SHREE KARNI FABCOM LIMITED
TECHNICAL TEXTILE & COATED FABRIC
(Formerly known as Shree Karni Fabcom LLP)

September 8, 2026

To
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Bandra Kurla Complex,
Mumbai-400051

Symbol: SHREEKARNI

Dear Sir / Madam,

Sub: Notice of the 3rd Annual General Meeting (AGM) of the Company for the financial year 2025-26

With reference to the above subject and pursuant to Regulation 30 of SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule III, we are enclosing herewith Notice of the 3rd AGM of the Company scheduled to be held on Wednesday, September 30, 2026 at 1.30 p.m. (IST) via Video Conference ("VC") / Other Audio Visual Means ("OAVM"). The said Notice forms part of the Annual Report 2025-26 of the Company.

The said Notice of AGM is also available on the website of the Company at:

https://skflindia.com/wp-content/uploads/2026/09/Notice_of_3rd_AGM.pdf

This is submitted pursuant to Regulation 30 read with Para A, Part A of Schedule III of the SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Kindly take the above information on records and disseminate.

Thanking you.

Yours faithfully,

For Shree Karni Fabcom Limited

DHIRAJ RAMKISHOR VAISHNAV Digitally signed by DHIRAJ RAMKISHOR VAISHNAV Date: 2026.09.08 12:51:15 +05'30'

Dhiraj Ramkishor Vaishnav
Company Secretary & Compliance Officer
M. No. A62575

NOTICE OF AGM

NOTICE is hereby given that the 3rd Annual General Meeting of the members of **Shree Karni Fabcom Limited** will be held on Wednesday, September 30, 2026 at 1.30 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the:

- Audited Standalone Annual Financial Statements of the Company for the financial year ended 31st March, 2026 and the Reports of the Board of Directors and the Auditors' thereon; and

- Audited Consolidated Annual Financial Statements of the Company for the financial year ended 31st March, 2026, and the Report of the Auditors' thereon.

2. To appoint a Director in place of Mr. Manoj Kumar Karnani (DIN: 08156230), Wholetime Director, who retires by rotation and being eligible, offers himself for re-appointment.

3. To declare the final dividend at 2.5 % i.e. ₹ 0.25 (Twenty-Five paise only) per Equity Shares of ₹ 10/- each for the financial year ended March 31, 2026.

SPECIAL BUSINESS:

4. To approve material related party transaction with M/s IGK Technical Textiles LLP.

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

RESOLVED THAT pursuant to Regulation(s) 23, 2(1)(zc) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the applicable provisions of the Companies Act, 2013, and the Rules framed thereunder, if any, (including any statutory modification(s) or amendment(s) thereto or reenactment(s) thereof, for the time being in force), the Company's Policy on Materiality of and Dealing with Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and based on the approval/ recommendation of the Audit Committee and the Board of Directors of the Company, approval of the Members be and is hereby accorded for entering into and/ or carrying out and/ or continuing with existing contracts/ arrangements/ transactions or modification(s) of earlier arrangement(s) / transaction(s) or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or otherwise) with IGK Technical Textiles LLP (Subsidiary of the Company), falling within the definition of 'Related Party Transaction' under Regulation 2(1)(zc) of the Listing Regulations, as detailed in the explanatory statement to this Resolution, on such material terms and conditions as mentioned therein and as may be mutually agreed between the parties, notwithstanding the fact that the aggregate value of all these transaction(s), whether undertaken directly by the Company or along with its subsidiary(ies), may exceed from time to time the prescribed thresholds as per the provisions of Listing Regulations as applicable from time to time, provided, however, that the said contract(s)/ arrangement(s)/ transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company except the rental income transaction.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion, with power to alter and vary the terms and conditions of such contract(s)/ arrangement(s)/ transaction(s), and to take all such steps as may be required to give effect to this Resolution without being required to seek further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this Resolution.**"**

5. **Re appointment of Mr. Rajiv Lakhotia (DIN: 02939190), as Managing Director of the Company**

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

"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), based on the recommendation of NRC (Nomination and Remuneration Committee), the approval of the members be and is hereby accorded for the appointment of Mr. Rajiv Lakhotia (DIN: 02939190), as Managing Director of the Company for a period of 5 (five) years commencing from October 10, 2026 to October 9, 2031, on the terms and conditions including revision in remuneration as set out below with liberty to the Board of Directors to vary the terms and conditions of the said appointment and / or remuneration as it may deem fit and that he shall be liable to retire by rotation;

A. BASIC SALARY: Rs. 5,00,000/- per month

B. PERQUISITES:

Category A:

1. Medical Reimbursement for self and family as per the rules of the Company.
2. Leave Travel Reimbursement of domestic & foreign along with family as per the rules of the Company.

Category B:

1. Contribution to Provident Fund, Superannuation Fund, Annuity Fund or Gratuity as per the rules of the Company.
2. Encashment of leave as per the rules of the Company.

Category C:

1. Car, telephone at residence and mobile phone for use on Company's business.

RESOLVED FURTHER THAT the above terms and conditions may be altered, modified or varied including the remuneration as approved above, in such manner as may be agreed to between the Board and Mr. Rajiv Lakhotia.

RESOLVED FURTHER THAT during the tenure of Mr. Rajiv Lakhotia, the remunerations as approved hereby shall be paid to him as a minimum remuneration in compliance with the limits specified in Section II of Part II of Schedule V of the Companies Act, 2013, as may be applicable for the time being in force.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take all such steps as may be necessary, proper and expedient and to do any acts, deeds, matters and things to give effect to this resolution."

6. **Re appointment of Mr. Radhe Shyam Daga (DIN: 07848061), as Whole Time Director of the Company**

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

"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), based on the recommendation of NRC (Nomination and Remuneration Committee), the approval of the members be and is hereby accorded for the appointment of Mr. Radhe Shyam Daga (DIN: 07848061), as Whole Time Director of the Company for a period of 5 (five) years commencing from October 10, 2026 to October 9, 2031, on the terms and conditions including revision in remuneration as set out below with liberty to the Board of Directors to vary the terms and conditions of the said appointment and / or remuneration as it may deem fit and that he shall be liable to retire by rotation;

A. BASIC SALARY: Rs. 5,00,000/- per month

B. PERQUISITES:

Category A:

1. Medical Reimbursement for self and family as per the rules of the Company.

2. Leave Travel Reimbursement of domestic & foreign along with family as per the rules of the Company.

Category B:

1. Contribution to Provident Fund, Superannuation Fund, Annuity Fund or Gratuity as per the rules of the Company.

2. Encashment of leave as per the rules of the Company.

Category C:

1. Car, telephone at residence and mobile phone for use on Company's business.

RESOLVED FURTHER THAT the above terms and conditions may be altered, modified or varied including the remuneration as approved above, in such manner as may be agreed to between the Board and Mr. Radhe Shyam Daga.

RESOLVED FURTHER THAT during the tenure of Mr. Radhe Shyam Daga, the remunerations as approved hereby shall be paid to him as a minimum remuneration in compliance with the limits specified in Section II of Part II of Schedule V of the Companies Act, 2013, as may be applicable for the time being in force.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take all such steps as may be necessary, proper and expedient and to do any acts, deeds, matters and things to give effect to this resolution."

