling mill project, including procurement and installation of plant & machinery, infrastructure creation, civil works, utilities and other ancillary requirements necessary for the proposed rolling mill as mentioned in TPSAT Structure.

**RESOLVED FURTHER THAT** in terms of the Prospectus dated 12<sup>th</sup> September, 2024 (“Prospectus”), the Company had proposed to utilize Rs. 3,259.08 (In lakhs) (representing 100% of the IPO proceeds) towards meeting Capital Expenditure for Installation of 4 MW DC & 3.5 MW AC Ground Mounted Solar Power Plant - TPSAT Structure, Capital expenditure for setting up of rolling mill at Survey No. 4/1 Taluka Sanand, Mouje Kalana village, Ahmedabad by construction of the industrial Shed, purchase of equipment/machineries, other assets etc., general corporate purposes and Issue Related Expenses of the Company.

**RESOLVED FURTHER THAT** out of the above amount, ₹200.46 (In lakhs) (representing 6.15% of the IPO proceeds) remains unutilized as on date (the “Unutilized Amount”). The said amount was initially allocated for Capital Expenditure for Installation of 4 MW DC & 3.5 MW AC Ground Mounted Solar Power Plant - TPSAT Structure and further deviated for Capital Expenditure for Installation of 1.4 MW Ground Mounted Solar Power Plant for existing manufacturing plant and 1MW Ground Mounted Solar Power Plant for the proposed rolling mill; however, the Company no longer requires these funds for such purpose, the company proposes plough the unutilised funds as stated above in the establishment and installation of rolling mill.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorised on behalf of the Company to do all such acts, deeds matters and things, as it may, in its absolute discretion, deem necessary or desirable or expedient and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval and ratification thereto expressly by the authority of this resolution.

**RESOLVED FURTHER THAT** the Board of Directors, be and is hereby authorized to delegate all or any of the powers conferred on it by or under these resolutions to any Directors or to the Managing Director or any other Officer(s) of the Company as it may consider appropriate in order to give effect to these resolutions.”



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

**Place: Ahmedabad**  
**Dated: 14.05.2026**

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



## NOTES

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the 'Act') and the Secretarial Standard - 2 on General Meeting ('SS-2'), setting out the material facts concerning each item of Special Business to be transacted at the meeting is annexed to this Notice.
2. A member entitled to attend and vote at the Annual General Meeting (the "AGM") is entitled to appoint a proxy to attend and vote on a poll instead of him and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting. Members are requested to note that a person can act as a proxy on behalf of Members not exceeding 50 members provided shareholding of those members in aggregate should not be more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
3. All the documents referred to in the accompanying notice and explanatory are open for inspection at the Registered Office of the Company during business hours from Monday to Saturday up to the date of this Annual General Meeting of the Company.
4. Corporate members intending to send their authorized representatives to attend the meeting are advised to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the meeting.
5. In case of joint holder attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. This Notice is being sent to all the members whose name appears as on **Friday, 8<sup>th</sup> May, 2026** in the register of members/beneficial owners as received from the Registrar and Transfer Agent of the Company.
7. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on **Tuesday, 2<sup>nd</sup> June, 2026 (the "Cutoff Date")** only shall be entitled to vote through Remote E-voting and at the AGM. A person who is not a member as on the Cut Off date should treat this Notice for information purpose only. The voting rights of a Member shall be in proportion to its share of the paid-up equity share capital of the Company as on the Cut Off date.
8. Relevant documents referred to in the accompanying notice are open for inspection by the members at the Registered Office of the Company on all working days, (except Saturdays and Sundays) between 11.00 A.M. and 1.00 P.M. before the date of the Meeting and copies thereof shall also available for inspection during the aforesaid period.
9. Shareholders can send their queries/complaints, if any, on an exclusive designated e-mail id: [compliance@kalanaispat.com](mailto:compliance@kalanaispat.com). The shareholders are requested to send their queries, if any, to the Company Secretary, not less than 7 days before the date of meeting, so that the requisite information/ explanations can be provided in time.
10. Members may address all the correspondences relating to change of address, share transfer, transmission, nomination etc. to the RTA at the below mentioned addresses:

