Date: September 07, 2026

To,
Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051.

Dear Sir / Madam,

Sub: Submission of Notice of 22nd Annual General Meeting
Ref: Kataria Industries Limited (Symbol: KATARIA)

This is to inform you that the 22nd Annual General Meeting of the Company is scheduled to be held on Tuesday, September 29, 2026 at 11:00 A.M. IST through Video Conference (VC) / Other Audio Visual Means (OAVM) in compliance with the applicable circulars of Ministry of Corporate Affairs (MCA) and SEBI to transact the businesses mentioned in the Notice of 22nd Annual General Meeting.

There being no physical shareholders in the Company, the Register of members and share transfer books of the Company will not be closed. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Tuesday, September 22, 2026, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM.

Kindly take the same on your record and oblige us.

Thanking You,

For Kataria Industries Limited

ARUN KATARIA
Digitally signed by ARUN KATARIA
Date: 2026.09.07 16:58:11 +05'30'

Arun Kataria
Managing Director
DIN: 00088999

Place: Ratlam

NOTICE OF 22ND ANNUAL GENERAL MEETING

Overview

NOTICE is hereby given that the Twenty second (22nd) Annual General Meeting (AGM) of the Members of Kataria Industries Limited (Earlier Known as Kataria Industries Private Limited) will be held on Tuesday, September 29, 2026 at 11:00 A.M. IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following businesses:

Ordinary Businesses:

1. To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as an Ordinary Resolution.
   "**RESOLVED THAT** the audited standalone financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. To appoint a Director in place of Mr. Sunil Kataria (DIN: 00092681), Non-Executive Director who retires by rotation and being eligible, seeks re-appointment.
   Explanation: Based on the terms of appointment, executive directors and non-executive directors are subject to retirement by rotation. Mr. Sunil Kataria (DIN: 00092681), who was appointed as Non-Executive Director for the current term, and is the longest-serving member on the Board, retires by rotation and, being eligible, seeks re-appointment.
   To the extent that Mr. Sunil Kataria (DIN: 00092681), Non-Executive Director of the company is required to retire by rotation, he would need to be reappointed as such. Therefore, shareholders are requested to consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution:
   "**RESOLVED THAT**, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the members of the Company be and is hereby accorded for the re-appointment of Mr. Sunil Kataria (DIN: 00092681) as such, to the extent that he is required to retire by rotation."

3. To declare a final dividend of Rupee 0.50 (Fifty Paise) per equity share of Rupees 10.00 (Rupees Ten Only) each for the financial year ended on March 31, 2026 and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution.
   "**RESOLVED THAT** a dividend at the rate of Rupee 0.50 (Fifty Paise) per equity share of Rupees 10.00 (Rupees Ten Only) fully paid-up of the Company be and is hereby declared for the financial year ended on March 31, 2026 and the same be paid as recommended by the Board of Directors of the Company, out of the profits of the Company for the financial year ended on March 31, 2026"

Special Businesses:

4. To ratify the remuneration payable to the Cost Auditor appointed by the Board of Directors of the Company for the financial year 2026-27 pursuant to Section 148 and all other applicable provisions of Companies Act, 2013:
   To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:
   "**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, the remuneration of M/s. JSK PARJ & Associates, Cost Accountants (Firm Registration No. 006015), appointed by the Board of Directors of the Company as the Cost Auditor to conduct the audit of the cost records of the Company for the Financial Year 2026-27, amounting to INR 75,000/- (Rupees Seventy-Five Thousand only), plus applicable taxes and reimbursement of travelling and other out-of-pocket expenses actually incurred in connection with the conduct of the aforesaid audit, be and is hereby ratified and confirmed;
   RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. Re-appointment of Mr. Arun Kataria (DIN 00088999) as Chairman and Managing Director of the company:
   To consider and if thought fit, to pass, with or without modification(s), the following resolutions as Special Resolutions:
   "**RESOLVED THAT**, pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013, and Schedule V of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules, regulations issued by the Ministry of Corporate Affairs in this regard and Regulation 17(1C), 17(6)(e) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) (Amendment) Regulations, 2018 and other applicable Regulations of SEBI (LODR) Regulations, 2015 including any statutory amendments, modifications or re-enactment thereof and all other

statutory approvals, as may be required and on recommendation of Nomination and Remuneration Committee and pursuant to approval of the Board of Directors (hereinafter referred to as "the Board"), the approval of the Members of the Company be and is hereby accorded for re-appointment of Mr. Arun Kataria (DIN 00088999) as Chairman and Managing Director for further period of five (5) years w.e.f. October 1, 2026, on such terms and conditions including salary and perquisites (hereinafter referred to as "remuneration") as set out in the explanatory statement annexed to this notice with the power to the board to alter and modify the same, in accordance with the provisions of the Act and in the best interest of the Company;

RESOLVED FURTHER THAT, notwithstanding anything contained in any previous resolutions and subject to the provisions of Section 197, read with Schedule V and other applicable provisions of the Companies Act, 2013, as amended from time to time, in the event of loss or inadequacy of profits in any financial year, the Company be and is hereby authorised to pay remuneration to Mr. Arun Kataria (DIN 00088999), including the remuneration set out in the Explanatory Statement annexed hereto, notwithstanding that such remuneration may exceed the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013, to the extent permissible under applicable law and fulfilment of all applicable conditions prescribed under the Companies Act, 2013 and Schedule V thereto;

RESOLVED FURTHER THAT in terms of Section 190 of the Companies Act, 2013, no formal contract of service with Mr. Arun Kataria (DIN 00088999) will be executed and this resolution along with its explanatory statement be considered as Memorandum setting out terms and conditions of re-appointment and remuneration of Mr. Arun Kataria (DIN 00088999) as Chairman and Managing Director;

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors (or any Committee thereof) be and is hereby authorized to undertake all acts, deeds and execute all documents and pass relevant resolutions, including modification and amendment of any revisions, thereof and to undertake all such steps, as may be deemed necessary in this matter;

RESOLVED FURTHER THAT the Executive Directors and the Company Secretary of the Company, either jointly or severally be and are hereby authorized to file the said resolution with the Registrar of Companies, Gwalior, and to do all such acts, deeds and things as may be necessary, expedient and incidental thereto to give effect to the above resolution."

6. Re-appointment of Mr. Anoop Kataria (DIN 06527758) as Chief Financial Officer & Whole-time Director of the Company;

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

   "RESOLVED THAT, pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 ("Act"), and Schedule V to the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable rules and regulations issued by the Ministry of Corporate Affairs in this regard, Regulation 17(1C), 17(6)(e) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and other applicable provisions of the SEBI (LODR) Regulations, 2015, including any statutory amendment(s), modification(s) or re-enactment(s) thereof, and subject to such other approvals, consents and permissions as may be required, and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company (hereinafter referred to as the "Board"), the consent of the Members of the Company be and is hereby accorded for the re-appointment of Mr. Anoop Kataria (DIN: 06527758) as Chief Financial Officer and Whole-Time Director of the Company for a further period of five (5) years with effect from October 1, 2026, on such terms and conditions, including salary and perquisites (hereinafter collectively referred to as "remuneration"), as set out in the Explanatory Statement annexed to this Notice, with authority to the Board to alter, vary, modify or revise the terms and conditions of such re-appointment and remuneration, in accordance with the provisions of the Act and in the best interests of the Company;

   RESOLVED FURTHER THAT, Mr. Anoop Kataria shall continue to discharge the functions and responsibilities of Chief Financial Officer ("CFO") of the Company in accordance with the provisions of the Act and other applicable laws, and it is hereby clarified that this resolution does not seek any separate approval of the Members for his continuation as CFO, the same being governed by the applicable provisions of law;

   RESOLVED FURTHER THAT, notwithstanding anything contained in any previous resolutions and subject to the provisions of Section 197, read with Schedule V and other applicable provisions of the Companies Act, 2013, as amended from time to time, in the event of loss or inadequacy of profits in any financial year, the Company be and is hereby authorised to pay remuneration to Mr. Anoop Kataria (DIN: 06527758), including the remuneration set out in the Explanatory Statement annexed hereto, notwithstanding that such remuneration may exceed the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013, to the extent permissible under applicable law and fulfilment of all applicable conditions prescribed under the Companies Act, 2013 and Schedule V thereto;

RESOLVED FURTHER THAT, in terms of Section 190 of the Act, no formal contract of service with Mr. Anoop Kataria (DIN: 06527758) shall be executed and this Resolution, together with the Explanatory Statement annexed to the Notice, shall be deemed to constitute the memorandum setting out the terms and conditions of his re-appointment and remuneration as Chief Financial Officer and Whole-Time Director of the Company;

RESOLVED FURTHER THAT, for the purpose of giving effect to this Resolution, the Board of Directors (or any Committee thereof) be and is hereby authorized to undertake all acts, deeds, matters and things and to execute all documents, deeds and writings and to make such filings, applications and submissions and to do all such acts, deeds and things as may be necessary, expedient or incidental thereto, including making such modifications, variations or amendments to the terms and conditions of re-appointment and remuneration as may be considered necessary or desirable and permissible under applicable laws;

RESOLVED FURTHER THAT, the Executive Directors and the Company Secretary of the Company, either jointly or severally, be and are hereby authorized to file the requisite forms, returns and documents with the Registrar of Companies, Gwalior, and with such other statutory, regulatory or governmental authorities as may be required, and to do all such acts, deeds and things as may be necessary, expedient or incidental thereto to give effect to the above Resolution."