7. Re appointment of Mr. Manoj Kumar Karnani (DIN: 08156230), as Whole Time Director of the Company

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

"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), based on the recommendation of NRC (Nomination and Remuneration Committee), the approval of the members be and is hereby accorded for the appointment of Mr. Manoj Kumar Karnani (DIN: 08156230), as Whole Time Director of the Company for a period of 5 (five) years commencing from October 10, 2026 to October 9, 2031, on the terms and conditions including revision in remuneration as set out below with liberty to the Board of Directors to vary the terms and conditions of the said appointment and / or remuneration as it may deem fit and that he shall be liable to retire by rotation;

A. BASIC SALARY: Rs. 5,00,000/- per month

B. PERQUISITES:

Category A:

1. Medical Reimbursement for self and family as per the rules of the Company.

2. Leave Travel Reimbursement of domestic & foreign along with family as per the rules of the Company.

Category B:

1. Contribution to Provident Fund, Superannuation Fund, Annuity Fund or Gratuity as per the rules of the Company.

2. Encashment of leave as per the rules of the Company.

Category C:

1. Car, telephone at residence and mobile phone for use on Company's business.

RESOLVED FURTHER THAT the above terms and conditions may be altered, modified or varied including the remuneration as approved above, in such manner as may be agreed to between the Board and Mr. Manoj Kumar Karnani.

RESOLVED FURTHER THAT during the tenure of Mr. Manoj Kumar Karnani, the remunerations as approved hereby shall be paid to him as a minimum remuneration in compliance with the limits specified in Section II of Part II of Schedule V of the Companies Act, 2013, as may be applicable for the time being in force**.**

RESOLVED FURTHER THAT the Board be and is hereby authorized to take all such steps as may be necessary, proper and expedient and to do any acts, deeds, matters and things to give effect to this resolution."

8. Re appointment of Mr. Raj Kumar Agarwal (DIN: 09748957), as Whole Time Director of the Company

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

"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), based on the recommendation of NRC (Nomination and Remuneration Committee), the approval of the members be and is hereby accorded for the appointment of Mr. Raj Kumar Agarwal (DIN: 09748957),, as Whole Time Director of the Company for a period of 5 (five) years commencing from October 10, 2026 to October 9, 2031, on the terms and conditions including revision in remuneration as set out below with liberty to the Board of Directors to vary the terms and conditions of the said appointment and / or remuneration as it may deem fit and that he shall be liable to retire by rotation;

C. BASIC SALARY: Rs. 5,00,000/- per month

D. PERQUISITES:

Category A:

1. Medical Reimbursement for self and family as per the rules of the Company.

2. Leave Travel Reimbursement of domestic & foreign along with family as per the rules of the Company.

Category B:

1. Contribution to Provident Fund, Superannuation Fund, Annuity Fund or Gratuity as per the rules of the Company.

2. Encashment of leave as per the rules of the Company.

Category C:

2. Car, telephone at residence and mobile phone for use on Company's business.

RESOLVED FURTHER THAT the above terms and conditions may be altered, modified or varied including the remuneration as approved above, in such manner as may be agreed to between the Board and Mr. Raj Kumar Agarwal.

RESOLVED FURTHER THAT during the tenure Mr. Raj Kumar Agarwal, the remunerations as approved hereby shall be paid to him as a minimum remuneration in compliance with the limits specified in Section II of Part II of Schedule V of the Companies Act, 2013, as may be applicable for the time being in force**.**

RESOLVED FURTHER THAT the Board be and is hereby authorized to take all such steps as may be necessary, proper and expedient and to do any acts, deeds, matters and things to give effect to this resolution."

September 8, 2026
Registered Office:
Shree Karni Fabcom Limited
Plot no -188, 189, 190, Block No - 314,
Rajhans Texpa NH-48,
Village- Baleshwar Taluka
Palsana Surat – 394317
Tel : +91 - 262 235 0900
Email : cs@skflindia.com
Website: www.skflindia.com
CIN: L47820GJ2023PLC140106

By order of the Board
For Shree Karni Fabcom Limited

Dhiraj Ramkishor Vaishnav
Company Secretary & Compliance Officer
M. No. A62575

NOTES:

1. Pursuant to General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 and 02/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, 11/2022 dated December 28, 2022 and latest General Circular No. 09/2023 dated September 25, 2023 and latest General Circulars No. 09/2024 dated September 19, 2024, respectively issued by the Ministry of Corporate Affairs ('MCA') (collectively referred to as 'MCA Circulars') and Circular Nos. SEBI / HO / CFD/ CFDPoD-2 / CMD1 / CIR / P / 2020 / 79, SEBI / HO / CFD / CMD2 / CIR / P / 2021 / 11and SEBI / HODDHS / P / CIR / 2022 / 0063 / 2024 / 133 dated October 3, 2024, May 12, 2020, January 15, 2021, May 13,2022, 11/2022 dated December 28, 2022 and SEBI vide its Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/167 dated October 7, 2023 ("SEBI Circular") respectively issued by the Securities and Exchange Board of India (collectively referred to as 'SEBI Circulars'), holding of the Annual General Meeting ('AGM') through VC/OAVM, without the physical presence of the Members, is permitted. In compliance with the provisions of the Companies Act, 2013 ('the Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('the Listing Regulations'), MCA Circulars and SEBI Circulars, the AGM of the Company is being held through VC/ OAVM which does not require physical presence of members at a common venue. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM.

2. A statement giving relevant details of the directors seeking appointment/ reappointment under Item No. 2 and item no 5 to 8 of the accompanying notice, as required under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 is annexed herewith this notice.

3. The Explanatory Statement setting out material facts concerning the business under Item Nos. 4 to 8 of the Notice is annexed hereto. *[Section 102 of the Companies Act, 2013 ("Act")]*

4. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. In terms of MCA Circulars, since physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility for appointment of proxies by the Members under Section 105 of the Act, will not be available for the AGM and, hence, the Proxy Form and Attendance Slip are not annexed to this Notice. The Board of Directors has appointed **CS Md. Shahnawaz, Practicing Company Secretary (ACS No. 21427, CP No. 15076)** as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.

5. Corporate/Institutional members (i.e. other than individuals, HUF, NRI, etc) are required to send scanned copy of its Board or governing body resolution/authorization etc., authorizing its representative to attend AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization be sent to the Scrutinizer by email through its registered email address to msassociates16@gmail.com with a copy marked to evoting@nsdl.co.in.

6. Members attending the AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

7. Members can login and join the AGM 30 minutes prior to the scheduled time to start the AGM and the window for joining shall be kept open till the expiry of 15 minutes after the scheduled time to start the AGM. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members, on first-come-first-served basis. However, the participation of large members (members holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Auditors can attend the AGM without restriction of first-come-first served basis. Instructions and other information for members for attending the AGM through VC/OAVM are given in this Notice.

8. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

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 aforesaid MCA and SEBI Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.

10. For ease of conduct, members who would like to ask questions/express their views on the items of the business to be transacted at the meeting can send in their questions/ comments in advance mentioning their name, demat account number/ folio number, email id, mobile number at cs@skflindia.com. The same will be replied by the Company suitably. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

11. The Registers of Members and Share Transfer Books of the Company will remain closed from **Thursday, September 24, 2026 to Wednesday, September 30, 2026** (both days inclusive) for the purpose of annual closure of books.