**M/s. Skyline Financial Services Private Limited**

Regd. Office: 1st floor, D-153/A, Pocket D, Okhla Phase I,  
Okhla Industrial Estate, New Delhi 110020

Phone: 011 2681 2683

E-mail: [info@skylinerta.com](mailto:info@skylinerta.com)

Website: [www.skylinerta.com](http://www.skylinerta.com)

SEBI Registration Number: INR000003241



11. The Notice of AGM and Attendance Slip are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s) unless the Members have registered their request for a hard copy of the same. Members who have received the Notice of AGM and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the AGM. Members, who have received soft copy of the AGM notice and may request the Company or the RTA for hard copy of the same.
12. The entry to the meeting venue will be regulated by means of attendance slips. For attending the meeting, members, proxies and authorized representatives of the members, as the case may be, are requested to bring the enclosed attendance slip completed in all respects, including client ID and DP ID, and signed
13. In order to implement the Green Initiatives of the Government, whereby Companies have now been allowed to send/ serve notice(s) / document(s) / Annual Report(s) etc. to their members through electronic mode, your Company, pursuant to Rule 18 of the Companies(Management and Administration) Rules, 2014, hereby requests all its members to register their email ID with the Registrar and Transfer Agent (in case of Physical holding) and with the Depository Participant (in case of Dematerialized holding), if not yet provided, to promote Green Initiative.
14. As per the provisions of section 72 of the Act, the facility for making nomination is available to the members in respect of shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members holding shares in physical form may submit the same to RTA. Members holding shares in electronic form may submit the same to their respective depository participant
15. In compliance with Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules 2015, however, pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, SS-2 (Secretarial Standards on General Meeting ( issued by the Institute of company Secretaries of India (“ICSI”) and the provisions of the MCA Circulars and the SEBI Circulars, the business may be transacted through electronic voting system and the Company is providing for voting by electronic means (E-voting) to its members through remote e-voting platform provided by the NSDL to cast their votes.
16. The members who have cast their votes by remote e-voting prior to AGM may attend the AGM but shall not be entitled to cast their votes again. The instructions for e-voting are annexed to the notice.
17. The members may cast their votes on electronic voting system from place other than the venue of the Meeting (remote E-voting). The remote E-voting period shall commence on **Saturday, 6<sup>th</sup> June, 2026 at 09:00 a.m.** and will end on **Monday, 8<sup>th</sup> June, 2026 at 05:00 p.m.**
18. During this period, the shareholders of the company holding shares in dematerialized form as on Cutoff date i.e. **Tuesday, 2<sup>nd</sup> June, 2026** may cast their vote electronically. The E voting module shall be disabled by the NSDL thereafter.
19. The Company has appointed **Mr. Sumit Bajaj**, Proprietor of M/s. Sumit Bajaj & Associates, Practicing Companies Secretaries, to act as Scrutinizer, to scrutinize the entire e-voting process as well as voting in the Annual General Meeting in a fair and transparent manner. The Scrutinizer shall immediately, after the conclusion of e-voting period, unblock the votes in the presence of at least two witnesses not in the employment of the company and not later than 2 days from the conclusion of meeting, make a Scrutinizer’s report of the votes cast in favour or against, if any, to the Chairman of the Company, who shall Counter sign the same. The results shall be declared at or after the Annual General Meeting of the Company. The results declared along with the Scrutinizer’s Report shall be placed on the Website of the Company <https://www.kalanaispat.com/> immediately after the result is declared by the Chairman and communicated to National Stock Exchange of India Limited.
20. A route map showing direction to reach the venue of the AGM is given at the end of this notice as per the requirement of Secretarial Standards -2 on General Meeting.