7. **To increase the Authorized Share Capital of the Company and make consequent alteration in Clause 5 of the Memorandum of Association:**

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

   "RESOLVED THAT pursuant to the provisions of Section 13, 61, 64 and other applicable provisions, if any of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the approval of the Members of the Company be and is hereby accorded for increase in Authorised Share Capital of the Company from Rupees 22,00,00,000/- (Rupees Twenty two Crores Only) divided into 22000000 (Two Crore and Twenty Lakhs) Equity Shares of Rupees 10/- (Rupees Ten Only) each to Rupees 30,00,00,000/- (Rupees Thirty Crores Only) divided into 30000000 (Three crore) Equity Shares of Rupees 10/- (Rupees One Only) each and that existing Clause 5 of the Memorandum of Association of the Company be replaced with following new Clause 5:

   "5. The Authorised Share Capital of the Company is Rupees 300000000 divided into 30000000 equity shares of Rupees 10/- each."

   RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient, in the best interest of the Company."

8. **Approval for issuance and allotment of 60,00,000 (Sixty Lakhs) Equity Shares of face value of Rs 10/- each to the Public on Preferential basis on private placement basis ("Preferential Issue").**

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

   "RESOLVED THAT pursuant to provisions of Sections 23, 42, 62(1)(c) of the Companies Act, 2013 (the "Act") read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable provisions, if any of the Act (including amendments or any statutory modification(s) and re-enactment(s) thereof for the time being in force), and subject to the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended ("SEBI ICDR Regulations"), the Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011, as amended ("SEBI SAST Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI LODR Regulations") and the rules, regulations, notifications and circulars issued thereunder and other applicable law including any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereon from time to time by the Government of India, the Securities and Exchange Board of India ("SEBI"), Reserve Bank of India ("RBI"), the Ministry of Corporate Affairs, the National Stock Exchange of India Limited where the equity shares of the Company are listed ("Stock Exchange"), and or any other competent regulatory authority and in accordance with the uniform listing agreement entered into with the Stock Exchange and in accordance with the enabling provisions of the Memorandum of Association and Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions as may be necessary or required from regulatory or other appropriate authorities, including but not limited to the Stock Exchange and SEBI and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting such approval, consents, permissions and sanctions and which terms may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board" which expression shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this

Resolution) the consent of the members of the company be and is hereby accorded, to create, offer, allot, and issue in one or more tranches up to maximum of 60,00,000 (Sixty Lakhs) Equity Shares of Face Value of Rs. 10/- (Rupees Ten Only) each of the Company on a preferential issue on a private placement basis, ("Preferential Issue") to Kesar Tracom India LLP, Kuber Equity Services LLP, Karan Balvantbhai Patel, Premal Mukundbhai Shah, Vikas Ramesh Mehta and Kirtesh Babulal Shah ("Proposed Allottees)" as mentioned below, who are not a promoter and do not belong to the promoter(s) and the promoter group of the Company, for cash at a price of Rs. 106/- (Rupees One Hundred and Six Only) per Equity Share (including a premium of Rs. 96/- (Rupees Ninety-Six Only) ("Preferential Allotment Price"), aggregating up to Rs. 63,60,00,000 (Rupees Sixty-Three Crore Sixty Lakhs Only), which is not less than the price determined in accordance with Chapter V of the SEBI ICDR Regulations (hereinafter referred to as the "Floor Price") on such terms and conditions as mentioned below and as may be determined by the Board in accordance with the SEBI ICDR Regulations or other provisions of applicable law as may be prevailing at the time.

Details of the Proposed Allottees

Sr. No.	Name of the proposed Allottee	Category of the Investors (Promoters/ Non- Promoter)	Maximum No. of equity shares	Consideration Amount (in ₹)	Status of Proposed allottees (Individual /Body Corporate/ Trust/HUF)	Name of the Ultimate Beneficial Owner
1	Kesar Tracom India LLP	Non- Promoter	6,50,000	6,89,00,000	Body Corporate- Limited Lability Partnership	Keval Arvind Modi Mohit Hemant Nagarsheth
2	Kuber Equity Services LLP	Non- Promoter	6,50,000	6,89,00,000	Body Corporate- Limited Lability Partnership	Premal Mukundbhai Shah Keval Arvind Modi
3	Karan Balvantbhai Patel	Non- Promoter	13,50,000	14,31,00,000	Individual	Self
4	Premal Mukundbhai Shah	Non- Promoter	6,50,000	6,89,00,000	Individual	Self
5	Vikas Ramesh Mehta	Non- Promoter	13,50,000	14,31,00,000	Individual	Self
6	Kirtesh Babulal Shah	Non- Promoter	13,50,000	14,31,00,000	Individual	Self

RESOLVED FURTHER THAT the equity shares to be issued and allotted to the Proposed Allottees shall be fully paid up and rank pari passu with the existing equity shares of the Company, in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, and subject to the requirements of all applicable laws, and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT the "Relevant Date" for the purpose of determination of the price of the equity shares to be issued and allotted as above, as per SEBI ICDR Regulations is August 28, 2026, since the day 30 days prior to the date of passing of special resolution at this Annual General Meeting (i.e. Tuesday, September 29, 2026) falls on weekend and the minimum issue price has been determined accordingly in terms of provisions of Chapter V of the SEBI ICDR Regulations and that the price determined above shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time.

RESOLVED FURTHER THAT without prejudice to the generality of the above resolution, the issue of Equity Shares under Preferential Allotment to the Proposed Allottee shall be subject to the following terms and conditions, apart from others, as prescribed under applicable laws:

1. The Equity Shares to be issued and allotted pursuant to the Preferential Issue shall be listed and traded on the National Stock Exchange of India Limited (NSE) subject to receipt of necessary regulatory permissions and approvals as the case maybe.
2. The Shares to be allotted shall be subject to lock-in for such period, as specified in the provisions of Chapter V of the SEBI ICDR Regulations and allotted equity shares shall be listed on the stock exchanges subject to the receipt of necessary permissions and approvals.
3. The shares shall be allotted in dematerialized form within a period of 15 days from the date of passing the special resolution by the Members or such other extended period as may be permitted in accordance with the SEBI ICDR Regulations, provide that where the allotment of the said Equity Shares is pending on account of pendency of approval of any Regulatory Authority (including but not limited to the Stock Exchanges and/ or SEBI), the

allotment shall be completed within a period of 15 (Fifteen) days from the date of receipt of last of such approvals.

4. The Shares so offered, issued and allotted shall not exceed the number of Equity Shares as approved herein above.

5. The entire pre-preferential allotment shareholding of the Proposed Allottee, if any, in the Company shall be subject to lock-in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations and any other applicable law for the time being in force.

6. The consideration for Preferential Issue shall be paid to the Company from the bank accounts of the respective Proposed Allottee at the time of allotment.

7. Without prejudice to the generality of the above, the issue of the Equity Shares shall be subject to the terms and conditions as contained in the explanatory statement under Section 102 of the Act annexed hereto, which shall be deemed to form part hereof.

RESOLVED FURTHER THAT subject to the receipt of requisite approvals as may be required under applicable law, consent of the members of the Company is hereby accorded to record the name and details of the identified investors/ allottees in Form PAS-5 and the Company be and is hereby authorized to make an offer to the identified investors/ allottees through Letter of Offer/ Private Placement Offer Letter cum application letter in Form PAS-4 or such other form as prescribed under the Act and SEBI ICDR Regulations containing the terms and conditions of the preferential issue ("Offer Document") after passing of this resolution and upon receiving the applicable regulatory approvals and within the timelines prescribed under the applicable laws.

RESOLVED FURTHER THAT Executive Directors and / or Company Secretary of the Company be and are hereby severally authorized to take necessary steps for listing the Equity Shares, issued and allotted to the Proposed Allottee on Stock Exchanges, where the securities of the Company are listed, as per SEBI Listing Regulations and other applicable laws and regulations.

RESOLVED FURTHER THAT the Board is authorized to accept any modification(s) in the terms of issue of Equity Shares, subject to the provisions of the Act and the SEBI ICDR Regulations, without being required to seek any further consent or approval of the members.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, aforesaid Authorized Signatories be are hereby severally authorized to make, sign, execute, submit, acknowledge, endorse, applications, deeds, papers, declarations, undertakings, intimations, offer letters, and such other documents, offer letter(s), entering into contracts, arrangements, agreements, documents and to do all such acts, deeds, matters and things in this regard as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation, appointment of agencies, intermediaries and advisors for the Issue, filing of necessary forms and applications, intimations and disclosures with concerned authorities, institutions for their requisite approvals, as may be required under applicable laws from time to time, without being required to seek any further consent or approval of the Members of the Company, and to settle all questions, difficulties or doubts that may arise in regard to the issue and allotment of the Equity Shares, as stated above, to the proposed allottee and listing thereof with National Stock Exchange of India Limited (NSE).

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter(s) referred to or contemplated in any of the foregoing resolution and all incidental and ancillary things done be and are hereby approved and ratified in all respect.

9. **Appointment of Ms. Amisha Gandhi (DIN: 11930478) as Non – Executive Independent Director of the Company:**

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions of the Companies Act, 2013 ("Act"), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, and pursuant to Regulations 16, 17, 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and in accordance with the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Ms. Amisha Gandhi (DIN: 11930478), who was appointed as an Additional Director in the capacity of Non-Executive Independent Director of the Company with effect from September 05, 2026 pursuant to the provisions of Section 161(1) of the Act, and who has submitted the requisite consent to act as a Director, declaration of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR Regulations and such other declarations and confirmations as required under the Act and the SEBI LODR Regulations, and who is eligible for appointment as an Independent Director and in respect of whom the

Company has received the requisite notice under Section 160 of the Act, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years commencing from September 05, 2026 to September 04, 2031, in accordance with the provisions of Section 149(10) of the Act and Regulation 25 of the SEBI LODR Regulations;

RESOLVED FURTHER THAT the Board of Directors of the Company and/or the Company Secretary of the Company be and are hereby severally authorised to issue the letter of appointment to Ms. Amisha Gandhi setting out the terms and conditions of her appointment, including the terms of remuneration, if any, in accordance with the applicable provisions of the Act, Schedule IV to the Act and the SEBI LODR Regulations;

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and to execute all such documents, applications, forms, returns and filings, including filing of necessary forms with the Registrar of Companies and making necessary disclosures and intimations to the Stock Exchanges and other statutory authorities, as may be necessary, desirable or expedient to give effect to this resolution."