12. In accordance with SEBI LODR (Listing Obligations and Disclosure Requirements) (4th amendment) Regulations, 2018 notified on June 07, 2018 and further notification dated 30/11/2018 any request for physical transfer of shares shall not be processed w.e.f April 01,2019.

13. Since the 3rd AGM will be held through VC/ OAVM pursuant to the Circulars, the proxy form, attendance slip and route map have not been annexed to this Notice.

    Further, in compliance with SEBI vide its circular SEBI/HO/ MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January 2022, the following requests received by the Company in physical form will be processed and the shares will be issued in dematerialization form only:-

i. Issue of duplicate share certificate
ii. Claim from unclaimed suspense account
iii. Renewal/Exchange of securities certificate
iv. Endorsement
v. Sub-division / splitting of securities certificate
vi. Consolidation of securities certificates/folios
vii. Transmission
viii. Transposition

For this purpose, the securities holder/claimant shall submit a duly filled up Form ISR-4 to the Registrar and Transfer Agent (‘RTA’) of the Company, M/s. MAS Services Ltd, The aforementioned form shall be furnished in hard copy form.

Members holding shares in physical form are requested to dematerialize their holdings at the earliest.

14. The Securities and Exchange Board of India ('SEBI') vide its circular dated November 03, 2021 read with circular dated December 14, 2021 has made it mandatory for the shareholders holding securities in physical form to furnish PAN, KYC (complete address with pin-code, bank detail with MICR-CODE & IFS CODE, Email-ID, Mobile Number) and Nomination details to the Registrar and Transfer Agent ('RTA') of the Company. Effective from 1st January 2022. Registrar will not process, any service requests or complaints received from the member until unless above KYC and nomination will not be completed by shareholder and such shareholders holding will be frozen by RTA on or after 1st April 2023.

    The shareholders holding shares in physical form are requested to note that in case of failure to provide required documents and details as per aforesaid SEBI circular, all folios of such shareholders shall be frozen on or after April 01, 2023 by the RTA. In view of the above, shareholders of the Company holding securities in physical form are requested to provide following documents/details to RTA:

    i. PAN; (using ISR-1)
    ii. Nomination in Form No.SH-13 or submit declaration to 'Opt-out' in Form ISR-3;
    iii. Contact details including Postal address with PIN code, Mobile Number, E-mail address;
    iv. Bank Account details including Bank name and branch, Bank account number, IFS code;
    v. Specimen signature. (using ISR-2)

    Any cancellation or change in nomination shall be provided in Form No.SH-14

    All of above required documents/details to be sent at the address of registered office of the RTA. The shareholders can download the forms mentioned in SEBI circular from the website of the Company or RTA website i.e www.masserv.com.

    In terms of Section 72 of the Companies Act, 2013 and the applicable provisions, the shareholders of the Company may nominate a person in whose name the shares held by him/them shall vest in the event of his/their death. Shareholders desirous of availing this facility may submit the requisite nomination form.

    A separate communication has already been sent to the respective shareholders.

15. In compliance with the aforesaid MCA and SEBI Circulars, the Notice of the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice calling AGM along with the explanatory statement and Annual Report 2025-26 are available on the website of the Company at https://skflindia.com/ and on the website of the Stock Exchange i.e. National Stock Exchange of India Limited at https://www.nseindia.com/ and on the website of National Securities Depository Limited (NSDL) i.e. www.evoting.nsdl.com (the Authorised agency for providing voting through electronic means and AGM through VC/OAVM). Company's web-link on the above will also be provided in advertisement being published in Financial Express (English Edition) and Financial Express (Gujarati Edition).

16. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from 1st April, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company Secretary or Mas Services Limited, Company's Registrar and Share Transfer Agents ("RTA") (Tel. No. 011 26387281/82/83) for assistance in this regard.

17. Members who have not yet registered their e-mail addresses are requested to register the same with their Depository Participants ("DP") in case the shares are held by them in electronic form and with the Company/RTA in case the shares are held by them in physical form.

18. 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, etc., to their DPs if the shares are held by them in electronic form and to the Company / RTA if the shares are held by them in physical form.

19. For receiving all future correspondence (including Annual Report) from the Company electronically –

In case you have not registered your email ID with the Company/ Depositary, please follow below instructions to register your email ID for obtaining Annual Report for FY 2025-2026 and login details for e-voting.

Physical Holding

Send a signed request letter to Registrar and Transfer Agents of the Company, MAS Services Limited at investor@masserv.com providing Folio Number, Name of the 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) with subject line (Register E-mail ID Folio No (Mention Folio No) of Shree Karni Fabcom Limited.

Demat Holding

Please contact your Depositary Participant (DP) and register your email address as per the process advised by DP.

20. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2025-26 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories. Further, those members who have not registered their e-mail addresses and mobile nos. and in consequence could not be served the Notice of the AGM and Annual Report may get themselves registered with RTA by emailing for obtaining the same. Members are requested to support our commitment to environmental protection by choosing to receive the Company's communications through e-mail going forward.

    Members may note that the Notice and Annual Report 2025-26 will also be available on the Company's website https://skflindia.com/ , websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at https://www.nseindia.com / and on the website of NSDL https://www.evoting.nsdl.com

21. 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.

22. In case a person has become a member of the Company after dispatch of the AGM Notice, but on or before the cut-off date for e-voting i.e Wednesday, September 23, 2026, such person may obtain the User ID and Password from RTA by e-mail request on investor@masserv.com.

23. With a view to helping us serve the members better, members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the Company to consolidate their holdings in one folio.

24. The Company has not paid any dividend in past, thus, details of the amount of dividend which remained unpaid/unclaimed for a period of 7 years and due for transfer to IEPF is not applicable to the Company.

    Further, pursuant to the provisions of Section 124(6) of the Act read with the relevant Rules made thereunder, as there is no equity shares on which dividend has not been paid or claimed for seven (7) consecutive years or more, no shares are due for transfer to the IEPF as notified by the Ministry of Corporate Affairs.

25. In terms of SEBI Circular dated 09/12/2020, the depository shall send SMS/email alerts regarding the details of the upcoming AGM to the demat holders atleast 2 days prior to the date of commencement of e-voting. Hence members are requested to update the mobile no/email ID with their respective depository participants.

26. SEBI has made it mandatory for all Companies to use the bank account details furnished by the Depositories and the bank account details maintained by the RTA for payment of dividend to Members electronically. The Company has extended the facility of electronic credit of dividend directly to the respective bank accounts of the Member(s) through Electronic

Clearing Service (ECS)/National Electronic Clearing Service (NECS)/ Real Time Gross Settlement (RTGS)/ Direct Credit/NEFT etc. In the absence of ECS facilities, the Company will print the bank account details if available, on the payment instrument for distribution of dividend.

In order to receive the dividend without loss of time, the Members holding shares in physical form are requested to submit particulars of their bank accounts along with the original cancelled cheque bearing the name of the Member to the RTA, MAS Services Limited/Company to update their bank account details and all the eligible shareholders holding shares in demat mode are requested to update with their respective DPs, their correct Bank Account Number, including 9 Digit MICR Code and 11 digit IFSC Code, e-mail ID and Mobile No(s).

