KRITI GROUP

KNL/SE/2026-27 **21st July, 2026**

Online filing at: www.listing.bseindia.com and
https://neaps.nseindia.com/NEWLISTINGCORP/login.jsp

To,	**To,**
National Stock Exchange of India Limited	**BSE Limited**
Exchange Plaza, C-1, Block G	**Phiroze Jeejeebhoy Towers,**
Bandra Kurla Complex, Bandra	**Dalal Street**
Mumbai – 400051	**Mumbai 400001**
Symbol – KRITINUT	**BSE Scrip ID: KRITINUT BSE CODE: 533210**

Sub: Filing of the Notice of 30th Annual General Meeting to be held on Wednesday, 12th August, 2026.

Dear Sir/Ma'am,

We are pleased to submit a Copy of the Notice of the 30th Annual General Meeting of the Company to be held on **Wednesday**, the **12th August, 2026** at **4:30 P.M.** through Video Conferencing ('VC') or Other Audio Video Means ('OAVM') for which purposes the corporate office of the company situated at **8th Floor, Brilliant Sapphire Plot No.10, PSP, IDA, Scheme No.78, Part II, Indore (M.P.) 452010** shall be deemed as the venue for the Meeting and the proceedings of the AGM shall be deemed to be made thereat.

We are also in process to file the aforesaid Notice of 30th Annual General Meeting in XBRL format within the stipulated time and same shall also be hosted at the website of the company.

You are requested to please take on record the above said document for your reference and further needful.

Thanking you,

Yours Faithfully,
For, Kriti Nutrients Limited
RAJ KUMAR BHAWSAR
Digitally signed by RAJ KUMAR BHAWSAR
Date: 2026.07.21 17:00:58 +05'30'
(Raj Kumar Bhawsar)
Company Secretary & Compliance Officer
Encl.: Notice of 30th Annual General Meeting.

Kriti Nutrients Ltd.
Corporate office:
Brilliant Sapphire, 801-804, 8th Floor, Plot No. 10, Sch. 78-II, Vijay Nagar, Indore – 452 010 (M.P.) INDIA
Registered Office:
Mehta Chamber, 34 Siyaganj, Indore - 452007 (M.P.) INDIA
Factory:
Industrial Area No. 3, AB Road, Dewas (MP) INDIA
Tel.: +91-731-271 9100
E-mail: info@kritiindia.com
CIN: L24132MP1996PLC011245

NOTICE

NOTICE is hereby given that the 30thAnnual General Meeting (AGM) of the Members of **Kriti Nutrients Limited ("KNL")** will be held on **Wednesday the 12th day of August, 2026 at 4:30 P.M.** through Video Conferencing **("VC")** or Other Audio Visual Means **("OAVM")** for which purposes the Corporate Office of the Company situated at **8th Floor, Brilliant Sapphire Plot No.10, PSP, IDA, Scheme No.78, Part II, Indore (M.P.) 452010** shall be deemed as the venue for the Meeting and the proceedings of the 30th AGM shall be deemed to be made thereat, to transact the following businesses:

ORDINARY BUSINESSES:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements containing the Balance Sheet as at 31st March, 2026, the Statement of Profit & Loss, Cash Flow, Change in Equity and notes thereto of the Company for the Financial Year ended 31st March, 2026 and the reports of the Board of directors and Auditors thereon as on that date and in this regard, to consider and if thought fit, to pass the following resolutions as an **Ordinary resolutions:**

   a) **"RESOLVED THAT** the audited financial statement of the Company for the financial year ended 31st March, 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

   b) **"RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended 31st March, 2026 and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. To confirm the payment of the interim dividend for the Financial Year 2025-26 and in this regard, pass the following resolution as an **Ordinary Resolution:**

   RESOLVED THAT the interim dividend of ₹3.00 (300%) as declared and paid by the Board of Directors on 8th November, 2025 on 5,01,03,520 equity share of ₹1/- each aggregating ₹1503.11 Lakhs for the Financial Year 2025-26 is hereby approved and is hereby confirmed as the full and Final payment of divided for the year 2025-26.

3. To appoint **Mr. Saurabh Singh Mehta (DIN:00023591)** who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, at this Annual General Meeting and being eligible offers himself for re-appointment and in this regard, to consider and if thought fit, to pass the following resolutions as an **Ordinary resolution:**

   "RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, **Mr. Saurabh Singh Mehta (DIN: 00023591)**, who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company liable to retire **by rotation."**

4. **To consider the re-appointment of M/s M Mehta & Company, Chartered Accountants (FRN 000957C)** as the Statutory Auditors of the Company and in this regard, to considers and if thought fit, to pass, the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, **M/s M Mehta & Company, Chartered Accountants (FRN 000957C)**, be and are hereby re-appointed as Statutory Auditors of the Company to hold office for the second consecutive term of 5 (five) years, from the conclusion of this the 30th Annual General Meeting (AGM) of the Company till the conclusion of the 35th AGM of the Company to be held in the year 2031, to examine and audit the accounts of the Company at such remuneration as may be decided by the Board of Directors upon the recommendation of the Audit Committee in consultation with the Statutory Auditors of the Company."

SPECIAL BUSINESSES:

5. To ratify the remuneration of the Cost Auditor for the Financial Year 2026-27 and in this regard, to consider and if thought fit to pass the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions 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 Members of the Company be and hereby ratify the payment of remuneration of ₹35,000 (₹ Thirty-Five Thousand Only), plus applicable taxes and reimbursement of out of pocket expenses at actuals, if any to **M/s Dhananjay V. Joshi & Associates, Cost Accountants (FRN: 000030)** as appointed by the Board of Directors on the recommendation of the Audit Committee of the Board, as Cost Auditors to conduct the audit of the Cost Records for the Financial Year ending 31st March, 2027.

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 and for matters connected therewith or incidental thereto."