Registered Office:

34-38 and 44, Industrial Area, Ratlam,
Madhya Pradesh- 457001, India.

Place: Ratlam
Date: September 05, 2026

By order of the Board of Directors
For, **Kataria Industries Limited**
(Formerly known as Kataria Industries Private Limited)
CIN: U68100MP2004PLC029530

Arun Kataria
Managing Director
(DIN: 00088999)

Important Notes:

1. The Ministry of Corporate Affairs ("MCA") permitted holding of the AGM through VC/OAVM, without physical presence of the Members at a common venue. In compliance with the MCA Circulars, AGM of the Company is being held through VC/OAVM. The Registered Office of the Company shall be deemed to be the venue for the AGM. [General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013", General Circular Nos. 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 in relation to "Clarification on holding of AGM through VC/ OAVM, collectively referred to as "MCA Circulars"]. The detailed procedure for participation in the meeting through VC/OAVM is as per note no. 17 and available at the Company's website www.katariaindustries.co.in. Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.

2. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the businesses mentioned in the Notice, is annexed hereto. Further, the relevant details with respect to "Director seeking appointment and re-appointment at this AGM" are also provided. [Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India]

3. Since this AGM is being held pursuant to the Circular No. 14/2020 dated April 8, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

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

5. The 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 for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

6. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorization etc., authorizing its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to csanandlavingia@gmail.com with copies marked to the Company at cs@katariagroup.co.in and to National Securities Depository Limited (NSDL) at evoting@nsdl.com

7. Pursuant to Section 101 and Section 136 of the Act, read with the Companies (Management and Administration Rules) 2014, and Regulation 36 of the SEBI Listing Regulations, the Company shall serve Annual Report and other communications through electronic mode to those Members who have registered their e-mail IDs either with the Company and/or with the Depository Participants. Further, a letter providing the web-link, including the exact path, where complete details of the Annual Report shall also be sent to those shareholder(s) who have not so registered.

8. Members may note that the Notice of the AGM and Annual Report 2025-26 will also be available on the website of the Company at www.katariaindustries.co.in and websites of the Stock Exchange i.e. National Stock Exchange of India Limited at www.nseindia.com.

9. In case of joint holders attending the AGM together, only holder whose name appearing first will be entitled to vote.

10. Members seeking any information with regard to the accounts or any matter to be placed at the AGM or who would like to ask questions or registered themselves as Speaker, are requested to write to the Company mentioning their name demat account number/folio number, email id, mobile number at cs@katariagroup.co.in on or before September 21, 2026 so as to enable the management to keep the information ready. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

11. Those shareholders who have not yet registered their e-mail address are requested to get their e-mail addresses submitted, by following the procedure given below;

(a) In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@katariagroup.co.in.

(b) 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 cs@katariagroup.co.in. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

(c) Alternatively, member may send an e-mail request to evoting@nsdl.com for obtaining User ID and Password by proving the details mentioned in Point (a) or (b) as the case may be.

12. Members are requested to intimate changes, if any, pertaining to their demographic details, to their DPs in case the shares are held in electronic form.

13. 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. Members can contact their DP.

14. Inspection by Members: All documents referred to in the accompanying Notice and the Explanatory Statement are available electronically for inspection without any fees by the Members from the date of circulation of this Notice up to the date of the AGM. The said documents are also available for inspection at the registered office of the Company during office hours on all working days from the date of dispatch of the Notice till the date of AGM. 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 for inspection by the Members in electronic mode during the AGM. Members who wish to seek inspection may send their request through an email at cs@katariagroup.co.in up to the date of the AGM.

15. In line with the measures of "Green Initiatives", the Act provides for sending Notice of the AGM and all other correspondences through electronic mode. Hence, Members who have not registered their email IDs so far with their depository participants are requested to register their email ID for receiving all the communications, including Annual Report, Notices, etc., in electronic mode. The Company is concerned about the environment and utilises natural resources in a sustainable way.

16. The SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/ OIAE_IAD-1/P/CIR/2023/135 dated August 04, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-1/P/ CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ('ODR Portal') for the resolution of disputes arising in the Indian Securities Market. Pursuant to the above-mentioned circulars, after exhausting the option to resolve their grievances with the RTA/ Company directly and through the 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 at www.katariaindustries.co.in.

17. **PROCESS AND MANNER FOR MEMBERS OPTING FOR VOTING THROUGH ELECTRONIC MEANS AND PARTICIPATING AT THE ANNUAL GENERAL MEETING THROUGH VC/OAVM:**

i. 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 Regulations(as amended), and the Circulars issued by the MCA dated April 8, 2020, April 13, 2020, May 5, 2020 and SEBI Circular dated May 12, 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 NSDL, as the Authorised e-voting agency for facilitating voting through electronic means. The facility of casting votes by a member using remote e-voting as well as e-voting system on the date of the AGM will be provided by NSDL.

ii. There being no physical shareholders in the Company, the Register of members and share transfer books of the Company will not be closed. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Tuesday, September 22, 2026, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.

iii. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. Tuesday, September 22, 2026, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the AGM by following the procedure mentioned in this part.

iv. The remote e-voting will commence on 9:00 A.M. on Saturday, September 26, 2026 and will end on 5:00 P.M. on Monday, September 28, 2026. During this period, the members of the Company holding shares as on the Cut-off date i.e. Tuesday, September 22, 2026 may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by NSDL thereafter.

v. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.

vi. The voting rights of the members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date i.e. Tuesday, September 22, 2026.

vii. The Company has appointed M/s. PRASAD AND PARTNERS LLP (Formerly known as M/S. ALAP & CO. LLP) (LLPIN: ACA 1561), Practicing Company Secretaries, as Scrutinizer, who has consented as such, for conducting the remote e voting process as well as the e voting system on the date of the Annual General Meeting, in a fair and transparent manner. replace with this

18. **DIVIDEND:**

i. The Board of Directors of the Company ('Board') at its meeting held on September 5, 2026 has fixed Tuesday, September 22, 2026 as the Record Date for determining the Members entitled to receive dividend for the Financial Year ended March 31, 2026, subject to approval of the shareholders at this AGM.

ii. The dividend, if approved by the Members at the AGM, will be paid subject to deduction of income-tax at source ('TDS') on or after Saturday, October 03, 2026, only through electronic mode, as under:

Ordinary Shares held in electronic form: To all beneficial owners of the shares as per details furnished by the Depositories as of close of business hours on Tuesday, September 22, 2026, for this purpose.

iii. TDS on Dividend:

a) Dividend income is taxable in the hands of the members and the Company is required to deduct tax at source ("TDS") from dividend paid to the members at prescribed rates as per the Income Tax Act, 2025 and Finance Acts of the respective years. In general, no tax will be deducted on payment of dividend to category of members who are resident individuals (with valid PAN details updated in their folio/client ID records) and the total dividend amount payable to them does not exceed H 10,000 (Rupees Ten Thousand Only). Members not falling in the said category, can go through the detailed note with regards to the applicability of tax rates for various other categories of members and the documents that need to be submitted for nil or lower tax rate, which has been provided on the Company's website at www.katariaindustries.co.in.

b) All communications/queries in this respect should be addressed to our RTA, Bigshare Services Private Limited at their Email ID at tds@bigshareonline.com, on or before Record date for the dividend in order to enable the Company to determine and deduct appropriate TDS / Withholding Tax. Incomplete and/or unsigned forms and declarations will not be considered by the Company. All communication received upto Friday, 18th September, 2026 by 05:00 P.M. on the tax determination/ deduction shall be considered for the dividend.

c) Shareholders are requested to update tax residential status, Permanent Account Number (PAN), registered email address, mobile numbers and other details with their Depository Participants, in case the shares are held in dematerialized form. Shareholders holding shares in physical mode, are requested to furnish details to the Company's RTA.

d) The formats of above declarations are available on the website of the Company at www.katariaindustries.co.in and also on the website of RTA at https://www.bigshareonline.com/resources-sebi_circular.aspx. The aforementioned documents (duly completed and signed) are required to be submitted to the Company's RTA at tds@ bigshareonline.com.

e) All the documents submitted by the shareholders will be verified by the Company and the Company will consider the same while deducting the appropriate taxes if they are in accordance with the provisions of the Income Tax Act, 2025. Shareholders may note that in case the tax on said dividend is deducted at a higher rate in absence of receipt of the aforementioned details/ documents, option is available to the shareholder to file the return of income as per the Income Tax Act, 2025, and claim an appropriate refund, if eligible.

f) In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the shareholder, the shareholder will be responsible to indemnify the Company and also, provide the Company with all information / documents and cooperation in any tax proceedings.

g) This Communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax consequences in the matter of dividend payment. Shareholders should consult their tax advisors for requisite action to be taken by them.

h) Shareholders are further requested to complete necessary formalities to link their bank accounts to their demat accounts to enable the Company to make timely credit of dividend in respective bank account.

i) Shareholders are requested to note that the information relating to the applicable provisions of TDS on the Final Dividend for the financial year 2025-26, including the applicable rates and requisite declarations/documents to be furnished by the shareholders, is available on the website of the Company at https://www.katariaindustries.co.in/wp-content/uploads/2026/09/TDS-circular-FinalDividend-2025-26.pdf.