Members holding shares in physical form may communicate these details to the RTA viz. MAS Services Limited having address at RTA i.e. MAS Services Limited, having address at T-34 2nd Floor, Okhla Industrial Area, Phase-II, New Delhi 110020, by quoting the reference folio number and attaching photocopy of the cheque leaf of their active bank account and a self-attested copy of their Permanent Account Number ('PAN') card.

This will facilitate the remittance of the dividend amount as directed by SEBI in the bank account electronically. Updation of e-mail IDs and Mobile No(s) will enable the Company in sending communication relating to credit of dividend, un-encashed dividend, etc.

The Company or RTA cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the DPs of the Members.

27. The documents referred to in the proposed resolutions are available for inspection at its Registered Office of the Company during normal business hours on any working day except Saturdays, upto the date of meeting.

28. The Company has fixed Friday, **Wednesday, September 23, 2026** as the 'Record Date' for determining entitlement of members to receive dividend for the FY 2025-26, if approved at the AGM. Those members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Record Date shall be entitled for the dividend which will be paid subject to applicable TDS.

29. Instructions for e-voting and joining the AGM are as follows:

In terms of the provisions of section 108 of the Act, read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (hereinafter called 'the Rules' for the purpose of this section of the Notice) and regulation 44 of the SEBI Listing Regulations, the Company is providing facility of remote e-voting to exercise votes on the items of business given in the Notice 3rd Annual General Meeting (AGM) through electronic voting system, to members holding shares as on **Wednesday, September 23, 2026** (end of day), being the cut-off date fixed for determining voting rights of members, entitled to participate in the remote e-voting process, through the e-voting platform provided by NSDL or to vote at the e-AGM.

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

The remote e-voting period begins on Sunday, September 27, 2026 at 9:00 A.M. and ends on Tuesday, September 29, 2026 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Wednesday, September 23, 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 Wednesday, September 23, 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	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	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 options available against company name or **e-Voting service provider – NSDL** and you will be re-directed to NSDL e-Voting website 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 your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. 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 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 held 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 options available against company name or **e-Voting service provider - 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 Speed_e**" 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. Existing users who have opted for Easi / Easiest, they can login through their 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/loginor www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL.** Click on **NSDL** to cast your vote. 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 link in 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 provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.
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. Once 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 options available against company name or **e-Voting service provider-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 above mentioned 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.co.inor call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 022-23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

n 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'?
If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:

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.co.in 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 General 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 msassociates16@gmail.com with a copy marked to evoting@nsdl.co.in.
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 toll free no.: 022 – 4886 7000or send a request to Amit Vishal at evoting@nsdl.co.in

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 investor@masserv.com

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

3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in 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 link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@skflindia.com. The same will be replied by the company suitably.

General Instructions

i. 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 only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

ii. CS Md. Shahnawaz, Practicing Company Secretary (Membership No. ACS- 21427 & CP No. 15076) has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.

iii. The members, who are present VC / OAVM at the AGM but have not cast their votes during the remote e-voting period, shall be allowed to cast their voting through evoting.

iv. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

v. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company https://skflindia.com/and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing and communicated to the National Stock Exchange of India Limited.

September 8, 2025
Registered Office:
Shree Karni Fabcom Limited
Plot no -188, 189, 190, Block No - 314,
Rajhans Texpa NH-48,
Village- Baleshwar Taluka
Palsana Surat – 394317
Tel : +91 - 262 235 0900
Email : shreekarni@skflindia.com
Website: www.skflindia.com
CIN: L47820GJ2023PLC140106

By order of the Board
For Shree Karni Fabcom Limited

Dhiraj Ramkishor Vaishnav
Company Secretary & Compliance Officer
M. No. A62575

ANNEXURE TO THE NOTICE

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

ITEM NO. 4

Pursuant to the provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, prior approval of the Members by way of an ordinary resolution is required for all material related party transactions and subsequent material modifications thereof, as defined by the Audit Committee, even if such transactions are in the ordinary course of business and on an arm's length basis.

Effective from April 1, 2025, in case of a listed entity having its specified securities listed on the SME Exchange, a transaction with a related party shall be considered as material if the transaction(s) to be entered into by the listed entity, either individually or taken together with previous transactions during a financial year, whether directly and/or through its subsidiary(ies), exceed(s) Rs. 50 crores or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower.

The Company, along with its subsidiary, may from time to time enter into certain related party transaction(s) as mentioned below, on mutually agreed terms and conditions, and the aggregate of such transaction(s), may cross the applicable materiality thresholds as mentioned above. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangement(s)/ transaction(s) proposed to be undertaken by the Company, either directly or along with its subsidiary. All the said transactions shall be in the ordinary course of business of the Company and on arm's length basis except the rental income transaction.

The proposed transaction(s) are considered to be in the best interest of the Company as they are aligned with its business objectives and are expected to facilitate operational efficiency, business growth and optimal resource utilization. The pricing and other material terms of the transaction(s) have been determined based on commercially negotiated terms, prevailing market conditions and comparable market benchmarks, wherever applicable.

The Audit Committee, at its meeting held on May 21, 2026, on the basis of the relevant details placed before it by the management and after reviewing the certificates and confirmations provided by the Whole-Time Director and Chief Financial Officer, as required under the applicable regulatory framework, has reviewed and approved the proposed transaction(s), subject to the approval of the Members of the Company.

Your Board of Directors considered the same and recommends passing of the resolution) contained in Item No. 4 of this Notice.

In terms of SEBI Circular dated June 26, 2025 on Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards"), which is effective from September 01, 2025, the explanatory statement contained in this Notice provides the required information:

Pursuant to the SEBI Circular dated June 26, 2025, the Minimum Information relating to the proposed related party transaction(s) is provided as under:

Sr.No	**Particulars of the information**	**Information provided by the management**
A. Details of the related party and transactions with the related party		
A (1). Basic details of the Related Party		
1.	Name of the Related Party	IGK Technical Textiles LLP ("IGK")

<table>
<tr><td>2.</td><td>Country of incorporation of the related party</td><td>India</td></tr>
<tr><td>3.</td><td>Nature of business of the related party</td><td>IGK is pre dominantly engaged in technical textile manufacturing.</td></tr>
<tr><td colspan="3">A (2). Relationship and ownership of the related party</td></tr>
<tr><td>1.</td><td>Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (Financial or otherwise) and the following:</td><td>IGK is subsidiary of Shree Karni Fabcom Limited (“SKFL”)</td></tr>
<tr><td></td><td>• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.

• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).

• Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).

Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/ subsidiary/ related party has control.