## 21. VOTING THROUGH ELECTRONIC MEANS:

### NSDL e-Voting System – For Remote e-voting

#### THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

- (i) The voting period begins on **Saturday, 6<sup>th</sup> June, 2026 at 09:00 a.m.** and will end on **Monday, 8<sup>th</sup> June, 2026 at 05:00 p.m.** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Tuesday, 2<sup>nd</sup> June, 2026** may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholder's/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

#### **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.	1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the " <b>Beneficial Owner</b> " icon under " <b>Login</b> " which is available under ' <b>IDeAS</b> ' 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 " <b>Access to e-Voting</b> " under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> . Select " <b>Register Online for IDeAS Portal</b> " or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>

	<p>2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>3. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div data-bbox="608 757 1142 1064" style="border: 1px solid black; padding: 5px; text-align: center;"> <p><b>NSDL Mobile App is available on</b></p> <p>  <b>App Store</b>                 <b>Google Play</b> </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div> </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</p> <p>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.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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>



<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.</p>
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**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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B) Login Method for e-Voting 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***
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5. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- 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.
- How to retrieve your 'initial password'?  
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'.  
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:

- 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](http://www.evoting.nsdl.com).
- Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- 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?**

- 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 is in active status.
  - Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
  - Now you are ready for e-Voting as the Voting page opens.
  - 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.
  - Upon confirmation, the message "Vote cast successfully" will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
  - 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](mailto:cssumitbajaj@gmail.com) with a copy marked to [evoting@nsdl.com](mailto: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](http://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](http://www.evoting.nsdl.com) or call on : 022 - 4886 7000 or send a request at [evoting@nsdl.com](mailto: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@kalanaispat.com](mailto:compliance@kalanaispat.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.**
2. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto: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.

### PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Demat shareholders -Please update your email id & mobile no. with your respective Depository Participant (DP)
2. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the NSDL e-Voting System, you can write an email to [evoting@nsdl.com](mailto:evoting@nsdl.com) or contact at no. 022-48867000

### 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@kalanispat.com](mailto:compliance@kalanispat.com). The same will be replied by the company suitably.



## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

### Item No. 3: To consider and approve transactions under Section 185 of Companies Act, 2013

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 ₹200 crores (Rupees Two Hundred 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. 3 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 ₹200 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. 4: To consider and approve authorisation under section 186 of the Companies Act, 2013

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 **₹200 crores (Rupees Two Hundred 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. 4 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. 5: To consider and approve Variation in the terms of the contract or objects of the Issue**

Pursuant to the approval of the Board and the Shareholders, in the year 2024, the Company had undertaken an initial public offering of its equity shares of ₹ 10 each (the “IPO”). The net proceeds from the IPO, after deducting the issue-related expenses, were ₹ 3259.08 lakhs (the “Net Proceeds”). The objects of the Issue in the Prospectus dated 12<sup>th</sup> September, 2024 (the “Prospectus”) included the following:

- a. Capital Expenditure for Installation of 4 MW DC & 3.5 MW AC Ground Mounted Solar Power Plant - TPSAT Structure, b. Capital expenditure for setting up of rolling mill at Survey No. 4/1 Taluka Sanand, Mouje Kala village, Ahmedabad by construction of the industrial shed, purchase of equipment/machineries, other assets etc.; And c. General Corporate Purpose

Further the Members of the Company had approved the variation in the utilisation of funds from the proceeds of objects of the issue by passing resolution through postal ballot which concluded on 19<sup>th</sup> March, 2025 as stated in the prospectus in the following manner:

**Utilization Status:**

As on 31<sup>st</sup> March, 2026, out of the total IPO proceeds of ₹ 3,259.08 Lakhs, an amount of ₹ 3,058.62 Lakhs has been utilized towards Issue Expenses and General Corporate Purpose, and the balance funds remain to be deployed towards the stated objects of the issue.