Shareholders are requested to read the said information carefully and ensure submission of the requisite documents, declarations or forms, wherever applicable, within the prescribed timelines to enable the Company to determine the appropriate rate of TDS.

iv. Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2025, with effect from November 19, 2025, all dividends shall be processed only in electronic mode, and payment through dividend warrants or cheques has been discontinued. Payment shall be made subject to:

• Folio being KYC compliant, i.e., PAN, contact details including Mobile No., bank account details and specimen signature are registered with the Company/ RTA (for shareholders holding shares in physical form)

• Updating of bank details with Depository Participants (for shareholders holding shares in dematerialised form)

v. Unclaimed Dividend and Investor Education and Protection Fund (IEPF):

Members are requested to note that, dividends if not encashed for a period of 7 (seven) years from the date of transfer of unclaimed dividend to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ('IEPF'). The shares in respect of which dividend remain unclaimed for 7 (seven) consecutive years are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/Claimants are requested to claim their unclaimed dividends from the Company, within the stipulated timeline. The Members whose unclaimed dividends and/or shares have been transferred to IEPF may write to the Company/RTA and submit the required documents for issue of Entitlement Letter. The Members may then make an application to the IEPF Authority in web Form IEPF-5 (available on www.iepf.gov.in) by attaching the Entitlement Letter and other documents.

THE INSTRUCTONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING

The remote e-voting period begins on Saturday, September 26, 2026 at 09:00 A.M. and ends on Monday, September 28, 2026 at 05:00 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. Tuesday, September 22, 2026, 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 September 22, 2026.

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	Amount of Transaction
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS'section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting

Type of Shareholders	Amount of Transaction
	your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. 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 4. 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. 5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login Type	Helpdesk Details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-099110

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 csanandlavingia@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 to 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 physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@katariagroup.co.in.

2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) tocs@katariagroup.co.in. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies,

Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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.

Contact Details

Company	**KATARIA INDUSTRIES LIMITED (Formerly known as Kataria Industries Private Limited)** 34-38 and 44, Industrial Area, Ratlam, Ratlam, Madhya Pradesh, India,457001 Tel No.: +91 9425195200; Email:cs@katariagroup.co.in; Web:www.katariaindustries.co.in
Registrar and Transfer Agent	**BIGSHARE SERVICES PRIVATE LIMITED** Office No. S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai - 400093 Tel No.: +91 22 6263 8200; Email: investor@bigshareonline.com
E-Voting Agency & VC / OAVM	Email: evoting@nsdl.com NSDL help desk 022 - 4886 7000
Scrutinizer	**M/s. PRASAD AND PARTNERS LLP (Formerly known as M/S. ALAP & CO. LLP), Practicing Company Secretaries - Mr. Anand S Lavingia** Email: csanandlavingia@gmail.com; Tel No.:+91 79 3578 9144

Explanatory Statement

(pursuant to Section 102 (1) of the Companies Act, 2013 and pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the accompanying Notice dated September 05, 2026)

Item No. 4:

Ratification of Remuneration to the Cost Auditor for the Financial Year 2026-27 – Ordinary Resolution

In accordance with the provisions of Companies (Cost Records and Audit) Rules, 2014, the Company is required to get its Cost Records audited from a qualified Cost Accountant. The Board of Directors at its meeting held on September 05, 2026, on the recommendation of Audit Committee, approved the appointment and remuneration of M/s. JSK PARJ & Associates, Cost Accountant (having Firm Registration No. 006015), to conduct the audit of the cost records of the Company for the financial year 2026-27.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditor is to be ratified by the Members of the Company.

Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditor for the financial year 2026-27 as set out in the resolution for aforesaid services to be rendered by them.

The Board of Directors recommends the resolution at Item No. 4 of this Notice for your approval.

None of the Directors, Key Managerial Personnel and relatives thereof has any concern or interest, financial or otherwise in the resolution at Item No. 4 of this Notice.

Item No. 5:

Re-appointment of Mr. Arun Kataria (DIN 00088999) as Chairman and Managing Director of the company: SPECIAL RESOLUTIONS

The Board of Directors of the Company, in their Meeting held on September 05, 2026, has, subject to approval of members, re-appointed Mr. Arun Kataria (DIN 00088999) as Chairman and Managing Director of the company, for further period of 5 (five) years with effect from October 1, 2026, on terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee of the Board which is set out hereunder.

The Nomination and Remuneration Committee has noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions. Mr. Arun Kataria (DIN 00088999) is not disqualified from being appointed Chairman and Managing Director in terms of Section 164 of the Act and has given his consent to act as Director.

It is proposed to seek the members' approval for the re-appointment of and remuneration payable to Mr. Arun Kataria (DIN 00088999) as Chairman and Managing Director of the Company, in terms of the applicable provisions of the Act.

Further, in terms of SEBI (Listing Obligations and Disclosure Requirement) Amendment Regulations, 2018 the remuneration of the Promoter Executive Directors shall not exceed ₹ 5,00,00,000 (Rupees Five crore) or 2.5% of net profits whichever is higher or there is more than one Executive Directors, the aggregate annual remuneration to such directors is exceeds 5% of the net profit. The prescribed resolution required approval of Shareholders of the company as special resolution under these regulations.

Further, pursuant to the provisions of Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time, the Company may, in the event of loss or inadequacy of profits in any financial year, pay the remuneration proposed herein to Mr. Arun Kataria (DIN 00088999), notwithstanding that such remuneration may exceed the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013, to the extent permissible under applicable law and subject to fulfilment of the applicable conditions and requirements prescribed thereunder. Pursuant to Sections 196, 197, 198, 203 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirement) Amendment Regulations, 2018, the appointment of Mr. Arun Kataria (DIN 00088999) as Chairman and Managing Director of the Company is now being placed before the Members for their approval by way of Special Resolutions.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder;

General Information:

Nature of Industry: The Company is engaged in the business of manufacturing and trading of ferrous and non-ferrous metal products, wires, cables and related products, and is also engaged in real estate development, construction, redevelopment, infrastructure development, and allied real estate consultancy and property management services.

Date or expected date of commencement of commercial production: The Company has already commenced its commercial production.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable

Financial performance based on given indicators:

(₹ In Lakhs)

Particulars	Standalone	
	F.Y. 2025-26	F.Y. 2024-25
Revenue from Operations	33,103.82	35,060.74
Other Income	152.82	139.20
Total Income	**33,256.64**	**35,199.94**
Less: Total Expenses before Depreciation, Finance Cost and Tax	30,988.44	33,031.96
Profit before Depreciation, Finance Cost and Tax	**2,268.20**	**2,167.98**
Less: Depreciation	528.99	539.07
Less: Finance Cost	104.10	298.82
Profit Before Tax	**1,635.12**	**1,330.09**
Less: Current Tax	418.98	349.54
Less: Current Tax Expense Relating to Prior years	22.32	(59.31)
Less: Deferred tax Liability (Asset)	(18.65)	(55.71)
Profit after Tax	**1,212.46**	**1,095.57**

Foreign investments or collaborations, if any: No collaborations have been made by the Company with any of foreign entity. Further, as at March 31, 2026, total holding of NRI Shareholders was 56400 Equity Shares.

Information about the appointee:

Background Details: He has completed his Commerce Graduation and also cleared M.Com. Part-I from Vikram University, Ujjain. He is associated with our company as a Managing Director from May 2004. He is having expertise over financial management, marketing and export and strategic planning. At present he looks after the domestic and international market, automation of production process, quality control business operation and management of our company. He is having experience of more than 20 years in the management of manufacturing company. He looks after overall marketing, production and financial management of the company.

Past Remuneration: In the financial year 2025-26, Mr. Arun Kataria (DIN 00088999) was paid total remuneration and perquisite of Rupees 18.00 Lakh as Managing Director.

Recognition or awards: Nil.

Job Profile and his suitability: Mr. Arun Kataria (DIN 00088999) is responsible for handling the overall operations of the Company including Client Relationships. His experience and knowledge has helped the Company to great extent.

Terms and Conditions of Remuneration:-

Basic Salary up to Rupees 10,00,000/- per month excluding perquisite mentioned hereunder for a period of 5 years from the date of re-appointment with an increment of 10% every year;

Provided that Increment shall be applicable w.e.f. April 1 of every year and the first increment shall be applicable w.e.f. April 1, 2027;

Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):

Taking into consideration the size of the Company, the profile of Mr. Arun Kataria (DIN 00088999), the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.

Mr. Arun Kataria (DIN 00088999) has pecuniary relationship to the extent he is Promoter – Managing Director - Shareholder of the Company and cousin brother of Mr. Anoop Kataria (DIN 06527758), Wholetime Director and Mr. Sunil Kataria (DIN 00092681) Director of the Company.

In compliance with the provisions of Sections 196, 197, 198 and other applicable provisions of the Act, read with Schedule V to the Act SEBI (Listing Obligations and Disclosure Requirement) Amendment Regulations, 2018, the terms of appointment and remuneration specified above are now being submitted to the Members for their approval. Further, remuneration proposed above shall be valid for a period of three years w.e.f. October 1, 2026 until revised further.

The Board of Directors is of the view that the re-appointment of Mr. Arun Kataria (DIN 00088999) as Chairman and Managing Director will be beneficial to the operations of the Company and accordingly recommends the Special Resolution at Item No. 5 of the accompanying Notice for approval by the Members of the Company.

Except Mr. Arun Kataria (DIN 00088999), Mr. Anoop Kataria (DIN 06527758), Mr. Sunil Kataria (DIN 00092681) and their relatives to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

The statement of additional information required to be disclosed as per Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard II issued by ICSI is attached at the end of this Explanatory Statement and must be read as the part of this Notice.

Item No. 6:

Re-appointment of Mr. Anoop Kataria (DIN 06527758) as Chief financial officer and Whole-time Director of the Company: SPECIAL RESOLUTIONS

The Board of Directors of the Company, in their Meeting held on September 05, 2026, has, subject to approval of members, re-appointed Mr. Anoop Kataria (DIN 06527758) as Chief financial officer and Whole-Time Director, for further period of 5 (five) years with effect from October 1, 2026, on terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee of the Board which is set out hereunder.