While calculating indirect shareholding, shareholding held by relatives shall also be considered.</td><td>NIL

66.67%

NIL</td></tr>
<tr><td colspan="3">A (3). Details of previous transactions with the related party</td></tr>
<tr><td>1.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</td><td><table><tr><th>Year</th><th>Nature of Transactions</th><th>Amount</th></tr><tr><td></td><td>Purchase, Sale or</td><td>1593.95 Lakhs</td></tr></table></td></tr>
</table>

		2025-26 | supply of goods and Services | Rent | 0.05 Lakhs
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	**Quarter** | **Nature of Transactions** | **Amount** June-2026 | Job Work | 236.84 Lakhs
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No
A (4). Amount of the proposed transactions (All types of transactions taken together)		
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/shareholders	***Nature of Transaction*** | ***Amount*** Sale, purchase or supply of goods. | 3,000 Lakhs Rent | 0.05 Lakhs
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT ?	Yes
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	***Nature of Transaction*** | ***(%)*** Sale, purchase or supply of goods. | 14.74 (Approx) Rent | Negligible
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	Not Applicable
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	***Nature of Transaction*** | ***(%)*** Sale, purchase or supply of goods. | 181.49 (Approx) Rent | Negligible

6.	Financial performance of the related party for the immediately preceding financial year.	Details of KPI on Standalone Basis: **FY 2025-26** **Particulars** / **Amount (Rs. In Lakhs)** Turnover: 1652.99 Profit After Tax: 17.98 Net Worth: 529.40

A (5). Basic details of the proposed transaction (Sale, purchase or supply of goods.)		
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale, purchase or supply of goods.
2.	Details of each type of the proposed transaction	SKFL may from time to time enter in transaction with IGK for getting technical textile manufacturing work done for its customers. All the proposed transactions will be carried out on an arm's length basis and in ordinary course of business.
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	For the financial years FY 2026-27.
4.	Whether omnibus approval is being sought?	Yes
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	30 Crores
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed transactions between SKFL and IGK are operationally and commercially aligned with the business objectives of SKFL. SKFL is engaged in the business of manufacturing of specialized technical textile which includes weaving, coated, printing and finishing of grey fabric to produce finished knitted and woven fabrics used in luggage, medical arch support, chairs, shoes and apparels industry. It specialize in wide range of fabrics like Woven Fabrics, Knitted Fabrics, Coated Fabrics, 100% polyester and recycled polyester fabric. It procure yarns, resin, acrylic and coating chemicals from the domestic market to manufacture specialized technical textile and sell them to various luggage, medical arch support, chairs, shoes and apparels manufacturers and other textile intermediaries. IGK Technical Textile LLP, being pre dominantly engaged in technical textile manufacturing, is well positioned to cater to such requirements of SKFL. Its in-house manufacturing

		capabilities, end-to-end process control enables it to act as one-stop solutions provider for Technical Textile players like SKFL. This integration is expected to support efficient project execution, better quality control, reduced coordination complexities and improved turnaround timelines. From IGK's perspective, the proposed transactions are expected to provide a stable and scalable order pipeline linked to SKFL's technical textile portfolio, which would support optimal capacity utilization of IGK's manufacturing facilities, improve operating efficiencies and provide better visibility of revenues. The business engagement with SKFL also enables IGK to strengthen its presence in the fast-growing technical textile segment and leverage group-level domain synergies. In view of the operational synergies, business efficiencies and revenue visibility expected from the proposed arrangements, the transactions are considered to be in the best interests of SKFL and its public shareholders.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. a. Name of the director / KMP	Mr. Radhe Shyam Daga, being the Whole Time Director and Promoter of SKFL and acting as authorized representative on behalf of SKFL in IGK, may be considered interested in the proposed transactions.
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	NIL
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable
9.	Other information relevant for decision making.	None

A (5). Basic details of the proposed transaction (Rent)		
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Rent
2.	Details of each type of the proposed transaction	SKFL has given its land situated at Village – Umalla, Taluka – Jhagadia, Bharuch, Gujarat to IGK on rent for using the same for installation of ground mounted solar panels for captive consumption purpose.
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	For the financial years FY 2025-26 to 2051-2052 subject to the approval from the audit committee every year.
4.	Whether omnibus approval is being sought?	Yes

5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	0.05 Lakhs every year subject to the approval audit committee.
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed transaction between SKFL and IGK will enable installation of a ground-mounted solar project for captive consumption. The use of solar power will reduce IGK's energy costs, a key component of its production expenses, and provide long-term cost stability. IGK will, in turn, share these savings consistent with the parties' mutual understanding, ensuring a commercially efficient outcome.
7.	Details of the promoter(s)/ director(s)/ key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. a. Name of the director / KMP	Mr. Radhe Shyam Daga, being the Whole Time Director and Promoter of SKFL and acting as authorized representative on behalf of SKFL in IGK, may be considered interested in the proposed transactions.
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	NIL
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable
9.	Other information relevant for decision making.	None

B. Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A,		
B(1). Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances		
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	The Company follows its standard commercial and procurement framework for selection of counterparties for sale, purchase or supply of goods and services. The pricing and commercial terms are determined based on prevailing market conditions, comparable third-party quotations, wherever available, and commercially negotiated terms in the ordinary course of business.
2.	Basis of determination of price	The pricing of the proposed transactions is determined on an arm's length basis, having regard to prevailing market prices, comparable third-party quotations, wherever available and pricing for similar products supplied by the Company to unrelated parties in the ordinary course of business, wherever applicable.
3.	In case of trade advance (*of upto 365 days or such period for which such advances are extended as per normal trade practice*), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	
	a. Amount of Trade advance	NIL
	b. Tenure	Not Applicable
	c. Whether same is self-liquidating?	Not Applicable

None of the other Directors / Key Managerial Personnel of the Company or their relatives, except as mentioned above in point 7 of A(5), are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of this Notice.

On the Basis the consideration and approval of the Audit Committee, the Board of Directors recommend the Ordinary Resolution forming part of Item No. 4 of the accompanying Notice to the shareholders for approval.

ITEM NO. 5

Mr. Rajiv Lakhotia, aged 45 years, is one of the Promoters & Managing Director of Company. He attended University of Calcutta to pursue a bachelor's degree in commerce. He is presently heading our Customer Development and Sales Department considering the changing need of the industry and plays a key role in the growth & development of our company.

The tenure of Mr. Rajiv Lakhotia as Managing Director of the Company shall expire on October 9, 2026.

In appreciation of contributions of Mr. Rajiv Lakhotia, the Board of Directors of the Company has proposed to re-appoint him as Managing Director of the Company for a further period of 5 (Five) years from October 10, 2026 to Octobre 9, 2031.

Mr. Rajiv Lakhotia, holds 13,28,750 (17.61%) equity shares in the Company.

The members are informed that the aggregate remuneration as stated in the resolution shall be payable to Mr. Rajiv Lakhotia as minimum remuneration in case, the Company's profits are inadequate in any financial year during currency of the term of Mr. Rajiv Lakhotia.

Further, the Board may alter, modify or vary the terms and conditions including the remuneration as approved hereby, in such manner as may be agreed to between the Board and Mr. Rajiv Lakhotia, subject to the provisions of Section II of Part II of Schedule V of the Companies Act, 2013 which lays down the following limits for payment of managerial remuneration:

Where the effective Capital is	**Maximum Yearly Permissible Limit of Managerial Remuneration Per Person:**
Rs.5 crores and above but less than Rs.100 crores	Rs.84 lakhs *

The remuneration in excess of the above limit can be paid if the same is approved by special resolution. Accordingly, it is proposed to pass a special resolution to pay remuneration, including any enhanced remuneration, in excess of aforesaid limit.

The Board of Directors of your Company is of the opinion that it is in the interest of the Company to appoint Mr. Rajiv Lakhotia as Managing Director of the Company.