Original objects of the issue	Modified Object	Amount grouped for each objects	*Modified allocation, if any	Amount Utilized (As on 31 <sup>st</sup> March, 2026)	Balance unutilized
Capital Expenditure for Installation of 4 MW DC & 3.5 MW AC Ground Mounted Solar Power Plant - TPSAT Structure	Capital Expenditure for Installation of 1.4 MW Ground Mounted Solar Power Plant for existing manufacturing plant and 1MW Ground Mounted Solar Power Plant for the proposed rolling mill as mentioned in object no.02 TPSAT Structure.	2298.75	1,103.65	903.19	200.46
Capital expenditure for setting up of rolling mill at Survey No. 4 1 Taluka Sanand, Mouje Kalana village Ahmedabad by construction of the industrial Shed, purchase of equipment machineries other assets etc.	Capital expenditure for setting up of rolling mill at Survey No.452 Khata no. 280 Khegariya Taluka Viramgam, District Ahmedabad by construction of the industrial Shed purchase of equipment machineries other assets etc.	799.45	1,994.55	1,994.55	0.00
**General Corporate Purpose		60.88	Nil	60.88	0.00



Issue related Expenses		100.00	Nil	100.00	0.00
<p>* The modification and variation in the utilisation of funds from the proceeds of objects of the issue was approved by the Members of the Company through Special resolution passed by postal ballot which concluded on 19<sup>th</sup> March, 2025</p> <p>**General Corporate Purpose amounting to Rs. 3.68 Lakhs has been utilized towards the object "Capital Expenditure for Setting up rolling Mill" during the half year ended 31st March, 2026.</p>					

Further, the Management of the Company does not foresee spending the Unutilised Amount towards the object of "Capital Expenditure for installation of 1.4 MW Ground Mounted Solar Power Plant for existing manufacturing plant and 1MW Ground Mounted Solar Power Plant for the proposed rolling mill as mentioned in object no-2-TPSAT structure. and, therefore, the Company intends to vary the terms of the aforesaid object, by way of deploying and/or utilise the unutilized amount/balance proceeds of ₹200.46 lakhs of the existing object towards the new object i.e. "Establishment and development of the rolling mill project, including procurement and installation of plant & machinery, infrastructure creation, civil works, utilities and other ancillary requirements necessary for the proposed rolling mill as mentioned in TPSAT Structure."

The Board of Directors of the Company at their meeting held on 14<sup>th</sup> May, 2026, had approve the aforesaid proposal of vary the terms of the object, subject to approval of the present and voting shareholders by Special Resolution passed at ensuing Annual General Meeting.

**The details required under the Rule 7(1) of the Companies (Prospectus and Allotment of Securities) Rules 2014 are as follows:**

**A. The original purpose or object of the Issue and total money raised:**

The Company had, in terms of the Prospectus, raised an amount of ₹ 3159.08/- Lakhs after deducting issue related expenses amounting to ₹ 100.00/- Lakhs towards the Objects in the following manners as set forth in the Prospectus:

Sr. No.	Original objects of the issue	Modified Object*
1.	Capital Expenditure for Installation of 4 MW DC & 3.5 MW AC Ground Mounted Solar Power Plant - TPSAT Structure	Capital Expenditure for Installation of 1.4 MW Ground Mounted Solar Power Plant for existing manufacturing plant and 1MW Ground Mounted Solar Power Plant for the proposed rolling mill as mentioned in object no.02 TPSAT Structure.
2.	Capital expenditure for setting up of rolling mill at Survey No. 4/1 Taluka Sanand, Mouje Kala village, Ahmedabad by construction of the industrial shed, purchase of equipment/machineries, other assets etc.	Capital expenditure for setting up of rolling mill at Survey No.452 Khata no. 280 Khegariya Taluka Viramgam, District Ahmedabad by construction of the industrial Shed purchase of equipment machineries other assets etc.
3.	General Corporate Purpose	-

\*The modification and variation in the utilisation of funds from the proceeds of objects of the issue was approved by the Members of the Company through Special resolution passed by postal ballot which concluded on 19<sup>th</sup> March, 2025

**B. Money utilized for the objects of the Company as stated in the Prospectus and the extent of achievement of such objects in percentage terms and the unutilised amount out of the money so raised through Prospectus:**