The Nomination and Remuneration Committee has noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions. Mr. Anoop Kataria (DIN 06527758) is not disqualified from being appointed Chief financial officer and Whole-Time Director in terms of Section 164 of the Act and has given his consent to act as Director.

It is proposed to seek the members' approval for the re-appointment of and remuneration payable to Mr. Anoop Kataria (DIN 06527758) as a Chief financial officer and Whole-Time Director of the Company, in terms of the applicable provisions of the Act.

Further, in terms of SEBI (Listing Obligations and Disclosure Requirement) Amendment Regulations, 2018 the remuneration of the Promoter Executive Directors shall not exceed ₹ 5,00,00,000 (Rupees Five crore) or 2.5% of net profits whichever is higher or there is more than one Executive Directors, the aggregate annual remuneration to such directors is exceeds 5% of the net profit. The prescribed resolution required approval of Shareholders of the company as special resolution under these regulations.

Further, pursuant to the provisions of Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time, the Company may, in the event of loss or inadequacy of profits in any financial year, pay the remuneration proposed herein to Mr. Anoop Kataria (DIN 06527758), notwithstanding that such remuneration may exceed the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013, to the extent permissible under applicable law and subject to fulfilment of the applicable conditions and requirements prescribed thereunder.

Mr. Anoop Kataria is presently associated with the Company as Chief Financial Officer ("CFO") and shall continue to discharge the functions and responsibilities of CFO in accordance with the provisions of the Companies Act, 2013 ("Act") and other applicable laws. The proposed resolution relates only to his re-appointment and remuneration in the capacity specified therein and does not seek any separate approval of the Members for his continuation as CFO. His continuation as CFO shall be governed by the applicable provisions of the Act and other applicable laws.

Pursuant to Sections 196, 197, 198, 203 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirement) Amendment Regulations, 2018, the appointment of Mr. Anoop Kataria (DIN 06527758) as Chief financial officer and Whole-Time Director of the Company is now being placed before the Members for their approval by way of Special Resolutions.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder;

General Information:

Nature of Industry: The Company is engaged in the business of manufacturing and trading of ferrous and non-ferrous metal products, wires, cables and related products, and is also engaged in real estate development, construction, redevelopment, infrastructure development, and allied real estate consultancy and property management services.

Date or expected date of commencement of commercial production: The Company has already commenced its commercial production.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable

Financial performance based on given indicators:

(₹ In Lakhs)

Particulars	Standalone	
	F.Y. 2025-26	F.Y. 2024-25
Revenue from Operations	33,103.82	35,060.74
Other Income	152.82	139.20
Total Income	**33,256.64**	**35,199.94**
Less: Total Expenses before Depreciation, Finance Cost and Tax	30,988.44	33,031.96
Profit before Depreciation, Finance Cost and Tax	**2,268.20**	**2,167.98**
Less: Depreciation	528.99	539.07
Less: Finance Cost	104.10	298.82
Profit Before Tax	**1,635.12**	**1,330.09**
Less: Current Tax	418.98	349.54
Less: Current Tax Expense Relating to Prior years	22.32	(59.31)
Less: Deferred tax Liability (Asset)	(18.65)	(55.71)
Profit after Tax	**1,212.46**	**1,095.57**

Foreign investments or collaborations, if any: No collaborations have been made by the Company with any of foreign entity. Further, as at March 31, 2026, total holding of NRI Shareholders was 56400 Equity Shares.

Information about the appointee:

Background Details: He has completed his B.Com from University of Wollongong, Australia from Dubai Branch. He served as Directors with more than 10 companies during the year 2015 to 2023. He is having expertise in finance and accounting sells and marketing, investment and strategy. At present as whole time Director and CFO he provides guidance for preparing annual operating plan for our organization, execute and implement the strategy and business plan in accordance with decision of board of Directors. He overall supervises the books of accounts and advises the company for proper utilization of resources. He keeps informed the board about financial position of the company and work within the budget guidelines decided by the board of directors over and above this he takes care of legal and statutory compliances and also overview the marketing aspects.

Past Remuneration: In the financial year 2025-26, Mr. Anoop Kataria (DIN 06527758) was paid total remuneration of Rupees 18.00 Lakh as Chief Financial Officer and Whole-Time Director.

Recognition or awards: Nil.

Job Profile and his suitability: Mr. Anoop Kataria (DIN 06527758) is responsible for human capital management, looking after administration and business planning for our Company.

Terms and Conditions of Remuneration:-

Basic Salary up to Rupees 10,00,000/- per month excluding perquisite mentioned hereunder for a period of 5 years from the date of re-appointment with an increment of 10% every year;

Provided that Increment shall be applicable w.e.f. April 1 of every year and the first increment shall be applicable w.e.f. April 1, 2027;

Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):

Taking into consideration the size of the Company, the profile of Mr. Anoop Kataria (DIN 06527758), the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.

Mr. Anoop Kataria (DIN 06527758) has pecuniary relationship to the extent he is Promoter – Wholetime Director - Shareholder of the Company and cousin brother of Mr. Arun Kataria (DIN 00088999), Managing Director and Mr. Sunil Kataria (DIN 00092681) Director of the Company.

In compliance with the provisions of Sections 196, 197, 198 and other applicable provisions of the Act, read with Schedule V to the Act SEBI (Listing Obligations and Disclosure Requirement) Amendment Regulations, 2018, the terms of appointment and remuneration specified above are now being submitted to the Members for their approval. Further, remuneration proposed above shall be valid for a period of three years w.e.f. October 1, 2026 until revised further.

The Board of Directors is of the view that the re-appointment of Mr. Anoop Kataria (DIN 06527758) as Chief financial officer and Whole-Time Director will be beneficial to the operations of the Company and accordingly recommends the Special Resolution at Item No. 6 of the accompanying Notice for approval by the Members of the Company.

Except Mr. Anoop Kataria (DIN 06527758), Mr. Sunil Kataria (DIN 00092681), Mr. Arun Kataria (DIN 00088999), and their relatives and his relatives to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

The statement of additional information required to be disclosed as per Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard II issued by ICSI is attached at the end of this Explanatory Statement and must be read as the part of this Notice.

Item No. 7:

To increase the Authorized Share Capital of the Company and make consequent alteration in Clause 5 of the Memorandum of Association: SPECIAL RESOLUTIONS

In order to broad base capital structure of the Company and to enable the Company to issue further shares, it is proposed to increase the authorized share capital of the Company from Rupees 22,00,00,000/- (Rupees Twenty two Crores Only) divided into 22000000 (Two Crore and Twenty Lakhs) Equity Shares of Rupees 10/- (Rupees Ten Only) each to Rupees 30,00,00,000/- (Rupees Thirty Crores Only) divided into 30000000 (Three crore) Equity Shares of Rupees 10/- (Rupees One Only) each, by way of creation of an additional 8000000 (Eighty Lakhs) Equity Shares of Rupee 10/- (Rupee Ten only) each, ranking pari passu in all respect with existing equity shares of the company, aggregating to Rupees 8,00,00,000/- (Rupees Eight Crores only).

As a consequence of increase of authorized share capital of the Company, the existing authorized share capital clause (Clause 5) in the Memorandum of Association of the Company is required to be altered accordingly. The proposed increase of authorized share capital requires the approval of members of the Company in general meeting under Sections 13, 61, 64 and other applicable provisions of the Companies Act, 2013, as well as any other applicable statutory and regulatory approvals.

The Draft amended Memorandum of Association has been placed on the website of the Company - www.katariaindustries.co.in for Members' Inspection.

Therefore, the Board recommends the resolution hereof for approval of the shareholders as Special Resolution.

None of the directors or any key managerial personnel or any relative of any of the directors/key managerial personnel of the Company is, in anyway, concerned or interested in the above Resolution except to the extent of their shareholding in the Company.

Item No. 8

Approval for issuance and allotment of 60,00,000 (Sixty Lakhs) Equity Shares of face value of Rs 10/- each to the Public on Preferential basis on private placement basis ("Preferential Issue"): SPECIAL RESOLUTIONS

Pursuant to the resolution passed by the Board of Directors of the Company in their meeting held on Saturday, September 05, 2026 and subject to the necessary statutory and regulatory approvals, if any, the Board has approved the creation, offer, issue and allotment of up to 60,00,000 (Sixty Lakhs) fully paid-up Equity Shares at a price of ₹ 106/- (Rupees One Hundred and Six Only) to Public for a total cash consideration of ₹ 63,60,00,000/- (Rupees Sixty Three Crore and Sixty Lakhs Only) on Preferential Allotment basis.

In terms of Section 62(1)(c) read with Sections 42 of the Companies Act, 2013 and rules made thereunder ("Act"), and in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("ICDR Regulations") as amended and on the terms and conditions and formalities as stipulated in the Act and the ICDR Regulations the Preferential Issue requires approval of the shareholders of the Company by way of a special resolution. Accordingly, consent of the members is being sought in terms of Section 42 & 62(1)(c) of the Companies Act 2013 and Chapter V of the SEBI (ICDR) Regulations, 2018.

The details of the issue and other particulars as required in terms of Regulation 163 of the Chapter V of the SEBI (ICDR) Regulations, 2018, Rule 13 of Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of Companies (Prospectus and allotment of securities) Rules, 2014 in relation to the above said Special Resolution are given as under.