6. To confirm the revision in remuneration of **Mr. Saurabh Singh Mehta (DIN: 00023591) Whole-time Director and designated as Joint Managing Director** of the Company and in this regard, to consider and if thought fit to pass the following resolution as a **Special Resolution:**

   "RESOLVED THAT pursuant to the recommendation of the Nomination and Remuneration Committee & Board of Directors and subject to the provisions of Sections 196, 197, 198 and 203 and other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification or re-enactment thereof) read with Schedule V of the Companies Act, 2013 and applicable Regulations 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended from time to time and Articles of Association of the company, consent of the Members of the Company be and is hereby accorded for the revision in the remuneration payable to **Mr. Saurabh Singh Mehta (DIN:00023591)** as the Whole-time Director and designated as the Joint Managing Director of the Company, for the remaining part of his tenure i.e. with effect from 1st April, 2026 to 31st July, 2027, on such remuneration and terms and conditions as are annexed herewith as explanatory statement:

   RESOLVED FURTHER THAT pursuant to Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the applicable provisions of the Companies Act, 2013 and as per the recommendation of the Nomination & Remuneration Committee and the approval of the Board of directors of the company, the consent of the members be and is hereby accorded for the revision in remuneration payable to Shri Saurabh Singh Mehta, Whole-time Director designated as Joint Managing Director of the Company, to the aggregate annual remuneration payable to him may exceeds 5% (Five percent) of the net profits of the company, calculated in accordance with the provisions of Section 198 of the Companies Act, 2013.

   RESOLVED FURTHER THAT in the event of there being any loss or inadequacy of profit for any financial year, the aforesaid remuneration payable to Mr. Saurabh Singh Mehta shall be minimum remuneration payable by the Company.

   RESOLVED FURTHER THAT there shall be clear relation of the Company with Mr. Saurabh Singh Mehta as "the Employer-Employee" and each party may terminate the above said appointment with six months' prior notice in writing or salary in lieu thereof.

   RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things and to decide breakup of his remuneration within the permissible limits in its absolute discretion as may considered necessary, expedient or desirable and to vary, modify the terms and conditions and to settle any question, or doubt that may arise in relation thereto in order to give effect to the foregoing resolution, or as may be otherwise considered by it to be in the best interest of the Company."

7. To Re-appoint and to fix the remuneration of **Mr. Shiv Singh Mehta (DIN: 00023523) as Chairman and Managing Director of the Company** and in this regard, to consider and, if thought fit to pass, the following resolution as a **Special Resolution:**

   "RESOLVED THAT pursuant to the recommendation of the Nomination and Remuneration Committee and Board of Directors and subject to the provisions of sections 196, 197, 198 and 203 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule V of the Companies Act, 2013 and applicable Regulations 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended from time to time and Articles of Association of the company, consent of the members be and is hereby accorded to re-appoint **Mr. Shiv Singh Mehta (DIN:00023523)** as the Chairman and Managing Director of the Company, who also hold the office of the Managing Director of Kriti Industries (India) Limited, for a further term of 3 (three) years with effect from 12th January, 2027 to 11th January, 2030 and having age above the 70 (Seventy) years, on such remuneration and terms and conditions as are annexed herewith as explanatory statement;

   RESOLVED FURTHER THAT pursuant to Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the applicable provisions of the Companies Act, 2013 and as per the recommendation of the Nomination & Remuneration Committee and the approval of the Board of directors of the company, the consent of the members be and is hereby accorded for the providing remuneration to **Shri Shiv Singh Mehta, Chairman and Managing Director of the Company**, to the aggregate annual remuneration payable to him may exceeds 5% (Five percent) of the net profits of the company, calculated in accordance with the provisions of Section 198 of the Companies Act, 2013.

FURTHER RESOLVED THAT in the event of there being any loss or inadequacy of profit for any financial year the remuneration payable to Mr. Shiv Singh Mehta shall be minimum remuneration payable by the Company;

FURTHER RESOLVED THAT there shall be clear relation of the Company with Mr. Shiv Singh Mehta as "the Employer-Employee" and each party may terminate the above said appointment with six months prior notice in writing or salary in lieu thereof;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things and to decide breakup of his remuneration within the permissible limits in its absolute discretion as may considered necessary, expedient or desirable and to vary, modify the terms and conditions and to settle any question, or doubt that may arise in relation thereto in order to give effect to the foregoing resolution, or as may be otherwise considered by it to be in the best interest of the Company.

8. To Re-appoint and to fix remuneration of **Mr. Saurabh Singh Mehta (DIN: 00023591) as Whole-time Director designated as Joint Managing Director of the Company** and in this regard, to consider and, if thought fit to pass, the following resolution as a **Special Resolution:**

   "**RESOLVED THAT** pursuant to the recommendation of the Nomination and Remuneration Committee and Board of Directors and subject to the provisions of sections 196, 197, 198 and 203 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule V of the Companies Act, 2013 and applicable Regulations 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended from time to time and Articles of Association of the company, consent of the members be and is hereby accorded to re-appoint Mr. Saurabh Singh Mehta (DIN: 00023591) Whole-Time Director and designated as Joint Managing Director of the Company, for a further term of 3 (three) years with effect from 1st August, 2027 to 31st July, 2030, on such remuneration and terms and conditions as are annexed herewith as explanatory statement;

   RESOLVED FURTHER THAT pursuant to Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the applicable provisions of the Companies Act, 2013 and as per the recommendation of the Nomination & Remuneration Committee and the approval of the Board of directors of the company, the consent of the members be and is hereby accorded for the revision in remuneration payable to Shri Saurabh Singh Mehta, Whole-time Director designated as Joint Managing Director of the Company, to the aggregate annual remuneration payable to him may exceeds 5% (Five percent) of the net profits of the company, calculated in accordance with the provisions of Section 198 of the Companies Act, 2013.