Original objects of the issue	Modified Object	Amount grouped for each objects	*Modified allocation, if any	Amount Utilized (As on 31 <sup>st</sup> March, 2026)	Balance unutilized	% of achievements as per prospectus
Capital Expenditure for Installation of 4 MW DC & 3.5 MW AC Ground Mounted Solar Power Plant - TPSAT Structure	Capital Expenditure for Installation of 1.4 MW Ground Mounted Solar Power Plant for existing manufacturing plant and 1MW Ground Mounted Solar Power Plant for the proposed rolling mill as mentioned in object no.02 TPSAT Structure.	2298.75	1,103.65	903.19	200.46	81.84%

Capital expenditure for setting up of rolling mill at Survey No. 4 1 Taluka Sanand, Mouje Kalana village Ahmedabad by construction of the industrial Shed, purchase of equipment machineries other assets etc.	Capital expenditure for setting up of rolling mill at Survey No.452 Khata no. 280 Khegariya Taluka Viramgam, District Ahmedabad by construction of the industrial Shed purchase of equipment machineries other assets etc.	799.45	1,994.55	1,994.55	0.00	100%
**General Corporate Purpose	-	60.88	Nil	60.88	0.00	100%
Issue related Expenses	-	100.00	Nil	100.00	0.00	100%

\* The modification and variation in the utilisation of funds from the proceeds of objects of the issue was approved by the Members of the Company through Special resolution passed by postal ballot which concluded on 19<sup>th</sup> March, 2025

\*\*General Corporate Purpose amounting to Rs. 3.68 Lakhs has been utilized towards the object "Capital Expenditure for Setting up rolling Mill" during the half year ended 31st March, 2026.

**C. The particulars of the proposed variation in the objects for which Prospectus was issued and alteration/variation in the objects of the Issue as stated above:**

The Company intends to vary the terms of the object, by way of deploying and/or utilise the unutilized amount/balance proceeds of ₹ 200.46 lakhs towards the object of Establishment and development of the rolling mill project, including procurement and installation of plant & machinery, infrastructure creation, civil works, utilities and other ancillary requirements necessary for the proposed rolling mill as mentioned in TPSAT Structure"

**D. The reason and justification for seeking variation:**

The Company has deviated the utilisation of IPO proceeds from the existing object relating to capital expenditure for installation of the proposed solar power plants, as the development and establishment activities pertaining to the proposed rolling mill project have substantially progressed and the management presently does not foresee an immediate operational requirement for installation of the proposed solar power plant for such facility. Accordingly, considering the current business requirements, project implementation priorities and optimum utilisation of available resources, the Company has decided to reallocate the said funds towards the establishment and development of the rolling mill project, including procurement and installation of plant & machinery, infrastructure creation, civil works, utilities and other ancillary requirements necessary for commissioning and operational readiness of the proposed rolling mill. This strategic adjustment underscores the Company's commitment to effective financial utilization as it navigates its evolving operational landscape.

**E. The proposed time limit within which the proposed varied objects would be achieved;**

The Company will utilise the unutilized amount/balance proceeds of ₹ 200.46 lakhs towards the new object of development and establishment activities pertaining to the proposed rolling mill project in the Financial Year 2026-27.

**F. The clause-wise details as specified in sub-rule (3) of rule 3 as was required with respect to the originally proposed objects of the issue: Omitted**

**G. The risk factors pertaining to the new objects and estimated financial impact of the proposed alteration on the earnings and cash flow of the company:**



The proposed reallocation of funds towards the establishment and development of the rolling mill project may expose the Company to certain risks associated with project execution, including risks relating to timely procurement and installation of plant & machinery, implementation delays, increase in project costs, regulatory approvals, availability of utilities, market demand fluctuations and commencement of commercial operations. Any delay in commissioning or stabilisation of operations of the proposed rolling mill may impact the anticipated benefits expected from the project.