1. Objects of the preferential issue:

The proposed issue of 60,00,000 (Sixty Lakhs) Equity Shares is being made for cash:

The Company proposes to raise an amount aggregating up to ₹ 63,60,00,000/- (Rupees Sixty Three Crore and Sixty Lakhs Only) through the Preferential Issue. The Objects of the Preferential issue are as below:

Sr. No.	Objects of the Issue	Amount (₹ in Lakhs)	Percentage of amount proposed to be utilized to overall Preferential Issue	Estimated deployment or Utilizations of Net Proceeds in Fiscal 2026-2027 (₹ in Lakhs)	Estimated deployment or Utilizations of Net Proceeds in Fiscal 2027-2028 (₹ in Lakhs)
1	Repayment of secured/ unsecured loan*	3,600.00	56.61%	3,600.00	-
2	Funding Working Capital Requirement of our Company;*	2,060.00	32.39%	824.00	1,236.00
3	General Corporate Purpose (GCP)$	700.00	11.00%	210.00	490.00
	Total	**6,360.00**	**100.00%**	**4,634.00**	**1,726.00**

**As certified by M/s. Ashok Kumar Agrawal & Associates, Chartered Accountants, Statutory Auditors of our Company, through their certificate dated September 05, 2026.*

$The amount to be utilised for GCP will not exceed twenty five percent (25%) of the amount being raised by our Company through the Preferential Issue.

Note: Total amount of issue size allocated for the aforesaid objects of the Preferential Issue shall together be used only for the object of the issue as specified in the above table and same will not be added to General Corporate Purposes (GCP).

The above fund requirements are based on our current business plan, managements' estimates and have not been appraised by any bank or financial institution. Our Company proposes to deploy the entire Net Proceeds towards the aforementioned Objects during Fiscal 2026-27 and 2027-2028. In the event that the estimated utilization of the Net Proceeds in scheduled fiscal years are not completely met, due to the reasons stated above, the same shall be utilized in the next fiscal year i.e. Fiscal 2028-2029, as may be determined by the Board or duly appointed Committee thereof, in accordance with applicable laws. This may entail rescheduling and revising the planned expenditure and funding requirements and increasing or decreasing the expenditure for a particular purpose from the planned expenditure as may be determined by the Board subject to compliance with applicable law. The Company may also, subject to applicable laws, utilize the Net Proceeds towards the respective Objects of the Issue prior to the scheduled time lines set out above, depending upon the actual requirements and availability of funds, and such utilization shall not be construed as an alteration or change in the Objects of the Issue.

In terms of the NSE Circular No. NSE/CML/2022/56 dated December 13, 2022, the amount specified for General Corporate Purpose shall not exceed 25% of the funds raised through Preferential issue and also the amount specified for the aforementioned Objects may deviate +/- 10% depending upon the future circumstances, given that the Objects are based on estimates and other commercial and technical factors. Accordingly, the same is dependent on a variety of factors such as financial, market and sectoral conditions, business performance and strategy, competition and other external factors, which may not be within the control of the Company and may result in modifications to the proposed schedule for utilization of the Issue Proceeds at the discretion of the Board, subject to compliance with applicable laws.

Monitoring of Utilization of Funds:

Since the proceeds from the Issue is less than ₹100 Crores, in terms of Regulation 162A of Chapter V of SEBI (ICDR) Regulations, 2018 hence appointment of Monitoring Agency to monitor the use of proceeds of this preferential issue is not required.

2. Kinds of securities offered, Maximum number of securities to be issued and price at which the allotment is proposed:

The Company proposes to issue and allot 60,00,000 (Sixty Lakhs) Equity Shares of ₹ 10/- (Rupees Ten Only) each at a price of ₹106/- (Rupees One Hundred and Six Only) each (including premium of ₹ 96/- each) and on preferential basis for Cash consideration, such share price being not less than the minimum price as on Relevant Date as determined in accordance with Chapter V of ICDR Regulations ("Floor Price").

3. The class or classes of persons to whom the allotment is proposed to be made:

The proposed preferential allotment of Equity Shares is made to Individuals and Limited Liability Partnership (LLP) belonging to Public category.

4. Intention of Promoters, Directors, Key Managerial Personnel or Senior Management of the issuer to subscribe to the offer:

None of the existing Directors, Key Managerial Personnel or Senior Management of the Company have shown their intention to subscribe to proposed Preferential Issue of Equity Shares.

5. Date of passing Board Resolution: Saturday, September 05, 2026.

6. Amount which the Company intends to raise by way of such issue of securities:

The Company proposes to raise an amount aggregating up to ₹ 63,60,00,000/- (Rupees Sixty Three Crore and Sixty Lakhs Only) through the Preferential Issue.

7. Shareholding pattern before and after Preferential Issue would be as follows:

Sr. No.	Category	Pre-Preferential Issue[1]		Post Preferential Issue considering allotment of 60,00,000 Equity Shares[2]	
		No. of Shares Held	% of Shares Holding	No. of Shares Held	% of Shares Holding
A	Promoters Holding				
1	Indian				
	Individual	1,61,44,434	74.98	1,61,44,434	58.64
	Bodies Corporate	-	-	-	-
	Sub-Total	1,61,44,434	74.98	1,61,44,434	58.64
2	Foreign Promoters	-	-	-	-
	Sub-Total (A)	1,61,44,434	74.98	1,61,44,434	58.64
B	Non-promoters' holding	-	-	-	-
B1	Institutions (Domestic)	-	-	-	-
B2	Institutions (Foreign)	-	-	-	-
B3	Central Government/ State Government(s)/ President of India	-	-	-	-
B4	Non-Institutions	-	-	-	-
	Investor Education and Protection Fund (IEPF)	-	-	-	-
	Resident Individuals holding nominal share capital up to ₹ 2 lakhs	28,54,200	13.26	28,54,200	10.37
	Resident Individuals holding nominal share capital in excess of ₹ 2 lakhs	9,98,400	4.64	56,98,400	20.70
	Non-Resident Indians (NRIs)	55,800	0.26	55,800	0.20
	Bodies Corporate	11,93,400	5.54	11,93,400	4.33
	Any other (Including LLP, HUF & Clearing Members)	2,85,000	1.32	15,85,000	5.76
	Sub Total B4	53,86,800	25.02	1,13,86,800	41.36
	Sub Total (B)	53,86,800	25.02	1,13,86,800	41.36
B	Non-Promoter & Non-Public	-	-	-	-
	Grand Total	2,15,31,234	100.00	2,75,31,234	100.00

Notes

1. *The Pre-Issue Shareholding Patterns is as on Friday, September 04, 2026.*
2. *The post issue shareholding pattern in the above table has been prepared on the basis that the proposed allottee(s) will subscribe to all the Equity Shares which they are intent to do so. In the event for any reason, the proposed allottee(s) do not or are unable to subscribe to and/or are not allotted the Equity Shares, the shareholding pattern in the above table would undergo corresponding changes.*
3. *It is further assumed that shareholding of the Company in all other categories will remain unchanged.*
4. *The Company will ensure compliance with all applicable laws and regulations including the SEBI (ICDR) Regulations at the time of allotment of equity shares of the Company.*

8. Time frame within which the preferential allotment shall be completed:

For equity shares, as required under the Regulation 170 of SEBI (ICDR) Regulations 2018, the Company shall complete the allotment of Equity Shares within a period of 15 days from the date of passing of the Special Resolution by the shareholders in Annual General Meeting, provided that where any approval or permission by any regulatory authority or the Central Government or the Stock Exchanges is pending, the allotment shall be completed within a period of 15 days from the date of such approval or permission.

9. Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issues that may be held by them and change in control if any in the issuer consequent to the preferential issues:

Name of the Proposed Allottees	Category	Ultimate Beneficial Owner	Pre-Preferential Issue[1]		No. of Equity Shares proposed to be allotted	Post Preferential Issue (Assuming allotment of 60,00,000 Equity Shares)	
			No. of Shares Held	% of Shares Holding		No. of Shares Held	% of Shares Holding
Kesar Tracom India LLP	Public	Keval Arvind Modi and Mohit Hemant Nagarsheth	Nil	Nil	6,50,000	6,50,000	2.36%
Kuber Equity Services LLP	Public	Keval Arvind Modi and Premal Mukundbhai Shah	Nil	Nil	6,50,000	6,50,000	2.36%
Premal Mukundbhai Shah	Public	Self	Nil	Nil	6,50,000	6,50,000	2.36%
Vikas Ramesh Mehta	Public	Self	Nil	Nil	13,50,000	13,50,000	4.90%
Kirtesh Babulal Shah	Public	Self	Nil	Nil	13,50,000	13,50,000	4.90%
Karan Balvantbhai Patel	Public	Self	Nil	Nil	13,50,000	13,50,000	4.90%

10. The change in control if any in the company that would occur consequent to the preferential offer:

The proposed Preferential Allotment of Equity Shares will not result in any change in the management and control of the Company.

11. Relevant date with reference to which the price has been arrived at:

The Relevant Date in terms of Regulation 161 of SEBI (ICDR) Regulations, 2018 for determining the price of Equity Shares with reference to the proposed allotment is Friday, August 28, 2026, since the day 30 days prior to the date of passing of special resolution at this Annual General Meeting (i.e. Tuesday, September 29, 2026) falls on weekend, being fixed as the relevant date in compliance with the Explanation to Regulation 161 of the SEBI (ICDR) Regulations.

12. Basis or justification on which the price of the Preferential Issue has been arrived at along with report of the Registered Valuer:

A. The Equity Shares of the Company are listed on NSE Emerge ("NSE") (referred to as "Stock Exchange"). The Equity Shares of the Company are frequently traded within the meaning of explanation provided in Regulation 164 (5) of Chapter V of the SEBI (ICDR) Regulations, 2018. In terms of Regulation 164 (1) of Chapter V of SEBI (ICDR) Regulations, 2018, the minimum price at which equity shares shall be issued and shall not be less than higher of the following:

i. ₹ 104.77/- each- the 90 Trading days volume weighted average price of the equity shares of the Company quoted on the Stock Exchange preceding the Relevant Date; or

ii. ₹ 104.62/- each- the 10 Trading days volume weighted average price of the equity shares of the Company quoted on the Stock Exchange preceding the Relevant Date.

iii. Pursuant to above, the minimum issue price determined in accordance with Regulations 164 (1) read with Regulation 161 of Chapter V of the SEBI (ICDR) Regulations, 2018 is ₹ 104.77/- each.