   FURTHER RESOLVED THAT in the event of there being any loss or inadequacy of profit for any financial year the remuneration payable to Mr. Saurabh Singh Mehta shall be minimum remuneration payable by the Company;

   FURTHER RESOLVED THAT there shall be clear relation of the Company with Mr. Saurabh Singh Mehta as "the Employer-Employee" and each party may terminate the above said appointment with six months notice in writing or salary in lieu thereof;

   RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things and to decide breakup of his remuneration within the permissible limits in its absolute discretion as may considered necessary, expedient or desirable and to vary, modify the terms and conditions and to settle any question, or doubt that may arise in relation thereto in order to give effect to the foregoing resolution, or as may be otherwise considered by it to be in the best interest of the Company.

Date:5th May, 2026
Place: Indore

By order of the Board of Directors

Kriti Nutrients Limited
CIN: L24132MP1996PLC011245
Registered Office:
Mehta Chamber, 34 Siyaganj,
Indore (M.P.) 452007

Raj Kumar Bhawsar
Company Secretary
M. No. F7186

NOTES:

1. The Statement pursuant to Section 102 of the Companies Act, 2013 ('Act') setting out material facts concerning the business with respect to Item No. 5 to 8 forms part of this Notice. Additional information pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings ("SS-2") issued by The Institute of Company Secretaries of India in respect of the Director seeking re-appointment at this AGM is furnished as Annexure to this Notice.

2. In accordance with the provisions of the Act, read with the Rules made thereunder and General Circular No.09/2024 dated September 19, 2024, other Circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time, and the SEBI Master No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 issued by Securities and Exchange Board of India (referred to as "SEBI Circulars"), the Notice of the AGM along with the Annual Report for FY 2025-26 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depository Participants ("DPs"). Additionally, in accordance with Regulation 36(1)(b) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company is also sending a letter to shareholders whose e-mail addresses are not registered with Company/Registrar/DP providing the weblink of Company's website from where the Annual Report for FY 2025-26 can be accessed. The Company shall send the physical copy of Annual Report for FY 2025-26 to those Members who have made a request for the same, either to the RTA or the Company. Additionally, any member who desires to get a physical copy of the Annual Report FY 2025-26, may request for the same by sending an email to the Company at cs@kritiindia.com mentioning their Folio No./DP ID and Client ID. The Notice convening the 30th AGM along with the Annual Report for FY 2025-26 will also be available on the weblink of the Company at https://www.kritinutrients.com/annual-reports, websites of the Stock Exchanges i.e. BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") at www.bseindia.com and www.nseindia.com. The AGM Notice is also available on the website of CDSL at www.evotingindia.com

3. The Ministry of Corporate Affairs ("MCA") has vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 in relation to "Clarification on holding of Annual General Meeting ("AGM") through Video Conferencing (VC) or Other Audio Visual Means (OAVM)", (collectively referred to as "MCA Circulars") permitted the holding of the AGM through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of Companies Act, 2013 ("the Act"), Securities and Exchange Board of India (LODR) Regulations, 2015, ("SEBI Listing Regulations") and Secretarial Standard-2 on General Meetings ("SS-2") issued by The Institute of Company Secretaries of India and MCA Circulars, the 30th AGM of the Company is being held through VC/OAVM on **Wednesday, 12th Day of August, 2026, at 4:30 p.m. (IST)**. The proceedings of the AGM are deemed to be conducted at the Corporate Office of the Company situated at 8th Floor, Brilliant Sapphire Plot No.10, PSP, IDA, Scheme No.78, Part II, Indore (M.P.) 452010.

4. Pursuant to the MCA Circulars issued by the MCA, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting. Hence, the Proxy Form, Attendance Slip and Route Map of the AGM are not annexed to this Notice.

5. Pursuant to the provisions of the Act, the institutional/ corporate shareholders (i.e., shareholders other than individuals/HUF, NRI, etc.) need to provide legible scanned copies of the certified true copy of the resolution passed by the Board of directors or the power of attorney or authority letter etc. issued by the governing body of such institutional shareholder, as applicable, authorizing such representative to attend the Meeting through VC/OAVM on its behalf and vote at the Meeting. The document evidencing authorisation to attend the Meeting, shall be sent to the Company at cs@kritiindia.com at least 48 hours prior to the Meeting or by Hand. A copy of the above email should also be marked to the CDSL at helpdesk.evoting@cdslindia.com .

6. The Members can join the AGM in the VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/ OAVM will be made available for 1000 members on a first-come first-served basis. However, this number does not include the large Shareholders holding 2% or more share capital, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, Secretarial

Auditors, Scrutinizers, etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

7. 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.

8. In case of voting by joint holders, voting by such joint holder who is higher in the order of the names as per the Register of Members of the Company, as of the cut-off date, will be counted for the purpose of this Meeting.

9. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the MCA Circulars the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has made an arrangement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, and independent agency for providing necessary platform for Video Conference/OAVM and necessary technical support as may be required. Therefore, the facility of casting votes by a member using remote e-voting system as well as e-voting on the day of the AGM will be provided by CDSL.

10. This 30th AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circulars issued by MCA from time to time.

11. The recorded transcript of the forthcoming 30th AGM shall also be made available on the website of the Company – http://kritinutrients.com/ as soon as possible after the Meeting is over.

12. Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.

13. **CS Ishan Jain, Practicing Company Secretary (F.R.No. S2021MP802300, M. No. FCS 9978 & C.P. No. 13032)** and Proprietor of M/s. Ishan Jain & Co., Company Secretaries, Indore has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting at the 30th AGM and remote e-voting process in a fair and transparent manner.

14. Members desirous of obtaining any information concerning Accounts and Operations of the Company are requested to address their questions in writing to the Company at least 7 (Seven) days before the date of the Meeting at its email ID cs@kritiindia.com so that the information required may be made available at the Meeting.

15. The Members are requested to:

    a) Intimate changes, if any, in their registered addresses immediately.

    b) Quote their ledger folio number in all their correspondence.

    c) Send their Email address to us for prompt communication and update the same with their D.P. to receive softcopy of the Annual Report of the Company

16. Members are requested to notify immediately any change in their address and also intimate their active E-Mail ID to their respective Depository Participants (DPs) in case the shares are held in demat form and in respect of shares held in physical form to the Registrar and Share Transfer Agent Ankit Consultancy Pvt. Ltd., Plot No. 60, Electronic Complex, Pardeshipura, Indore (M.P.) having email Id: investor@ankitonline.com and compliance@ankitonline.com to receive the soft copy of all communication and notice of the meetings etc., of the Company.