However, the management believes that the proposed utilisation of funds is in the best commercial interest of the Company and is expected to strengthen its manufacturing capabilities and operational infrastructure. The proposed alteration is not expected to have any adverse long-term impact on the earnings and cash flows of the Company. Upon successful implementation and commencement of operations, the rolling mill project is expected to contribute positively towards the Company's revenue generation, operational efficiency and overall profitability."

**H. The other relevant information which is necessary for the members to take an informed decision on the proposed resolution:** None as all details are mentioned in the explanatory statement

In terms of provision of section 13 and 27 of the Companies Act, 2013 and rules made thereunder and applicable provision of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), 2018, the aforesaid proposal of variation of Objects is being placed before the shareholders at the AGM for their consideration and approval.

Since the amount remaining unutilised for the objects stated in the Prospectus dated 12th September, 2024, read together with the modified objects approved by the shareholders on 19th March, 2025, is less than 75% of the total amount raised (including General Corporate Purpose), the requirement to provide an exit offer to dissenting shareholders shall not be applicable.

All relevant documents including copy of notice, resolution and explanatory statement in relation to proposed variation of Objects would be made available for inspection.

The Directors of the Company, who are Promoters and their relatives considered to be interested in this resolution to the extent of their shareholding in the Company, as they will not provide any exit offer to the dissenting shareholders.

Except above, none of the other Directors and/or Key Managerial Personnel of the Company including their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution as set forth in item no. 5.

The Board recommends the resolution set forth in item no.5 for approval of the members as a special resolution.

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

Place: Ahmedabad  
Dated: 14.05.2026

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



## ANNEXURE TO THE NOTICE

### Annexure-A

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

<b>Name</b>	<b>Mr. Varghese Joseph Pottakerry</b>
Directors Identification Number(DIN)	02771578
Date of Birth (age)	(18/11/1955) 71 years
Qualification	Masters in Commerce
Expertise in Specific Area	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.
Date of first appointment on the Board of the Company	15/10/2012
Shareholding in Kalana Ispat Limited as on 31 <sup>st</sup> March 2026	20,85,744/ 16%
List of Directorship held in other companies	MIT IRON AND STEEL PRIVATE LIMITED
Membership/ Chairmanship in Committees	1. Member - Audit Committee 2. Member - Nomination and Remuneration Committee 3. Member - Stakeholders and Relationship Committee
Relationship with other directors interested	Nil
Brief Resume	He possesses an extensive overall experience and have rich experience in manufacturing of Alloy Billets and M.S. Billets, which has been major factor for the consistent growth of our Company. The long-term vision of growth and under the guidance of our leadership team coupled with our dedicated efforts of our management team.
Terms & Conditions of re-appointment including remuneration payable	NA
Number of Meetings of Board attended during the year	4
Details of remuneration sought to be paid and last drawn	5,00,000 p.m.
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	He has overall 28 years of experience in the metal industry.
Listed entities from which resigned in the past Three years	Nil



**Form No. MGT-11  
Proxy Form**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: L27104GJ2012PLC072306

Name of the Company: KALANA ISPAT LIMITED

Registered office: C-918, Venus Stratum, Nr. Jhansi Ki Rani Statue,  
Nehrunagar, Ahmedabad-380015

Name of the member(s): Registered Address: E-Mail Id: Folio No./Client ID:
---

I being the holder of \_\_\_\_\_ Equity Shares of the above-named Company, hereby appoint

1. Name:

Address:

Signature: ----- or failing him

2. Name:

Address:

E-mail Id:

Signature: .....

as my proxy to attend and vote (on a poll) for me and on my behalf at 14<sup>th</sup> Annual General Meeting of the company for the Financial Year 2025-26, to be held on the Tuesday, 9<sup>th</sup> June, 2026 at 3 PM. at the Ellisbridge Gymkhana, Law Garden, Netaji Rd, Ellisbridge, Ahmedabad, Gujarat-380006 ("venue") and at any adjournment thereof in respect of such resolutions as are indicated below:

**Resolution Nos.**

1. To Received, Consider and Adopt the Audited Standalone Financial Statement of the Company for the Financial Year ended 31st March 2026 and together with the Report of Statutory Auditors and board of directors' thereon.
2. To appoint a director in place of Mr. Varghese Joseph Pottakerry (DIN: 02771578), who retires by rotation and being eligible, offers himself for re-appointment.
3. To consider and approve transactions under Section 185 of Companies Act, 2013
4. To consider and approve authorisation under section 186 of the Companies Act, 2013
5. To consider and approve Variation in the terms of the contract or objects of the Issue.