B. Method of determination of price as per the Articles of Association of the Company - Not applicable as the Articles of Association of the Company does not provide for a method on the determination of a floor price/ minimum price of the shares issued on preferential basis.

C. Regulation 166A of the SEBI (ICDR) Regulations, 2018 as amended, the Valuation of Equity Shares by way of valuation report from an independent registered valuer and consider the same for determining the price – Not applicable as there is no change in control or allotment of more than five per cent. of the post issue fully diluted share capital of the issuer, to an allottee or to allottees acting in concert and the issue is less than five per cent of the post issue fully diluted share capital of the issuer.

Accordingly, Issue Price at which Equity Shares are being offered is ₹ 106/- each which is above the minimum price of shares calculated as per SEBI (ICDR) Regulations, 2018 and as amended.

13. Undertakings:

i. The Issuer Company hereby undertakes to recompute the price of the specified securities in terms of the provision of SEBI (ICDR) Regulations, 2018, as amended where it is required to do so.

ii. The Issuer Company undertakes that if the amount payable on account of the re-computation of price is not paid within the time stipulated in terms of the provision of SEBI (ICDR) Regulations, 2018, the specified securities shall continue to be locked–in till the time such amount is paid by the allottees.

14. Disclosure as specified under Regulation 163(1) of SEBI(ICDR) Regulations 2018

a) Neither the Company nor any of its Promoters or Directors are categorized as wilful defaulters by any bank(s) or financial institution(s) or any consortium thereof, in accordance with the guidelines on wilful defaulters, issued by the Reserve Bank of India. Consequently, the disclosures required under Regulation 163(1)(i) of SEBI ICDR Regulations.

b) The proposed allottees, the beneficial owners to proposed allottees, issuer, its promoter and directors, have not been declared as wilful defaulter or a fraudulent borrower as per RBI Circular Ref. No. RBI/2015-16/100 DBR.No.CID.BC.22/20.16.003/2015-16 dated 1 July 2015 by the banks.

c) The proposed allottees and the beneficial owners to proposed allottees have not been, directly or indirectly, debarred from accessing the capital market or have been restrained by any regulatory authority from, directly or indirectly, acquiring the said securities.

d) None of the Promoters or Directors of the Company is a fugitive economic offender as defined under section 12 of the Fugitive Economic Offenders Act, 2018.

e) Issuer, proposed allottees and beneficial owners do not have direct or indirect relation with the companies, its promoters and whole-time directors, which are compulsorily delisted by any recognized stock exchange.

f) The proposed allottees have confirmed that they have not sold any equity share of the Company during the 90 trading days preceding the Relevant Date.

g) The Company has no subsisting default in the redemption or payment of dividend on equity shares of the Company since the commencement of Companies Act, 2013.

h) There is no outstanding due to Securities Exchanges Board of India, the stock exchange or the depositories.

i) The Company is in compliance with the conditions for continuous listing of equity shares, as specified in the listing agreement with National Stock Exchange of India Limited, where the equity shares of the issuer are listed, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015, as amended, and any circular or notification issued by the Board thereunder; and is eligible to make the preferential issue under Chapter V of the SEBI ICDR Regulations.

m) The preferential issue of securities is being made in strict compliance with the provisions of SEBI (ICDR) Regulations, 2018 and the amendments, thereof, pertaining to conditions for preferential issue.

n) The proposed preferential issue is not ultra vires to the provisions of Articles of Association of the issuer.

15. The Current and Proposed status of the allottees post the preferential issue namely, promoter or non-promoter:

Sr. No.	Name of the Proposed Allottees	Current status of the allottees namely promoter or promoter group or Non-Promoter	Proposed status of the allottees post the preferential issue namely promoter or promoter group or Non-Promoter
1	Kesar Tracom India LLP	Non-Promoter	Non-Promoter
2	Kuber Equity Services LLP	Non-Promoter	Non-Promoter
3	Premal Mukundbhai Shah	Non-Promoter	Non-Promoter
4	Vikas Ramesh Mehta	Non-Promoter	Non-Promoter
5	Kirtesh Babulal Shah	Non-Promoter	Non-Promoter
6	Karan Balvantbhai Patel	Non-Promoter	Non-Promoter

16. Practicing Company Secretary' Certificate:

A copy of the certificate from M/s. PRASAD AND PARTNERS LLP (Formerly known as M/S. ALAP & CO. LLP) (LLPIN: ACA 1561), Practicing Company Secretaries certifying that the Preferential Issue is being made in accordance with the requirements of Chapter V of SEBI (ICDR) Regulations, 2018 shall be placed before the shareholders at their proposed Annual General Meeting and the same shall be available for inspection by the members at the Registered office of the Company between 11:00 AM and 5:00 PM on all working days between Monday to Friday from the date of dispatch of the AGM Notice. This certificate is also placed under "Investor Relations" tab on the following link - https://www.katariaindustries.co.in/wp-content/uploads/2026/09/PCS-Certificate-ICDR-for-Preferential-Issue.pdf

17. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the Registered Valuer:

Not Applicable, as the proposed allotment is made for Cash consideration.

18. The number of persons to whom allotment through preferential issue have already been made during the year in terms of number of securities as well as price:

During the period from 01st April 2026 till the date of this notice, the Company has not made any preferential issue of Equity Shares.

19. Lock-in period:

The aforesaid allotment of Equity Shares allotted on a preferential basis shall be locked in as per Regulation 167 of Chapter V of the SEBI (ICDR) Regulations, 2018, as amended. The entire pre-preferential allotment shareholding of the allottees, if any shall be locked-in as per Regulation 167 (6) of Chapter V of the SEBI (ICDR) Regulations, 2018.

20. Principle terms of assets charged as securities:

Not Applicable

21. Listing of the proposed shares

The Company shall make an application to NSE Emerge, on which the existing equity shares of the Company are listed, for listing of the aforementioned shares. The above shares, once allotted, shall rank pari passu with the existing equity shares of the Company in all respects, including dividend.

22. Interest of the Promoters/ Directors:

None of the Directors, Key Managerial Persons (KMPs) of the Company or any relatives of such Director or KMPs, being related of the proposed allottees and their respective relatives may be deemed to be interested financially or otherwise, either directly or indirectly in passing of the said Resolutions, save and except to the extent of their respective interest as shareholders of the Company.

Accordingly, the Board of Directors of your Company recommend the Resolution set out in Item No. 8 of this Notice for the approval of the Members by way of passing Special Resolutions.

Item No. 9:

APPOINTMENT OF MS. AMISHA GANDHI (DIN: 11930478) AS NON – EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY: SPECIAL RESOLUTIONS

The Company has been following a structured approach towards succession planning and composition of its Board of Directors. The Nomination and Remuneration Committee ("NRC") periodically evaluates the composition of the Board, the skills, knowledge, experience and competencies available amongst the Directors and identifies areas requiring strengthening, with a view to maintaining an appropriate balance of skills and experience on the Board and ensuring orderly succession.

The NRC, while considering the requirements of the Company, evaluated the skills, qualifications, experience and expertise required for strengthening the Board, particularly in the areas of finance, accounting, audit, taxation, GST and regulatory compliances. After considering the same, the NRC recommended the appointment of Ms. Amisha Gandhi (DIN: 11930478) as an Independent Director of the Company.

The attention of Members is drawn to the fact that pursuant to the proposed capital restructuring of the Company, the paid-up share capital of the Company may cross ₹25 Crore, pursuant to which the Company is required to comply with the applicable corporate governance requirements prescribed under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"). In terms of Regulation 17 of the SEBI LODR Regulations, the composition of the Board of Directors is required to have an appropriate balance of Executive and Non-Executive Directors, with the requisite proportion of Independent Directors, as applicable.

As on the date of this Notice, the Board of Directors of the Company comprises Two Executive Directors, One Non-Executive Director and Two Non-Executive Independent Directors. Accordingly, in order to ensure compliance with the applicable requirements relating to Board composition under Regulation 17 of the SEBI LODR Regulations, the Company is required to appoint one additional Non-Executive Independent Director on its Board. The proposed appointment of Ms. Amisha Gandhi as a

Non-Executive Independent Director is therefore intended, inter alia, to ensure compliance with the applicable requirements of Regulation 17 of the SEBI LODR Regulations and to maintain an appropriate balance in the composition of the Board.

Ms. Amisha Gandhi is a Chartered Accountant and holds qualifications of M.Com and B.Com (Hons.). She has practical experience in the areas of finance, audit, taxation, GST and regulatory compliance. During her three-year article training with M/s J.P. Dafria & Co., Ratlam, she gained practical exposure in financial analysis, credit appraisal, statutory and concurrent audits, taxation and corporate compliances. Her professional experience includes preparation of loan proposals, CMA reports and project reports, participation in statutory audits, including audit of a CBI Branch, and concurrent audit assignments of Union Bank of India. She has also handled income-tax audit assignments, GST return filing and ROC-related filings for corporate and non-corporate entities.

The NRC is of the view that the skills, knowledge and experience of Ms. Amisha Gandhi are relevant to the requirements of the Company and that her association with the Board would strengthen the Board's overall capabilities, particularly in the areas of finance, accounting, audit, taxation and regulatory compliance. The NRC has also considered the skills and capabilities required for the role of an Independent Director and is satisfied that Ms. Amisha Gandhi possesses the requisite skills and capabilities for the said role.

Accordingly, based on the recommendation of the NRC, the Board of Directors at its meeting held on September 05, 2026, appointed Ms. Amisha Gandhi (DIN: 11930478) as an Additional Director in the category of Non-Executive Independent Director, not liable to retire by rotation, with effect from September 05, 2026, subject to the approval of the members of the Company, to hold office as an Additional Director up to the date of the next Annual General Meeting of the Company or the last date on which the Annual General Meeting ought to have been held, whichever is earlier. She has been allotted DIN: 11930478 on September 05, 2026 itself so her appointment took effect from September 05, 2026.