17. The report on the Corporate Governance and Management Discussion and Analysis also forms part to the report of the Board Report.

18. 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 the Companies Act, 2013 will be available for inspection by the Members electronically till the conclusion of the 30th AGM. Members seeking to inspect such documents can send an email to cs@kritiindia.com.

19. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their Demat account(s) dormant for long. Periodic statements of holdings should be obtained from the concerned DPs and holdings should be verified from time to time.

20. To support the 'Green Initiative', Members who have not yet registered their E-mail addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the RTA/Company in case the shares are held by them in physical form.

21. Pursuant to the Investors Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (Rules), the Company is in process to transfer the equity shares in respect of

which dividend has not been claimed or encashed for 7 or more consecutive years to the Investor Education and Protection Fund Authority (IEPF) of the Central Government. The Company has sent letters to the concerning shareholders whose dividend has not been claimed/encashed for 7 or more consecutive years. The details of such shareholders are posted on the website of the Company at http://kritinutrients.com/ Please note that the shares so transferred to the IEPF can be claimed from the IEPF Authority by submitting an online application in Form IEPF-5 available on the website https://www.mca.gov.in/ as per the procedure prescribed under the Rules.

22. As per SEBI Circular dated 20th April, 2018 such shareholders holding shares of the company in the physical form are required to provide details of the Income Tax Permanent Account No. and Bank Account Details to the Share Transfer Agent of the Company, Ankit Consultancy Pvt. Ltd., Plot No. 60, Electronic Complex, Pardeshipura, Indore (M.P.) having email Id investor@ankitonline.com and compliance@ankitonline.com.

23. SEBI has mandated submission of PAN by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to their depository participants. Members holding shares in physical form are requested to submit their PAN details to the company's RTA.

24. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number ('PAN'), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.,

    - **For shares held in electronic form:** to their Depository Participant only and not to the Company's RTA. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and its RTA provide efficient and better service to the Members.

    - **For shares held in physical form:** to the Company's RTA in prescribed Form ISR -1 and other forms pursuant to SEBI circular SEBI/HO/MIRSD/POD-1/P/CIR/2023/70 dated May 17, 2023 as per instructions mentioned in the form. The said form can be downloaded from the Members' Reference available on the Company's website http://kritinutrients.com/ under Standard documents for Investors and is also available on the website of the RTA.

25. Members may please note that SEBI, vide its circular no. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026, by rescinding earlier circulars, has mandated the listed companies to issue securities in dematerialized form only while processing service requests, viz The said form can be downloaded from the Standard documents for Investors available on the Company's website https://www.kritinutrients.com/standard-documents-for-investors and is also available on the website of the RTA i.e. https://www.ankitonline.com/documents.aspx. It may be noted that any service request can be processed only after the folio is KYC Compliant.

    Members holding shares in physical form are required to submit PAN, nomination, contact details, bank account details and specimen signature in specified forms. Members may access https://www.kritinutrients.com/standard-documents-for-investors or https://www.ankitonline.com/documents.aspx for Form ISR-1 to register PAN/email id/bank details/other KYC details, Form ISR-2 to update signature and Form ISR-3 for declaration to opt out. Members may make service requests by submitting a duly filled and signed Form ISR-4 & ISR-5, the format of which is available on the Company's website and on the website of the Company's Registrar and Transfer Agent.

26. In case a holder of physical securities whose folio do not have PAN, nomination, contact details, bank account details and specimen signature updated shall be eligible to lodge grievance or avail any service request from the RTA only after furnishing PAN, KYC details and Nomination and for any payment including dividend, interest or redemption payment in respect of such folios, only through electronic mode with effect from April 01, 2024.

    In case of non-updating of PAN or address with pin code, contact details, mobile no., Bank Account Details or Specimen signatures in respect of physical folios, the payment of dividend, interest or any other entitlement shall be processed only after receipt of all the required details.

    In compliance with SEBI guidelines, the Company sent communications intimating about the submission of above details to all the Members holding shares in physical form to the RTA/Company.

27. As per the provisions of Section 72 of the Act, the facility for making a nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nominations are requested to register the same by submitting Form No. SH-13. If a member desires to cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form No. SH-14. Members who are either not desiring to register for nomination or would want to opt-out, are requested to fill out and submit Form No. ISR-3. The said forms can be downloaded from the RTA's website. Members are requested to submit the

said form to their DP in case the shares are held in electronic form and to the RTA in case the shares are held in physical form, quoting their folio no.

28. Dispute Resolution Mechanism at Stock Exchanges- SEBI, vide its circular no. SEBI/HO/MIRSD/ MIRSD_ RTAMB/P/CIR/2022/76 dated May 30, 2022, provided an option for arbitration as a Dispute Resolution Mechanism for investors. As per this circular, investors can opt for arbitration with Stock Exchanges in case of any dispute against the Company or its Registrar and Transfer Agent on delay or default in processing any investor services related request.

    In compliance with SEBI guidelines, the Company had sent communication intimating about the said Dispute Resolution Mechanism to all the Members holding shares in physical form.

29. 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 4, 2023, read with Master Circular No. SEBI/HO/ OIAE/ OIAE_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 4th, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login) and the same can also be accessed through the Company's website https://www.kritinutrients.com/standard-documents-for-investors.

30. SEBI vide its notification dated January 24, 2022 has amended Regulation 40 of the SEBI Listing Regulations and has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members may contact the Company or RTA, for assistance in this regard.

