



GST : 24AAFCK0351G1ZZ
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: 27th August, 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: Outcome of Board Meeting pursuant to Regulation 30 of SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015.

Dear Sir / Madam,

Pursuant to **Regulation 30** of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of **Kalana Ispat Limited** at their meeting held today i.e. **Wednesday, 27th August, 2025** at Registered Office situated at C 918 Venus Startum Nr Jhansi ki Ran, Nehrunagar, Azad Society, Ahmedabad, Gujarat, India, 380015, has inter-alia considered and approved the following:

1) Considered and took on record the resignation of Mr. Nishant Bali from the position of Independent Director of the Company. Mr. Nishant Bali tendered his resignation vide letter dated 27th August, 2025.

Disclosure required pursuant to Regulation 30 of the Listing Regulations read with Para A of Part A of Schedule III to the Listing Regulations and SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, is enclosed as "Annexure I".

2) Approved the appointment of Ms. Preeti Sethi (DIN: 10926123) as the Additional Director in the category of Independent Director of the Company, based on the recommendation of Nomination and Remuneration Committee, the Board of Directors in its meeting held today for the period of 5 (Five) years with effect from 27th August, 2025, subject to approval of shareholders of the company.

Ms. Preeti Sethi will be Non-Executive, Independent Director and she is not related to the Promoters or to the Promoter Group and is not debarred from holding the office of a Director pursuant to any Order of SEBI or any other such authority.

Further, the Independent Directors fulfil the criteria of Independence as required under the provisions of the Companies Act, 2013 and the Rules framed thereunder and the Listing Regulations.

Disclosure required pursuant to Regulation 30 of the Listing Regulations read with Para A of Part A of Schedule III to the Listing Regulations and SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, is enclosed as "Annexure II".

3) Considered and approved the reconstitution of Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee: Consequent to resignation of Mr. Nishant Bali, Independent Director and Chairperson of Audit Committee, and appointment of Ms. Preeti Sethi as the independent director of the company;



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Post this board meeting, the Composition of Audit Committee stands as follows:

Sr. No.	Name of the person	Category	Designation
1.	Preeti Sethi	Independent Director	Chairperson
2.	Rachna Sandeep Luthra	Independent Director	Member
3.	Varghese Joseph Pottakerry	Managing Director	Member

Post this board meeting, the Composition of Nomination and Remuneration Committee stands as follows:

Sr. No.	Name of the person	Category	Designation
1.	Rachna Sandeep Luthra	Independent Director	Chairperson
2.	Preeti Sethi	Independent Director	Member
3.	Varghese Joseph Pottakerry	Managing Director	Member

Post this board meeting, the Composition of Stakeholders and Relationship Committee stands as follows:

Sr. No.	Name of the person	Category	Designation
1.	Rachna Sandeep Luthra	Independent Director	Chairperson
2.	Preeti Sethi	Independent Director	Member
3.	Varghese Joseph Pottakerry	Managing Director	Member

3) Increase in Authorized Share Capital of the Company and consequent amendment in the capital clause of Memorandum of Association of the Company – increase authorized share capital 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/- (Rupees Fifty Crores only) divided into 5,00,00,000 (Five Crores) Equity Shares having face value of Rs. 10/- each ranking pari-passu in all respect with the existing Shares of the Company subject to the approval of Members in the Annual General Meeting ('AGM').

4) Considered and approved the alteration of main object clause of memorandum of association of the company, subject to necessary approvals more particularly described in the annexure.

Disclosure required pursuant to Regulation 30 of the Listing Regulations read with Para A of Part A of Schedule III to the Listing Regulations and SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, is enclosed as "Annexure III".

6) Appointment of M/S Sumit Bajaj & Associates ,Practicing Company Secretaries, as the secretarial auditor of the company for the Financial year 2025-26.

Disclosure required pursuant to Regulation 30 of the Listing Regulations read with Para A of Part A of Schedule III to the Listing Regulations and SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, is enclosed as "Annexure-IV".

7) Appointment of M/s Chintan Parikh & Co, Chartered Accountant as an Internal Auditor of the Company for the Financial Year 2025-26.

Disclosure required pursuant to Regulation 30 of the Listing Regulations read with Para A of Part A of Schedule III to the Listing Regulations and SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, is enclosed as "Annexure-V".



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8) Approved Remuneration pursuant to the provisions of Section 197 read with Part I and Section I of Part II of Schedule V and other applicable provisions, of the Companies Act, 2013 and through recommended by the Nomination and Remuneration Committee for payment of remuneration of Rs. 5,00,000/- per month to Mr. Varghese Joseph Pottakerry (DIN: 02771578), Managing Director of the Company, subject to approval in ensuing Annual General Meeting.

9) Approved Remuneration pursuant to the provisions of Section 197 read with Part I and Section I of Part II of Schedule V and other applicable provisions, of the Companies Act, 2013 and through recommended by the Nomination and Remuneration Committee for payment of remuneration of Rs. 5,00,000/- per month to Mr. Aftab S Khandwawala (DIN: 02771726), Director of the Company, subject to approval in ensuing Annual General Meeting.

10) Considered and approved the draft of Board Report and its annexure and annual report for the year ended 31st March, 2025.

11) The Board has also approved convening of 13th Annual General Meeting of the Members of the Company on 27th September, 2025 through Video Conferencing / Other Audio Visual Means along with draft notice convening the meeting to be dispatched to the members for seeking their approval.