Signed this .....day of .....2026 .....

Signature of shareholder

Signature of Proxy holder(s):

*Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.*



## ATTENDANCE SLIP

ANNUAL GENERAL MEETING ("AGM") OF KALANA ISPAT LIMITED SCHEDULED ON 9<sup>TH</sup> JUNE, 2026 AT 3 P.M. INDIAN STANDARD TIME (IST) AT THE VENUE SITUATED AT KRSNA LILA BY ELLISBRIDGE GYMKHANA, LAW GARDEN, NETAJI RD, ELLISBRIDGE, AHMEDABAD, GUJARAT-380006

Name and address of the member(s)	
Joint Holder 1 Joint Holder 2	
Regd. Folio/ DP ID/ Client ID	
Number of Shares held	

I / We hereby record my/ our presence at the Annual General Meeting of the company for the Financial Year 2026-27, to be held on the Tuesday, 9<sup>th</sup> June, 2026 at 03:00 PM. at the ("venue") situated at Ellisbridge Gymkhana, Law Garden, Netaji Rd, Ellisbridge, Ahmedabad, Gujarat-380006

Member's/ Proxy's name in Block Letters: \_\_\_\_\_

Signature of Member / Proxy: \_\_\_\_\_

PLEASE FILL THE ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

### Electronic Voting Particulars

*Event No.	User ID	*Default PAN/ Sequence No.

\* Only Members who have not updated their PAN with the Company/ Depository Participant shall use the default PAN in the PAN Field.

Note:

- i) Please read the instructions printed under the Important Notes to the Notice dated 14.05.2026 of the Annual General Meeting. The voting period starts from 9.00 a.m. (IST) on 6<sup>th</sup> June, 2026 and ends at 05:00 p.m. (IST) on 8<sup>th</sup> June, 2026. The voting module shall be disabled by NSDL for voting thereafter.
- ii) Proxy Form is attached to the Notice.



**BALLOT FORM**  
**(In lieu of E-Voting at the Annual General Meeting)**

1	Name of the Sole/First Member	
2	Name(s) of the Joint Member(s), if any	
3	Registered Folio No./DP ID /Client ID	
4	Number of shares held	

I/ we hereby exercise my/our vote in respect of the Resolution(s) to be passed through e-voting/ for the business stated in the notice of the Annual General Meeting of the Company held on 9<sup>th</sup> June, 2026 by conveying my/our assent or dissent to the said Resolution(s) by placing the tick (√) mark at the appropriate box below:

Item No.	Description	No. of shares held by me	I assent to the resolution	I dissent from the resolution
<b>ORDINARY BUSINESS</b>				
1.	To Received, Consider and Adopt the Audited Standalone Financial Statement of the Company for the Financial Year ended 31st March 2026 and together with the Report of Statutory Auditors and board of directors' thereon.			
2.	To appoint a director in place of Mr. Varghese Joseph Pottakerry (DIN: 02771578), who retires by rotation and being eligible, offers himself for re-appointment.			
<b>SPECIAL BUSINESS</b>				
3.	To consider and approve transactions under Section 185 of Companies Act, 2013			
4.	To consider and approve authorisation under section 186 of the Companies Act, 2013			
5.	To consider and approve Variation in the terms of the contract or objects of the Issue			

Place:

Date:

Signature of Member

## ROUTE MAP

Venue of the Annual General Meeting of the Company for the Financial Year 2026-27 is situated at Ellisbridge Gymkhana, Law Garden, Netaji Rd, Ellisbridge, Ahmedabad, Gujarat-380006