31. Due dates for transfer of unclaimed/unpaid dividends and the amount remained unclaimed which may be transferred if continuing remain unpaid and or the balance amount if claimed by the shareholders for transfer thereafter the same to IEPF are as under:

F.Y. Ended	Declaration Date	Due Date for transfer to IEPF	Amount remains unpaid/unclaimed as at 31.03.2026 (₹)
2018-19	14/08/2019	20/09/2026	2,22,709.32
2019-20	08/08/2020	15/09/2027	1,87,871.58
2020-21	07/08/2021	13/09/2028	1,84,020.28
2021-22	17/08/2022	23/09/2029	1,75,357.94
2022-23	28/08/2023	03/10/2030	2,19,981.50
2023-24	18/06/2024	25/07/2031	3,36,075.50
2024-25	13/08/2025	19/09/2032	1,92,237.70
2025-26 (Interim)	08/11/2025	14/12/2032	16,04,258.00

32. Voting through electronic means

    Members are requested to carefully read the below mentioned instructions for remote e-voting before casting their vote.

    Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

    Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

    i. The voting period begins on Sunday, 9th August, 2026 at 9.00 A.M. and ends on Tuesday, 11th August, 2026 at 5.00 P.M. During this period shareholder's of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Wednesday, 5th August, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

    ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

    iii. Pursuant to **SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January, 2026** under Regulation 44 of Securities and Exchange Board of India (LODR) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

Step 1:

Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

iv. In terms of SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January, 2026 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.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	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 URL for users to login to Easi/Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 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 i.e. CDSL/ NSDL/KARVY/ LINKINTIME, 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration 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 or click on https://evoting.cdslindia.com/Evoting/EvotingLogin.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 with **NSDL Depository**	1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is 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

Type of shareholders	Login Method
	3. 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website 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. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
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.co.in or call at toll free no.: 022 4886 7000 and 022- 2499 7000

Step 2:

Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

v. Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

1. The shareholders should log on to the e-voting website www.evotingindia.com.
2. Click on "Shareholders" module.
3. Now enter your User ID
    a. For CDSL: 16 digits beneficiary ID,
    b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6. If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) ▪ Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. ▪ If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field

vi. After entering these details appropriately, click on "SUBMIT" tab.

vii. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

viii. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

ix. Click on the EVSN for the relevant <KRITI NUTRIENTS LIMITED> on which you choose to vote.

x. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution, and option NO implies that you dissent to the Resolution.

xi. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

xii. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

xiii. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

xiv. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

xv. If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

xvi. There is also an optional provision to upload BR/ POA if any uploaded, which will be made available to scrutinizer for verification.

xvii. Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

a. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

b. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

c. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

d. The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

e. It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

f. Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@kritiindia.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

Instructions for Shareholders attending the AGM through VC/OAVM & E-Voting during meeting are as under:

1. The procedure for attending meeting & e-Voting on the day of the 30thAGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / iPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 (Seven) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@kritiindia.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 (Seven) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@kritiindia.com. These queries will be replied to by the company suitably by email.
8. The Scrutiniser will, after the conclusion of e-voting at the Meeting, scrutinise the votes cast at the Meeting and votes cast through remote e-voting, make a consolidated Scrutiniser's Report and submit the same to the Chairman and Managing Director of the Company or any person authorised by him. The results of e-voting will be announced on or before Friday, 14th August, 2026 and the same, along with the consolidated Scrutiniser's Report , will be placed on the website of the Company: cs@kritiindia.com and on the website of CDSL The Result will simultaneously be communicated to the Stock Exchanges and will also be displayed at the registered office of the Company.
9. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
10. Only those shareholders, who are 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 available during the AGM.
11. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders- please provide necessary details like 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@kritiindia.com/, investor@ankitonline.com and compliance@ankitonline.com.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

   If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

   All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Assistant Vice President, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.
4. Members can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s). Any person, who acquires shares of the Company and become member of the Company after mailing

of the notice and holding shares as on the cut-off date i.e., 5th August, 2026 (Wednesday) may obtain the login ID and password by sending a request at investor@ankitonline.com.

5. A person, whose name is 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., 5th August, 2026 (Wednesday) only shall be entitled to avail the facility of remote e-voting as well as e- voting at the AGM.

6. The Chairman shall, at the AGM at the end of discussion on the resolutions on which voting is to be held, allow e-voting to all those members who are present/logged in at the AGM but have not cast their votes by availing the remote e-voting facility.

7. The Results of the voting on the resolutions alongwith the report of the Scrutinizer shall be declared and placed on the website of the Company- http://kritinutrients.com/ and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Ltd. and National Stock Exchange of India Ltd.

8. For any other queries relating to the shares of the Company, you may contact the Share Transfer Agents at the following address:

M/s. Ankit Consultancy Pvt. Ltd.
60, Electronic Complex, Pardeshipura, Indore (M.P.) 452010
Tel: 0731-4281333,4065797/99, E-mail: investor@ankitonline.com, info@ankitonline.com

DETAILS OF DIRECTOR SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING

Name of the Director	Mr. Saurabh Singh Mehta	Mr. Shiv Singh Mehta
DIN	00023591	00023523
Date of Birth	29.07.1981	03.03.1954
Date of Appointment	26.12.2009	01.10.2010
Qualification	B.E., MBA	B.E., MBA
Expertise in specific area	Administration, Marketing & IT	Finance, Marketing, Technical and Business Administration
List of Outside Directorship held	- Kriti Industries (India) Limited - Kriti Auto & Engineering Plastics Pvt. Ltd. - Sakam Trading Private Limited - Organization of Plastics Processors of India	- Sakam Trading Private Limited - Kriti Industries (India) Limited - Kriti Auto & Engineering Plastics Private Ltd.
Chairman / Member of the Committees of the Board of Directors of the Company	Chairman:-Nil Member:- Corporate Social Responsibility Committee	Chairman: Nil Member:- 1. Stakeholder Relationship Committee
No. of Equity Shares held	30,440 (0.06%)	20,40,312 (4.07%)
Brief Resume	Mr. Saurabh Singh Mehta is BE in Computer Science from Ohio State University and MBA in family business from S.P Jain Institute of Management & Research. In past he was involved in various sports activities at regional and Past President, Leo Club Indore and received the award of Best President and best Club leader award in district and also interested in western Music having pass grade from Associated Board of Royal School of Music, London. He has over 13 years of diverse experience in the industry.	Mr. Shiv Singh Mehta holds a Bachelor degree in Electrical Engineering and Masters Degree in Business Administration is the founder, core promoter and Managing Director of the Company. Kriti Group of Industries comprises of Kriti Industries (India) Ltd, Kriti Nutrient Ltd. and Kriti Auto Engineering & Plastics Pvt. Ltd. having a group annual turnover about ₹1500 crore.

EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 4:

This Explanatory Statement is in terms of Regulation 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), though statutorily not required in terms of Section 102 of the Act.

M/s M Mehta & Company, Chartered Accountants (FRN 000957C) (MMC) was appointed as the Statutory Auditors of the Company by the Members at the 25th Annual General Meeting (AGM) held on 7th August, 2021 to hold office from the conclusion of the 25th AGM till the conclusion of the 30th AGM of the Company to be held in the calendar year 2026.

Accordingly, the present term of MMC expires at the conclusion of the ensuing 30th AGM. MMC are eligible for re-appointment for a second term of five years in terms of the provisions of Section 139 of the Act read with the Companies (Audit and Auditors) Rules, 2014. MMC have consented to their appointment as the Statutory Auditors and have confirmed that the appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act and that they are not disqualified to be appointed as the Statutory Auditors in terms of the provisions of Section 139 and 141 of the Act and the Rules framed thereunder.

After evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., the Board of Directors of the Company ('Board') has, based on the recommendation of the Audit Committee, proposed the re-appointment of MMC, as the Statutory Auditors of the Company, for the second consecutive term of five years from the conclusion of 30th AGM till the conclusion of 35th AGM of the Company to be held in the year 2031, at a remuneration as may be mutually agreed between the Board and the Statutory Auditors. The recommendation is based on various factors like People, Audit Methodology, Quality Control, Reputation of the Firm and Knowledge. MMC was established in the year 1952. The Audit Firm has a valid Peer Review certificate. MMC was paid a fee of ₹3.50 lakhs for the audit of standalone financial statements of the Company for the financial year ended March 31, 2026 plus applicable taxes and out-of-pocket expenses on actuals.

The Board recommends the Resolution set forth at Item No.4 for approval of the members as an Ordinary Resolution.

ITEM NO. 5:

As per the provision of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, the company is required to have an audit conducted by a cost accountant in practice for products covered under the rules, as upon the recommendation of the Audit Committee, Board of Directors of your Company appointed M/s Dhananjay V. Joshi & Associates, Cost Accountants (FRN: 000030) as Cost Auditors of the Company for the year 2026-27 on the remuneration of ₹35,000/- plus applicable taxes and reimbursement of out-of-pocket expenses at actual. The Cost Auditor has given his consent and eligibility for an appointment as Cost Auditor.

In accordance with Section 148(3) read with Rule 14 of Companies (Audit and Auditors) Rules 2014, the remuneration payable to the Cost Auditors as recommended by Audit Committee and approved by Board of Directors, is to be ratified by the Shareholders in 30th AGM.

None of the Directors / Key Managerial personnel/ their relatives are in any way concerned or interested financially or otherwise in the aforesaid resolution.

The Board of Directors recommend passing necessary resolution as set out in Item No. 5 of the Notice by way of an Ordinary Resolution.

ITEM NO. 6`

Shri Saurabh Singh Mehta (DIN:00023591) was appointed as Whole-time Director of the Company for a term of 5 (five) from 1st August, 2022 to 31st July, 2027 on the terms and conditions as mentioned below:

S. No.	Particular	Existing Remuneration & Perquisite	Revised Remuneration & Perquisites
a	Salary	₹4,00,000/- (Rupees Four Lakhs only) per month	₹5,00,000/- (Rupees Five lakhs only) per month w.e.f. 12.08.2026 till 31.07.2027
b	Perquisites and allowances	₹50,000/- (Rupees Fifty Thousand only) per month	₹62,500/- (Rupees Sixty Two Thousand Five Hundred only) per month w.e.f. 12.08.2026 till 31.07.2027
c	Remuneration/ Incentive/ Commission	The aforesaid salary perks and remuneration/incentives/ commission are subject to the maximum amount of 5% of the net profits of the Company in the financial year as determined under section 197 and 198 of the Companies Act, 2013 which is paid at the end of the Financial Year. Further the remuneration payable may be revised from time to time as may be deemed suitable by the Board upon recommendation of the Nomination and Remuneration Committee within the limits of schedule V subject to approval of the members at the Annual General Meeting	The aforesaid salary perks and incentives/ commission are subject to the maximum amount of 5% of the net profits of the Company in the financial year as determined under section 197 and 198 of the Companies Act, 2013 which is paid at the end of the Financial Year. Further the remuneration payable may be revised from time to time as may be deemed suitable by the Board upon recommendation of the Nomination and Remuneration Committee within the limits of schedule V subject to approval of the members at the Annual General Meeting
d	Furnished Rent Free Accommodations	-	Furnished Rent Free accommodation as may be provided by the Company for the residence purposes of the Whole-time Director w.e.f. 1st April, 2026

In accordance with the provisions of Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015, the fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution in general meeting, if –

(i) the annual remuneration payable to such executive anywhere director exceeds ₹5 crore or 2.5% of the net profits of the company, whichever is higher; or

(ii) where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5% of the net profits of the company:

Provided that the approval of the shareholders under this provision shall be valid only till the expiry of the term of such director. The net profits shall be calculated as per section 198 of the Companies Act, 2013.

The aforesaid salary, perks and remuneration/ incentives/commission shall be subject to the maximum amount of 5% of the net profits of the Company in the financial year as determined under section 197 and 198 of the Companies Act, 2013. The amount of remuneration/incentive /commission be paid at the end of the financial year.