The Company is now seeking the approval of the members for appointment of Ms. Amisha Gandhi as a Non-Executive Independent Director, not liable to retire by rotation, for a term of five consecutive years commencing from September 05, 2026 up to September 04, 2031 (both days inclusive).

In terms of Section 149(10) of the Companies Act, 2013 ("Act"), an Independent Director shall hold office for a term of up to five consecutive years and shall be eligible for re-appointment for another term subject to the applicable provisions of the Act. Further, pursuant to Section 149(13) of the Act, the provisions relating to retirement of directors by rotation shall not apply to an Independent Director.

The Company has received from Ms. Amisha Gandhi the requisite consent in writing to act as a Director in Form DIR-2, disclosure of non-disqualification in Form DIR-8, and a declaration confirming that she meets the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations").

The Company has also received confirmation from Ms. Amisha Gandhi that she is not disqualified from being appointed as a Director under the provisions of the Act and that she has complied with the applicable requirements relating to registration/enrolment in the databank of Independent Directors.

The Board has taken on record the declaration of independence submitted by Ms. Amisha Gandhi and, after considering the same, is of the opinion that she fulfils the conditions specified in the Act and the SEBI LODR Regulations for appointment as an Independent Director and that she is independent of the management of the Company.

In terms of Section 150(2) of the Act, the Company has carried out due diligence before recommending the appointment of Ms. Amisha Gandhi as an Independent Director. The Board is satisfied that her proposed appointment is in the interest of the Company and its stakeholders.

The Company has also received a notice under Section 160 of the Act from a member proposing the candidature of Ms. Amisha Gandhi for appointment as a Non-Executive Independent Director of the Company.

In terms of Regulation 17(1C) of the SEBI LODR Regulations, the listed entity is required to ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a period of three months from the date of appointment, whichever is earlier.

Further, in terms of Regulation 25(2A) of the SEBI LODR Regulations, the appointment of an Independent Director of a listed entity is subject to approval of the shareholders by way of Special Resolutions.

Accordingly, the approval of the members is being sought by way of a Special Resolution for appointment of Ms. Amisha Gandhi as a Non-Executive Independent Director of the Company for a term of five consecutive years commencing from September 05, 2026 up to September 04, 2031.

The terms and conditions of appointment of Ms. Amisha Gandhi as an Independent Director, including the terms relating to remuneration, are set out in the letter of appointment proposed to be issued to her upon approval of her appointment by the members.

Ms. Amisha Gandhi shall be entitled to receive such sitting fees and reimbursement of expenses for attending meetings of the Board and Committees thereof and such profit-related commission, if any, as may be determined by the Board and approved by the members, in accordance with the applicable provisions of the Act and the SEBI LODR Regulations.

She shall not be entitled to any stock option of the Company, in accordance with Section 149(9) of the Act.

The requisite information and disclosures relating to Ms. Amisha Gandhi, as required under Regulation 36(3) of the SEBI LODR Regulations and the applicable provisions of Secretarial Standard-2 on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, are provided in the Annexure to this Notice, which forms an integral part of this Notice.

A copy of the letter of appointment setting out the terms and conditions of appointment of Ms. Amisha Gandhi, together with the other relevant documents referred to in this Notice and the Explanatory Statement, shall be available for inspection by the members electronically and/or at the registered office of the Company, as applicable, during business hours on all working days up to the date of Annual General Meeting.

The NRC, after considering the qualifications, experience, expertise, skills, knowledge and independence of Ms. Amisha Gandhi, has recommended her appointment as a Non-Executive Independent Director of the Company.

The Board of Directors, based on the recommendation of the NRC and after considering her qualifications, experience, expertise and suitability for the role, is of the opinion that her appointment would be in the best interests of the Company and its stakeholders. The Board accordingly recommends the Special Resolutions set out at Item No. 9 of the Notice for approval of the members.

Except Ms. Amisha Gandhi (DIN: 11930478) and her relatives, to the extent of their respective interest, if any, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed Special Resolutions.

Registered Office:

34-38 and 44, Industrial Area, Ratlam,
Madhya Pradesh- 457001, India.

Place: Ratlam
Date: September 05, 2026

By order of the Board of Directors
For, **Kataria Industries Limited**
(Formerly known as Kataria Industries Private Limited)
CIN: U68100MP2004PLC029530

Arun Kataria
Managing Director
(DIN: 00088999)

DISCLOSURE UNDER REGULATION 36 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS-II ISSUED BY ICSI FOR ITEM NO. 2, 5, 6 and 9:

Name	Mr. Sunil Kataria	Mr. Arun Kataria	Mr. Anoop Kataria	Ms. Amisha Gandhi
Date of Birth	16/09/1966	17/12/1981	16/05/1987	09/06/1999
Qualification	Masters in Commerce	Masters in Commerce	Bachelors in Commerce	Chartered Accountant with a M.Com and B.Com (Hons.) backgroundt
Experience - Expertise in specific functional areas - Job profile and suitability	He has completed Masters in Commerce from Vikram University, Ujjain, Madhya Pradesh in the year 1990. He worked as Managing Director with Kataria Industries Private Limited from 11th May, 2004 to 2nd April, 2011. During his tenure as a Managing Director, he was taking care of financial management, investor relationship and overall operational activity of the company he provided executive leadership to our team. His experience as management in the Company will always be source of better compliance for our Company.	He has completed his Commerce Graduation and also cleared M.Com. Part-I from Vikram University, Ujjain. He is associated with our company as a Managing Director from May 2004. He is having expertise over financial management, marketing and export and strategic planning. At present he looks after the domestic and international market, automation of production process, quality control business operation and management of our company. He is having experience of more than 20 years in the management of manufacturing company. He looks after overall marketing, production and financial management of the company.	He has completed his B.Com from University of Wollongong, Australia from Dubai Branch. He served as Directors with more than 10 companies during the year 2015 to 2023. He is having expertise in finance and accounting sells and marketing, investment and strategy. At present as whole time Director and CFO he provides guidance for preparing annual operating plan for our organization, execute and implement the strategy and business plan in accordance with decision of board of Directors. He overall supervise the books of accounts and advise the company for proper utilization of resources. He keeps inform the board about financial position of the company and work within the budget guidelines decided by the board of directors our and above this he takes care of legal and statutory compliances and also overview the marketing aspects.	Amisha Gandhi has practical experience in finance, audit, taxation, GST and regulatory compliance. She has gained hands-on exposure during her three-year article training with M/s J.P. Dafria & Co., Ratlam, working across financial analysis, credit appraisal, statutory and concurrent audits, taxation and corporate compliances. Her experience includes preparation of loan proposals, CMA reports and project reports, along with participation in statutory audits, including the audit of a CBI Branch and concurrent audit assignments of Union Bank of India. She has also handled income-tax audit assignments, GST return filing and ROC-related filings for corporate and non-corporate entities. Academically, Amisha has demonstrated strong performance throughout her education, including securing exemptions in multiple CA subjects, distinction in both M.Com and B.Com (Hons.), and 93.20% in Class XII. She was also recognised as a Class XII rank holder and has received awards for academic and extracurricular achievements. She possesses working knowledge of MS Office, Tally ERP, Genius, GST Portal and MCA Portal, along with strong skills in teamwork, problem-solving, work ethics and adaptability. The NRC and the Board are of the view that the association of Ms. Amisha Gandhi and the rich experience and vast knowledge that she brings with her would benefit the Company. Her experience in finance, audit, taxation, GST and regulatory compliance would benefit the Company in the field of finance.

No. of Shares held as on March 31, 2026	18,28,600 Equity Shares	29,08,000 Equity Shares	18,09,774 Equity Shares	7200 Equity Shares
Terms & Conditions	There is no change or modifications in the Terms and Conditions.	As per Resolution and Explanatory Statement	As per Resolution and Explanatory Statement	Refer Explanatory Statement for Item No. 9 of this Notice
Remuneration Last Drawn	Not applicable	INR 18.00 Lacs	INR 18.00 Lacs	Not Applicable
Remuneration sought to be paid	There is no change or modifications in the Terms and Conditions.	As per Resolution and Explanatory Statement	As per Resolution and Explanatory Statement	Sitting Fees as may be approved by the Company in accordance with the applicable provisions of law
Number of Board Meetings attended during the Financial Year 2025-26	11 out of 12	12 out of 12	12 out of 12	Not Applicable
Date of Original Appointment	December 22, 2023	May 11, 2004	November 14, 2023	September 05, 2026
Date of Appointment in current terms	December 22, 2023	October 1, 2026	October 1, 2026	September 05, 2026
Directorships held in public companies including deemed public companies	GSL Nova Petrochemicals Limited P G Foils Limited Kataria Industries Limited	Kataria Industries Limited	Kataria Industries Limited	Nil
Memberships / Chairmanships of committees of public companies*	Membership - 1 Chairmanship - Nil	Membership - Nil Chairmanship - Nil	Membership - 1 Chairmanship - Nil	Nil
Inter-se Relationship with other Directors	Cousin brother of Mr. Arun Kataria and Mr. Anoop Kataria	Cousin brother of Mr. Sunil Kataria and Mr. Anoop Kataria	Cousin brother of Mr. Arun Kataria and Mr. Sunil Kataria	Nil

* Includes only Audit Committee and Stakeholders' Grievances and Relationship Committee.

Registered Office:

34-38 and 44, Industrial Area, Ratlam,
Madhya Pradesh- 457001, India.

Place: Ratlam
Date: September 05, 2026

By order of the Board of Directors
For, **Kataria Industries Limited**
(Formerly known as Kataria Industries Private Limited)
CIN: U68100MP2004PLC029530

Arun Kataria
Managing Director
(DIN: 00088999)