The terms and conditions of Mr. Rajiv Lakhotia's appointment as Managing Director as stated in the resolution in form of a memorandum will be available for inspection by the members of the Company at the Registered Office of the Company on all working days, except Saturdays, between 11.00 a.m. and 3.00 p.m. up to the date of the Meeting.

A brief resume of Mr. Rajiv Lakhotia and a statement as required under Section II, Part II of the Schedule V of the Companies Act, 2013, is annexed herewith.

Mr. Rajiv Lakhotia is interested in the resolution set out at Item No. 5 of this Notice with regard to his appointment. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Special Resolution set out at Item No. 5 of this Notice for approval by the members.

ITEM NO. 6

Mr. Radhe Shyam Daga, aged 68 years, is one of the Promoters and Whole-time Director of our Company. Mr. Daga is having more than 20 years of experience in textile industry. He is presently supervising the day-to-day operations of our company.

The tenure of Mr. Radhe Shyam Daga as Whole Time Director of the Company shall expire on October 9, 2026.

In appreciation of contributions of Mr. Radhe Shyam Daga, the Board of Directors of the Company has proposed to re-appoint him as Wholetime Director of the Company for a further period of 5 (Five) years from October 10, 2026 to Octobre 9, 2031.

Mr. Radhe Shyam Daga, holds 13,28,750 (17.61%) equity shares in the Company.

The members are informed that the aggregate remuneration as stated in the resolution shall be payable to Mr. Radhe Shyam Daga as minimum remuneration in case, the Company's profits are inadequate in any financial year during currency of the term of Mr. Radhe Shyam Daga.

Further, the Board may alter, modify or vary the terms and conditions including the remuneration as approved hereby, in such manner as may be agreed to between the Board and Mr. Radhe Shyam Daga, subject to the provisions of Section II of Part II of Schedule V of the Companies Act, 2013 which lays down the following limits for payment of managerial remuneration:

Where the effective Capital is	**Maximum Yearly Permissible Limit of Managerial Remuneration Per Person:**
Rs.5 crores and above but less than Rs.100 crores	Rs.84 lakhs *

The remuneration in excess of the above limit can be paid if the same is approved by special resolution. Accordingly, it is proposed to pass a special resolution to pay remuneration, including any enhanced remuneration, in excess of aforesaid limit.

The Board of Directors of your Company is of the opinion that it is in the interest of the Company to appoint Mr. Radhe Shyam Daga as Whole Time Director of the Company.

The terms and conditions of Mr. Radhe Shyam Daga's appointment as Whole Time Director as stated in the resolution in form of a memorandum will be available for inspection by the members of the Company at the Registered Office of the Company on all working days, except Saturdays, between 11.00 a.m. and 3.00 p.m. up to the date of the Meeting.

Mr. Radhe Shyam Daga will attain the age of 70 years on June 12, 2028 and in order to continue his directorship, a Special Resolution has to be passed. The Board proposes to retain him as Whole Time Director in light of his vast immense knowledge and enriched technical experience which he has been contribution immensely in the growth of the Company. The Board also considers that his continued association would be of immense benefit to the Company and recommends the special resolution for continuation of his directorship in the Company in order to comply with the provisions of Sections 196, 197, 198, and 203 read with schedule V and other applicable provisions of the Companies Act, 2013, and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and in accordance with the Articles of Association of the Company.

A brief resume of Mr. Radhe Shyam Daga and a statement as required under Section II, Part II of the Schedule V of the Companies Act, 2013, is annexed herewith.

Mr. Radhe Shyam Daga is interested in the resolution set out at Item No. 6 of this Notice with regard to his appointment. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Special Resolution set out at Item No. 6 of this Notice for approval by the members.

ITEM NO. 7

Mr. Manoj Kumar Karnani, aged 51 years, is a Promoter and Whole-time Director of our Company. He is working as an independent agent providing custom clearance consultancy to businesses engaged in import and export of goods. Being well versed with Custom laws and having more than 20 years of experience in import and export handling, he plays an instrumental role in smoothening the import & export functions of our company.

The tenure of Mr. Manoj Kumar Karnani as Whole Time Director of the Company shall expire on October 9, 2026.

In appreciation of contributions of Mr. Manoj Kumar Karnani, the Board of Directors of the Company has proposed to re-appoint him as Whole Time Director of the Company for a further period of 5 (Five) years from October 10, 2026 to Octobre 9, 2031.

Mr. Manoj Kumar Karnani, holds 13,28,750 (17.61%) equity shares in the Company.

The members are informed that the aggregate remuneration as stated in the resolution shall be payable to Mr. Manoj Kumar Karnani as minimum remuneration in case, the Company's profits are inadequate in any financial year during currency of the term of Mr. Manoj Kumar Karnani.

Further, the Board may alter, modify or vary the terms and conditions including the remuneration as approved hereby, in such manner as may be agreed to between the Board and Mr. Manoj Kumar Karnani, subject to the provisions of Section II of Part II of Schedule V of the Companies Act, 2013 which lays down the following limits for payment of managerial remuneration:

Where the effective Capital is	**Maximum Yearly Permissible Limit of Managerial Remuneration Per Person:**
Rs.5 crores and above but less than Rs.100 crores	Rs.84 lakhs *

The remuneration in excess of the above limit can be paid if the same is approved by special resolution. Accordingly, it is proposed to pass a special resolution to pay remuneration, including any enhanced remuneration, in excess of aforesaid limit.

The Board of Directors of your Company is of the opinion that it is in the interest of the Company to appoint Mr. Manoj Kumar Karnani as Whole Time Director of the Company.

The terms and conditions of Mr. Manoj Kumar Karnani's appointment as Whole Time Director as stated in the resolution in form of a memorandum will be available for inspection by the members of the Company at the Registered Office of the Company on all working days, except Saturdays, between 11.00 a.m. and 3.00 p.m. up to the date of the Meeting.

A brief resume of Mr. Manoj Kumar Karnani and a statement as required under Section II, Part II of the Schedule V of the Companies Act, 2013, is annexed herewith.

Mr. Manoj Kumar Karnani is interested in the resolution set out at Item No. 7 of this Notice with regard to his appointment. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Special Resolution set out at Item No. 7 of this Notice for approval by the members.

ITEM NO. 8

Mr. Raj Kumar Agarwal, 42 years old, serves as a Promoter and Whole-time Director for our company. He pursued his Bachelor's degree in Commerce at Capital University. With a profound understanding of the Chinese market, fluency in the Chinese language, and extensive knowledge of the local market in China, Mr. Agarwal dedicates the majority of his time in China. He currently oversees all Chinese procurement activities for the company, managing the sourcing of raw materials, machine parts, and finished and semi-finished goods.

The tenure of Mr. Raj Kumar Agarwal as Whole Time Director of the Company shall expire on October 9, 2026.

In appreciation of contributions of Mr. Raj Kumar Agarwal, the Board of Directors of the Company has proposed to re-appoint him as Whole Time Director of the Company for a further period of 5 (Five) years from October 10, 2026 to Octobre 9, 2031.

Mr. Raj Kumar Agarwal, holds 13,28,750 (17.61%) equity shares in the Company.