Further, the remuneration as may be payable may be revised (including approval of annual increment, re-grouping, increase, decrease, with hold the salary etc. as the case may be from time to time as may be recommended by the Nomination and Remuneration Committee and the Board within the maximum permissible limits of 5% of the net profits and in case of inadequate profits within the limits as prescribed under Schedule V of the Companies Act, 2013 (subject to a maximum ceiling of ₹240.00 Lakhs) per annum whichever is higher without seeking any requirement for approval of the members of the Company.

The notice and explanatory statement may be treated as an abstract of the terms and conditions remuneration payable to Shri Saurabh Singh Mehta, as required under section 102 of the Companies Act, 2013 as set out in the Item No. 6 of the notice and recommend to pass necessary special resolution at the Meeting.

None of the directors except Shri Saurabh Singh Mehta, being interested financial and Shri Shiv Singh Mehta and Smt. Purnima Mehta, being his relative are concerned or interested otherwise in the resolution. Shri Saurabh Singh Mehta is in a promoter group and also holding 30,440 equity shares of ₹1/- each consisting of 0.06% of the total paid up capital of the Company.

Your Board of directors recommend passing the special resolution as set out in Item No. 6 of the notice.

The Information required under section II, Part 2 of the Schedule V is being given in Item No. 8.

ITEM NO. 7

The existing tenure of Shri Shiv Singh Mehta as Chairman and Managing Director of the company is going to complete on 11th January, 2027. Upon the recommendation of the Nomination and Remuneration Committee of the board, the Board of Directors at its meeting held on 5th May, 2026 passed the resolution for his re-appointment as the Chairman and Managing Director w.e.f. 12th January, 2027 for a period of 3

(Three) years subject to approval of members in ensuing Annual General Meeting of the company on the terms and conditions as mentioned below:

1. Salary: Upto ₹6,50, 000 (Rupees Six Lakh Fifty Thousand Only) Per Month
2. Perquisite and allowances: Upto ₹65,000 (Rupees Sixty Five Thousand Only) Per Month
3. Remuneration/Incentive/Commission

In accordance with the provisions of Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015, the fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution in general meeting, if –

(i) the annual remuneration payable to such executive anywhere director exceeds ₹5 crore or 2.5% of the net profits of the company, whichever is higher; or

(ii) where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5% of the net profits of the company:

Provided that the approval of the shareholders under this provision shall be valid only till the expiry of the term of such director. The net profits shall be calculated as per section 198 of the Companies Act, 2013.

The aforesaid salary, perks and remuneration/ incentives/ commission shall be subject to the maximum amount of 5% of the net profits of the Company in the financial year as determined under section 197 and 198 of the Companies Act, 2013 Shri Shiv Singh Mehta shall have the option from which company Kriti Nutrients Ltd. and/or Kriti Industries (India) Ltd he wants to take the amount of remuneration/incentive /commission as recommended by Nomination & Remuneration Committee and approval by the Board, which shall be paid at the end of the financial year.

In view of his age above 70 years, and proposed re-appointment for a period of three years from 12th January, 2027 to 11th January, 2030 the company needs to seek approval of members by way of special resolution u/s 196(3)(a) read with Schedule V of the Companies Act, 2013.

Further, the remuneration as may be payable may be revised (including approval of annual increment, re-grouping, increase, decrease, with hold the salary etc. as the case may be from time to time as may be recommended by the Nomination and Remuneration Committee and the Board within the maximum permissible limits of 5% of the net profits and in case of inadequate profits within the limits as prescribed under Schedule V of the Companies Act, 2013 (subject to a maximum ceiling of ₹240.00 Lakhs) per annum whichever is higher without seeking any requirement for approval of the members of the Company.

The notice and explanatory statement may be treated as an abstract of the terms and conditions of appointment and remuneration payable to Shri Shiv Singh Mehta, as required under section 102 of the Companies Act, 2013 as set out in the Item No.7 of the notice and recommend to pass necessary special resolution at the Meeting.

None of the directors except Shri Shiv Singh Mehta, being the appointee interested financial and Smt. Purnima Mehta and Shri Saurabh Mehta, being his relative are concerned or interested otherwise in the resolution. Shri Shiv Singh Mehta is in a promoter group and also holding 20,40,312 equity shares of ₹1/- each consisting of 4.07% of the total paid up capital of the Company.

The Information as required under section II, Part 2 of the Schedule V is being given after as under:

I. General Information:

S. No.	Particulars	Shri Shiv Singh Mehta
(1)	Nature of industry	Soybean processing and producing branded refined soybean edible oil etc.
(2)	Date or expected date of commencement of commercial production	Already in commercial operations since long
(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A.
(4)	Financial performance based on given indicators	The Company has achieved the following financial during the year 2024-25 and 2025-26 (₹ In Lakhs)
(5)	Foreign investments or collaborations, if any.	Nil

Parameter	2024-25	2025-26
Turnover/ Income	73,433.68	77,021.16
Profit/(Loss) Before Tax	4,977.63	4,511.03
Profit/(Loss) after Tax	3,702.68	3,384.05
Dividend	30%	300%

II. Information about the appointee:

(1)	Background details	As stated above
(2)	Past remuneration	During the year 2025-26, Mr. Shiv Singh Mehta was paid Remuneration of ₹160.35 Lakhs.
(3)	Recognition or awards	N.A.
(4)	Job profile and his suitability	He is Chairman & Managing Director subject to the superintendence, control and direction of Board of Directors, entrusted with substantial powers of management in respect of the whole of the affairs of the Company and shall perform such duties and exercise such powers as have been or may be entrusted to or conferred upon him by the Board from time to time. He has been associated with the business of the Company since inception. Considering his background and experience, he is eminently suitable to continue to hold the position of Chairman & Managing Director of the Company.
(5)	Remuneration proposed	As stated above
(6)	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)	The proposed remuneration is in line with remuneration payable to the Directorial personnel holding similar stature/position in the Industry.
(7)	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Besides remuneration, Shri Shiv Singh Mehta holds 20,40,312 (4.07%) of the Equity Shares of the Company. He is relative of Mrs. Purnima Mehta (Wife) Whole-time Director Mr. Saurabh Singh Mehta (Son) Director of the Company.