12) The Board approved the appointment of Scrutinizer Mr. Sumit Bajaj proprietor of M/s. Sumit Bajaj & Associates, Practising Company Secretaries (Membership No. 45042/ CoP No. 23948) for scrutinizing the E- voting to be conducted in the 13th Annual General Meeting of the Company.

The meeting of the Board of Directors of the Company commenced at 4:00 pm and concluded at 06:30 p.m.

You are requested to take the above information on record.

Thanking You.

**For and Behalf of
Kalana Ispat Limited**

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

Enclosed: As Above



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Annexure - I

Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment of Independent Director

Sr. No.	Particulars	Remarks
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Resignation of Mr. Nishant Bali as an Independent Director of the Company, with effect from close of business hours on August 27, 2025
2.	Date and term of appointment resignation	27 th August, 2025
3.	Brief profile (in case of appointment)	NA
4.	Disclosure of relationships between directors	NA
Additional information in case of resignation of an Independent Director		
5.	Letter of Resignation along with detailed reason for resignation	Enclosed as Annexure-A
6.	Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any.	Nil
7.	The independent director shall, along with the detailed reasons, also provide a confirmation that there is no other material reasons other than those provided.	The required confirmation has been provided in the enclosed letter.

Annexure - II

Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment of Independent Director

Sr. No.	Particulars	Remarks
1.	Name of Person	Ms. Preeti Sethi
2.	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment of Ms. Preeti Sethi as an Additional Director (Non - Executive, Independent Director) of the Company, subject to approval of the Shareholders.
3.	Date and term of appointment	With effect from August 27, 2025 for a term of 5 (five) years, i.e., upto August 26, 2030
4.	Brief profile (in case of appointment)	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. With a strong foundation in corporate law structuring, He is committed to delivering strategic solutions to businesses and investors
4.	Disclosure of relationships between directors	Ms. Preeti Sethi is not related to any of the Promoters, Members of the Promoter Group and Directors of the Company and is not debarred



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		from holding the office of Director by virtue of any order of Securities and Exchange Board of India (SEBI) or any other such authority.
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Annexure-III

DISCLOSURE OF MATERIAL EVENT UNDER REGULATION 30(2) OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATION, 2015- SUMMARY OF AMENDMENTS TO THE MOA OF THE COMPANY

Pursuant to provisions of Regulation 30(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, the Company hereby discloses the material event as provided in the Schedule III of Listing Regulations:

The following sub clause (2), (3) and (4) to be inserted after sub clause (1) of clause III (A) of the Memorandum of Association of Company:

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.

Annexure-IV

Disclosure as per Regulation 30 of the Securities and Exchange Board of India ('SEBI') (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of Auditor	M/s Sumit Bajaj & Associates, Practicing Company Secretaries, Peer Reviewed Firm of Company Secretaries in Practice (Peer Review No. 6546/2025), as Secretarial Auditors of the Company.
Designation	Secretarial Auditor
Reason For Change	Appointment as Secretarial Auditor of the Company



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Date of Appointment/ re-appointment/ resignation & term of appointment	Date of appointment: 27 th August, 2025 For the FY 2025-26
Brief Profile (in Case of appointment)	<p>M/s Sumit Bajaj & Associates is headed by Mr. Sumit Bajaj; an Associate Member of The Institute of Company Secretaries of India.</p> <p>He has overall experience of more than 7 years in the field of corporate governance and compliance relating to Capital Market, Security Laws, Companies Act, Regulations in respect to NBFC's, Corporate Governance and Due Diligence. He deep understanding of SEBI Regulations and corporate Law's. While has the principal office is in New Delhi, it offers corporate secretarial services across India. The firm is registered with the Institute of Company Secretaries of India vide Registration No.: S2019DE677200.</p>

Annexure-V

Disclosure as per Regulation 30 of the Securities and Exchange Board of India ('SEBI') (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of Auditor	Mr. Chintan Parikh
Designation	Internal Auditor
Reason For Change	Appointment as Internal Auditor of the Company
Date of Appointment/ re-appointment/ resignation & term of appointment	Date of appointment: 27 th August, 2025 Term of Appointment: For the FY 2025-26
Brief Profile	Mr. Chintan Parikh is a Fellow Member of the Institute of Chartered Accountant of India (FCA No. 132316) and proprietor at M/s Chintan Parikh & Co, He has an experience in the field of Taxation, Auditing etc. He has handled various compliances related to Income Tax, VAT, GST, Custom and such other acts.
Disclosure of relationship between directors	NA

Resignation Letter

Date: 27.08.2025

To,
The Board of Directors,
Kalana Ispat Limited
C 918 Venus Startum Nr Jhansi ki Ran, Nehrunagar
Azad Society, Ahmedabad, Gujarat, India, 380015

Dear Sir/ Madam,

Subject: Resignation from the position of Independent Director of the Company

I was appointed as an Independent Director, on the Board of Directors (the Board) of Kalana Ispat Limited with effect from 28th December, 2023.

This is to inform the Board that due to my pre occupation and other personal commitment I hereby tender my resignation as an Independent Director of the Company with effect from close of business hours on 27th August, 2024. I confirm that there are no material reasons other than what is mentioned above for my resignation.

I wish to place on record my gratitude and appreciation to my esteemed Board members for their continuous support and guidance.

I take this opportunity to thank the Board and other Committee members for the support extended to me during my tenure on the Board of the Company.

Thanking you,

Yours faithfully



Nishant Bali
Director
DIN: 10440133