The members are informed that the aggregate remuneration as stated in the resolution shall be payable to Mr. Raj Kumar Agarwal as minimum remuneration in case, the Company's profits are inadequate in any financial year during currency of the term of Mr. Raj Kumar Agarwal

Further, the Board may alter, modify or vary the terms and conditions including the remuneration as approved hereby, in such manner as may be agreed to between the Board and Mr. Raj Kumar Agarwal, subject to the provisions of Section II of Part II of Schedule V of the Companies Act, 2013 which lays down the following limits for payment of managerial remuneration:

Where the effective Capital is	**Maximum Yearly Permissible Limit of Managerial Remuneration Per Person:**
Rs.5 crores and above but less than Rs.100 crores	Rs.84 lakhs *

The remuneration in excess of the above limit can be paid if the same is approved by special resolution. Accordingly, it is proposed to pass a special resolution to pay remuneration, including any enhanced remuneration, in excess of aforesaid limit.

The Board of Directors of your Company is of the opinion that it is in the interest of the Company to appoint Mr. Raj Kumar Agarwal as Whole time Director of the Company.

The terms and conditions of Mr. Raj Kumar Agarwal's appointment as Whole Time Director as stated in the resolution in form of a memorandum will be available for inspection by the members of the Company at the Registered Office of the Company on all working days, except Saturdays, between 11.00 a.m. and 3.00 p.m. up to the date of the Meeting.

A brief resume of Mr. Raj Kumar Agarwal and a statement as required under Section II, Part II of the Schedule V of the Companies Act, 2013, is annexed herewith.

Mr. Raj Kumar Agarwal is interested in the resolution set out at Item No. 8 of this Notice with regard to his appointment. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Special Resolution set out at Item No. 8 of this Notice for approval by the members.

STATEMENT OF PARTICULARS
(PURSUANT TO SCHEDULE V OF THE COMPANIES ACT, 2013)

STATEMENT PURSUANT TO THE PROVISIONS OF PART II SECTION II (B)(iv) OF SCHEDULE V OF THE COMPANIES ACT, 2013 IN RESPECT TO ITEM NOS. 5 TO 8 OF THE NOTICE

I. General Information:

1. **Nature of Industry**:

Shree Karni Fabcom Limited is engaged in the business of manufacturing of specialized technical textile includes weaving, coated, printing and finishing of grey fabric to produce finished knitted and woven fabrics used in luggage, medical arch support, chairs, shoes and apparels industry. It specializes in wide range of fabrics like Woven Fabrics, Knitted Fabrics, Coated Fabrics, 100% polyester and recycled polyester fabric. textile intermediaries.

2. **Date or expected date of commencement of commercial production**:

The Company is in operation since date of its Incorporation.

3. **In case of new companies, expected date of commencement of activities as per project approval by financial institution appearing in the prospectus**:

Not Applicable

4. **Financial performance based on given indicators**:

(Rs. In Lacs)

Sl. No.	Particulars	2025-26	2024-25	2023-24
1.	Turnover	20295.33	16571.03	13079.84
2.	Profit/(Loss)before tax	2064.97	2049.25	1696.35
3.	Net Profit/(Loss) after tax	1523.55	1510.64	1301.15
4.	Paid-up share capital	722.88	707.20	707.20
5.	Reserves & Surplus	10297.74	7590.72	5912.23

5. **Foreign Investments or collaborations, if any**-

The Company has not entered into any foreign collaboration.

II. Information about the appointee:

Sr. No.	Particulars	Rajiv Lakhotia	Radhe Shyam Daga	Manoj Kumar Karnani	Raj Kumar Agarwal
1	Background details	Mr. Rajiv Lakhotia, aged 45 years, is one of the Promoters & Managing Director of Company. He attended	Mr. Radhe Shyam Daga, aged 68 years, is one of the Promoters and Whole-time Director of our Company.	Mr. Manoj Kumar Karnani, aged 51 years, is a Promoter and Whole-time Director of our Company.	Mr. Raj Kumar Agarwal, 42 years old, serves as a Promoter and Whole-time Director for our company. He pursued his

		University of Calcutta to pursue a bachelor's degree in commerce. He is presently heading our Customer Development and Sales Department considering the changing need of the industry and plays a key role in the growth & development of our company.	Mr. Daga is having more than 20 years of experience in textile industry. He is presently supervising the day-to-day operations of our company.	He is working as an independent agent providing custom clearance consultancy to businesses engaged in import and export of goods. Being well versed with Custom laws and having more than 20 years of experience in import and export handling, he plays an instrumental role in smoothening the import & export functions of our company.	Bachelor's degree in Commerce at Capital University. With a profound understanding of the Chinese market, fluency in the Chinese language, and extensive knowledge of the local market in China, Mr. Agarwal dedicates the majority of his time in China. He currently oversees all Chinese procurement activities for the company, managing the sourcing of raw materials, machine parts, and finished and semi-finished goods.
2	Past Remuneration	FY 2023-24: 60 Lakhs FY 2024-25: 87 Lakhs FY 2025-26: 60 Lakhs	FY 2023-24: 60 Lakhs FY 2024-25: 87 Lakhs FY 2025-26: 60 Lakhs	FY 2023-24: 60 Lakhs FY 2024-25: 87 Lakhs FY 2025-26: 60 Lakhs	FY 2023-24: 60 Lakhs FY 2024-25: 87 Lakhs FY 2025-26: 60 Lakhs
3	Recognition or awards	N.A.	N.A.	N.A.	N.A.
4	Job profile and his suitability	The Managing Director shall be responsible for the management of the whole of the affairs of the company and to do all acts and things, which in the	The Whole Time Director shall be responsible for the management of the whole of the affairs of the company and to do all acts and things, which in the	The Whole Time Director shall be responsible for the management of the whole of the affairs of the company and to do all acts and things, which in the	The Whole Time Director shall be responsible for the management of the whole of the affairs of the company and to do all acts and things, which in the ordinary course of

		ordinary course of business, he considers necessary or proper in the interest of the company. Considering the above and having regard to age, qualifications, ability and experience and looking to the business requirement, the proposed appointment is in the interest of the company.	ordinary course of business, he considers necessary or proper in the interest of the company. Considering the above and having regard to age, qualifications, ability and experience and looking to the business requirement, the proposed appointment is in the interest of the company.	ordinary course of business, he considers necessary or proper in the interest of the company. Considering the above and having regard to age, qualifications, ability and experience and looking to the business requirement, the proposed appointment is in the interest of the company.	business, he considers necessary or proper in the interest of the company. Considering the above and having regard to age, qualifications, ability and experience and looking to the business requirement, the proposed appointment is in the interest of the company.
5	Remuneration proposed	C. BASIC SALARY: Rs. 5,00,000/- per month D. PERQUISITES: Category A: 1. Medical Reimbursement for self and family as per the rules of the Company. 2. Leave Travel Reimbursement of domestic & foreign along with family as per the rules of the Company. Category B: 3. Contribution to Provident Fund, Superannuation Fund, Annuity Fund or	E. BASIC SALARY: Rs. 5,00,000/- per month F. PERQUISITES: Category A: 1. Medical Reimbursement for self and family as per the rules of the Company. 2. Leave Travel Reimbursement of domestic & foreign along with family as per the rules of the Company. Category B: 5. Contribution to Provident Fund, Superannuation Fund, Annuity Fund or	G. BASIC SALARY: Rs. 5,00,000/- per month H. PERQUISITES: Category A: 1. Medical Reimbursement for self and family as per the rules of the Company. 2. Leave Travel Reimbursement of domestic & foreign along with family as per the rules of the Company. Category B: 7. Contribution to Provident Fund, Superannuation Fund, Annuity Fund or	I. BASIC SALARY: Rs. 5,00,000/- per month J. PERQUISITES: Category A: 1. Medical Reimbursement for self and family as per the rules of the Company. 2. Leave Travel Reimbursement of domestic & foreign along with family as per the rules of the Company. Category B: 9. Contribution to Provident Fund, Superannuation Fund, Annuity Fund or Gratuity as per the rules of the Company.