III. Other information:

(1)	Reasons of loss or inadequate profits	Not Applicable, since the Company reported a profit in the current year, and has been consistently earning profits since inception, and has a strong net worth and effective capital.
(2)	Steps taken or proposed to be taken for improvement	The Company is continuing making efforts for improvement of the financial results and create worth for the stakeholders and investors of the company.
(3)	Expected increase in productivity and profits in measurable terms	N.A.

Your Board of directors recommend to pass the special resolution as set out in the Item No. 7 of the notice.

ITEM NO. 8

The existing tenure of Shri Saurabh Singh Mehta as Whole Time Director designated as Joint Managing Director of the company is going to complete on 31st July, 2027. Upon the recommendation of the Nomination and Remuneration Committee of the board, the Board of Directors at its meeting held on 5th May, 2026 passed the resolution for his re-appointment as the Whole Time Director designated as Joint Managing Director w.e.f. 1st August, 2027 for a period of 3 (Three) years subject to approval of members in ensuing Annual General Meeting of the company on the terms and conditions as mentioned below:

1. Salary: Upto ₹5,00,000 (Rupees Five Lakhs Only) Per Month
2. i) Perquisite and allowances: Upto ₹62,500 (Sixty Two Thousand Five Hundred Only) Per Month

   ii) Furnished rent free residential accommodation
3. Remuneration/Incentive/Commission

In accordance with the provisions of Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015, the fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution in general meeting, if –

a. the annual remuneration payable to such executive anywhere director exceeds ₹5 crore or 2.5% of the net profits of the company, whichever is higher; or

b. where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5% of the net profits of the company:

   Provided that the approval of the shareholders under this provision shall be valid only till the expiry of the term of such director. The net profits shall be calculated as per section 198 of the Companies Act, 2013.

The aforesaid salary, perks and remuneration/ incentives/commission shall be subject to the maximum amount of 5% of the net profits of the Company in the financial year as determined under section 197 and 198 of the Companies Act, 2013. The amount of remuneration/ incentive /commission be paid at the end of the financial year.

Further, the remuneration as may be payable may be revised (including approval of annual increment, re-grouping, increase, decrease, with hold the salary etc. as the case may be from time to time as may be recommended by the Nomination and Remuneration Committee and the Board within the maximum permissible limits of 5% of the net profits and in case of inadequate profits within the limits as prescribed under Schedule V of the Companies Act, 2013 (subject to a maximum ceiling of ₹240.00 Lakhs) per annum whichever is higher without seeking any requirement for approval of the members of the Company.

The notice and explanatory statement may be treated as an abstract of the terms and conditions of appointment and remuneration payable to Shri Saurabh Singh Mehta, as required under section 102 of the Companies Act, 2013 as set out in the Item No. 8 of the notice and recommend to pass necessary special resolution at the Meeting.

None of the directors except Shri Saurabh Singh Mehta, being the appointee interested financial and Shri Shiv Singh Mehta and Smt. Purnima Mehta, being his relative are concerned or interested otherwise in the resolution. Shri Saurabh Singh Mehta is in a promoter group and also holding 30,440 equity shares of ₹1/- each consisting of 0.06% of the total paid up capital of the Company.

The Information as required under section II, Part 2 of the Schedule V is being given after as under:

I. General Information:

S. No.	Particulars	Shri Saurabh Singh Mehta
(1)	Nature of industry	Soybean processing and producing branded refined soybean edible oil etc.
(2)	Date or expected date of commencement of commercial production	Already in commercial operations since long
(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A.
(4)	Financial performance based on given indicators	The Company has achieved the following financial during the year 2024-25 and 2025-26 (₹ In Lakhs)
(5)	Foreign investments or collaborations, if any.	Nil

Parameter	2024-25	2025-26
Turnover/ Income	73,433.68	77,021.16
Profit/(Loss) Before Tax	4,977.63	4,511.03
Profit/(Loss) after Tax	3,702.68	3,384.05
Dividend	30%	300%

II. Information about the appointee:

(1)	Background details	As stated above
(2)	Past remuneration	During the year 2025-26, Shri Saurabh Singh Mehta was paid Remuneration of ₹235.55 Lakhs.
(3)	Recognition or awards	N.A.
(4)	Job profile and his suitability	He is Whole Time Director designated as Joint Managing Director of the Company and shall perform such duties and exercise such powers as have been or may be entrusted to or conferred upon him by the Board from time to time. Considering his background and experience, he is eminently suitable to continue to hold the position of Whole Time Director designated as Joint Managing Director of the Company.

(5)	Remuneration proposed	As stated above
(6)	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)	The proposed remuneration is in line with remuneration payable to the Directorial personnel holding similar stature/position in the Industry.
(7)	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Besides remuneration, Shri. Saurabh Singh Mehta holds 30,440(0.06%) of the Equity Shares of the Company. He is also relative of Shri Shiv Singh Mehta (Father) Chairman & Managing Director and Smt. Purnima Mehta (Mother) Director.

III. Other information:

(1)	Reasons of loss or inadequate profits	Not Applicable, since the Company reported a profit in the current year, and has been consistently earning profits since inception, and has a strong net worth and effective capital.
(2)	Steps taken or proposed to be taken for improvement	The Company is continuing making efforts for improvement of the financial results and create worth for the stakeholders and investors of the company.
(3)	Expected increase in productivity and profits in measurable terms	N.A.

Your Board of directors recommend to pass the special resolution as set out in the Item No. 8 of the notice

Date:5th May, 2026
Place: Indore

By order of the Board of Directors

Kriti Nutrients Limited
CIN: L24132MP1996PLC011245
Registered Office:
Mehta Chamber, 34 Siyaganj,
Indore (M.P.) 452007

Raj Kumar Bhawsar
Company Secretary
M. No. F7186