		Gratuity as per the rules of the Company. 4. Encashment of leave as per the rules of the Company. Category C: Car, telephone at residence and mobile phone for use on Company's business.	Gratuity as per the rules of the Company. 6. Encashment of leave as per the rules of the Company. Category C: Car, telephone at residence and mobile phone for use on Company's business.	Gratuity as per the rules of the Company. 8. Encashment of leave as per the rules of the Company. Category C: Car, telephone at residence and mobile phone for use on Company's business.	10. Encashment of leave as per the rules of the Company. Category C: Car, telephone at residence and mobile phone for use on Company's business.
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)	Compared to the remuneration with respect to industry, size of the company and profile of the position and person, the Board of Directors are of the view that the remuneration proposed is commensurate with his experience and ability	Compared to the remuneration with respect to industry, size of the company and profile of the position and person, the Board of Directors are of the view that the remuneration proposed is commensurate with his experience and ability	Compared to the remuneration with respect to industry, size of the company and profile of the position and person, the Board of Directors are of the view that the remuneration proposed is commensurate with his experience and ability	Compared to the remuneration with respect to industry, size of the company and profile of the position and person, the Board of Directors are of the view that the remuneration proposed is commensurate with his experience and ability
7	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any	He is the promoter and Managing Director of the Company and holds 13,28,750 equity shares in the Company.	He is the promoter and Whole Time Director of the Company and holds 13,28,750 equity shares in the Company.	He is the promoter and Whole Time Director of the Company and holds 13,28,750 equity shares in the Company.	He is the promoter and Whole Time Director of the Company and holds 13,28,750 equity shares in the Company.

III Other Information:

1. Reason of Loss or inadequate profit:

The Company has been a consistent performer since its Incorporation. However, the profit margins may remain inadequate particularly for the purpose of paying Managerial Remuneration due to some geopolitical factors.

(2) Steps taken or proposed to be taken for improvement:

The company proposes to improve its productivity and profitability through higher capacity utilization, better utilization of available resources and diversifying the product basket with higher margins. The company proposes to add capacities in certain high value adding product categories and further proposes cost reduction initiatives in all in all its manufacturing processes wherever possible without compromising with quality of products / operating standards.

(3) Expected increase in productivity and profits in measurable terms:

An increase in Profitability of the Company is expected. The results of the above initiatives are expected to improve the Company's performance and profitability.

Details required under Section 102 of the Companies Act, 2013 in respect of the Directors proposed to be Appointed/re-appointed and their Brief Resume have been provided under the Explanatory Statements annexed to this Notice. The other Information/Disclosure in compliance with the Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard (SS-2) issued by the Institute of Company Secretaries of India has been provided herein below:

Name	Rajiv Lakhotia	Radhe Shyam Daga	Manoj Kumar Karnani	Raj Kumar Agarwal
DIN	02939190	07848061	08156230	09748957
Brief Resume	As detailed in Explanatory Statement above for Item 05 of the Notice.	As detailed in Explanatory Statement above for Item 06 of the Notice.	As detailed in Explanatory Statement above for Item 07 of the Notice.	As detailed in Explanatory Statement above for Item 08 of the Notice.
Category of Director	Managing Director	Whole Time Director	Whole Time Director	Whole Time Director
Date of Birth (Age in Years)	10-03-1981 (45)	12-06-1958 (68)	20-01-1975 (51)	11-04-1984 (42)
Date of Appointment on the Board	11-04-2023	11-04-2023	11-04-2023	11-04-2023
Qualification	Graduate	HSC	HSC	Graduate
Experience and Expertise	Rajiv Lakhotia, aged 45 years, is one of the Promoters & Managing Director of our Company. He attended University of Calcutta to	Radhe Shyam Daga, aged 68 years, is one of the Promoters and Whole-time Director of our Company. Mr. Daga is having	Manoj Kumar Karnani, aged 51 years, is a Promoter and Whole-time Director of our Company. He is working as	Raj Kumar Agarwal, 42 years old, serves as a Promoter and Whole-time Director for our company. He pursued his Bachelor's degree in Commerce at

	pursue a bachelor's degree in commerce. He is presently heading our Customer Development and Sales Department considering the changing need of the industry and has played a key role in the growth & development of our company	more than 20 years of experience in textile industry. He is presently supervising the day-to-day operations of our company.	an independent agent providing custom clearance consultancy to businesses engaged in import and export of goods. Being well versed with Custom laws and having more than 20 years of experience in import and export handling, he plays an instrumental role in smoothening the import & export functions of our company.	Capital University. With a profound understanding of the Chinese market, fluency in the Chinese language, and extensive knowledge of the local market in China, Mr. Agarwal dedicates the majority of his time in China. He currently oversees all Chinese procurement activities for the company, managing the sourcing of raw materials, machine parts, and finished and semi-finished goods.
Terms and conditions of appointment/ re-appointment along with details of Remuneration details (Including Sitting Fees & Commission) and last remuneration drawn	As detailed in Resolution and Explanatory Statement above for Item 05 of the Notice.	As detailed in Resolution and Explanatory Statement above for Item 06 of the Notice.	As detailed in Resolution and Explanatory Statement above for Item 07 of the Notice.	As detailed in Resolution and Explanatory Statement above for Item 08 of the Notice.
Chairmanship/Membership of Committees of the Company	-	CSR Committee	-	Audit Committee
Directorships held in other Companies	Paropkar Estate Private Limited	-	Nakoda Hair Accessories Private Limited	Skf Iron and Mining Private Limited
Relationships with Director, Manager and other Key Managerial Personnel of the Company	Not related to any Directors, Manager and other Key Managerial Personnel of the Company	Not related to any Directors, Manager and other Key Managerial	Not related to any Directors, Manager and other Key Managerial	Not related to any Directors, Manager and other Key Managerial Personnel of the Company

		Personnel of the Company	Personnel of the Company	
Number of Shares held in the Company as on 31 March, 2026	12,50,000	12,50,000	12,50,000	12,50,000

September 8, 2025
Registered Office:
Shree Karni Fabcom Limited
Plot no -188, 189, 190, Block No - 314,
Rajhans Texpa NH-48,
Village- Baleshwar Taluka
Palsana Surat – 394317
Tel : +91 - 262 235 0900
Email : shreekarni@skflindia.com
Website: www.skflindia.com
CIN: L47820GJ2023PLC140106

By order of the Board
For Shree Karni Fabcom Limited

Dhiraj Ramkishor Vaishnav
Company Secretary & Compliance Officer
M. No. A62575