KROSS LIMITED

CIN - L29100JH1991PLC004465

A Trailer's First Choice

e-mail : accounts@krossindia.com
purchase@krossindia.com
sales.trailerparts@krossindia.com

20th August, 2026

To The General Manager Department of Corporate Services BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai – 400 001 **Scrip Code: 544253**	To The General Manager Department of Corporate Services National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 **Symbol: KROSS**

ISIN: INE0O6601022

Dear Sir/Madam,

Sub: Submission of AGM Notice for the Financial Year 2025-26

The 35th Annual General Meeting ("the AGM") of the Company will be held on **Wednesday, September 16, 2026 at 11:00 A.M. (IST)** through Video Conferencing / Other Audio-Visual Means.

Pursuant to Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith Notice of the 35th AGM for the Financial Year 2025-26.

Detailed Annual Report along with Notice of the AGM is also uploaded on the Company's website https://www.krosslimited.com/agm-annual-report

This is for your information and records.

Thanking You,

For Kross Limited

DEBOLINA KARMAKAR
Digitally signed by DEBOLINA KARMAKAR
Date: 2026.08.20 15:07:36 +05'30'

Debolina Karmakar
Company Secretary and Compliance Officer
Membership No.: ACS 62738

NOTICE TO SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT the Thirty Fifth (35th) Annual General Meeting ('AGM') of **Kross Limited ('Kross')** will be held on **Wednesday September 16, 2026 at 11 A.M. (IST) through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM')** to transact the following business:

ORDINARY BUSINESS:

1. **ADOPTION OF AUDITED STANDALONE FINANCIAL STATEMENTS AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON FOR THE YEAR ENDED MARCH 31, 2026**

   To consider and, if thought fit, to pass the following resolutions as Ordinary Resolutions:

   "RESOLVED THAT the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted".

2. **TO CONSIDER RE-APPOINTMENT OF MR SUMEET RAI (DIN 02304257) AS DIRECTOR OF THE COMPANY WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT**

   To consider and, if thought fit, to pass the following resolutions as Ordinary Resolutions:

   "RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Sumeet Rai (DIN: 02304257), who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

   "RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act 2013 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder including any statutory modification(s) or re-enactment thereof for the time being in force, Mr. Sumeet Rai (DIN: 02304257), who retires by rotation as a Director at this Annual General Meeting, and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company whose period of office shall be liable to determination by retirement of Directors by rotation".

SPECIAL BUSINESS:

3. **RATIFICATION OF REMUNERATION PAYABLE TO COST AUDITORS FOR FY 2026-27:**

   To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the remuneration of INR70,000/- (Rupees Seventy Thousand only) plus applicable taxes and out-of-pocket expenses at actuals, if any, payable to M/s. Sohan Lal Jalan and Associates, Cost Accountants, having Firm Registration No. 000521 and having office at Suren Sarkar Road, Kolkata – 700010, who have been appointed by the Board of Directors on the recommendation of Audit Committee, as the Cost Auditors of the Company to conduct the Audit of the Cost Records maintained by the Company as prescribed under the Companies (Cost Record and Audit) Rules, 2014 as amended for the Financial Year ended March 31, 2027".

4. **RE-APPOINTMENT OF MR. SANJIV PAUL (DIN: 00086974) AS AN INDEPENDENT DIRECTOR (CATEGORY – NON- EXECUTIVE) FOR A SECOND TERM OF 3 (THREE) YEARS**

   To consider and if thought fit, to pass the following resolution as a Special Resolution:

   "RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions of the Companies Act, 2013 (the "Act") read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 and such other rules, as may be applicable, Regulation 17 and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the "Listing Regulations") as amended from time to time, and the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, **Mr. Sanjiv Paul (DIN: 00086974)** who was appointed as an Independent Director of the Company and who holds office as an Independent Director up to October 26, 2026, and who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act along with the rules made thereunder and Regulation 16(1)(b) of the Listing Regulations, and who is eligible for re-appointment as a Non-Executive, Independent Director of the Company, under the provisions of the Act, Rules made thereunder and the Listing Regulations, and in respect of whom the Company has received a Notice in writing under Section 160 of the Companies Act, 2013, proposing his candidature for re-appointment to the office of Non-Executive, Independent Director of the Company, be and is hereby re-appointed as a Non-Executive, Independent Director of the Company, for a term of 3 (three) consecutive years commencing **from October 26, 2026 up to and including October 25, 2029** and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197, and other applicable provisions of the Act and the Rules made thereunder, **Mr. Sanjiv Paul** shall be entitled to receive the sitting fees as permitted to be received in the capacity of Non-Executive, Independent Director under the Act and Listing Regulations, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, from time to time.

RESOLVED FURTHER THAT the Board of Directors (including any Committee(s) thereof) and the Company Secretary be and are hereby severally authorized to do all acts and take all such steps as may be necessary, proper, or expedient to give effect to this resolution."

5. **RE-APPOINTMENT OF MR. GURVINDER SINGH AHUJA (DIN: 08132223) AS AN IINDEPENDENT DIRECTOR (CATEGORY – NON- EXECUTIVE) FOR A SECOND TERM OF 3 (THREE) YEARS**

To consider and if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions of the Companies Act, 2013 (the "Act") read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 and such other rules, as may be applicable, Regulation 17 and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the "Listing Regulations") as amended from time to time, and the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, **Mr. Gurvinder Singh Ahuja (DIN: 08132223)** who was appointed as an Independent Director of the Company and who holds office as an Independent Director up to October 26, 2026, and who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act along with the rules made thereunder and Regulation 16(1)(b) of the Listing Regulations, and who is eligible for re-appointment as a Non-Executive, Independent Director of the Company, under the provisions of the Act, Rules made thereunder and the Listing Regulations, and in respect of whom the Company has received a Notice in writing under Section 160 of the Companies Act, 2013, proposing his candidature for re-appointment to the office of Non-Executive, Independent Director of the Company, be and is hereby re-appointed as a Non-Executive, Independent Director of the Company, for a term of 3 (three) consecutive years commencing **from October 26, 2026 up to and including October 25, 2029** and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197, and other applicable provisions of the Act and the Rules made thereunder, **Mr. Gurvinder Singh Ahuja** shall be entitled to receive the sitting fees as permitted to be received in the capacity of Non-Executive, Independent Director under the Act and Listing Regulations, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, from time to time.

RESOLVED FURTHER THAT the Board of Directors (including any Committee(s) thereof) and the Company Secretary be and are hereby severally authorized to do all acts and take all such steps as may be necessary, proper, or expedient to give effect to this resolution."

6. **RE-APPOINTMENT OF MS. DEEPA VERMA (DIN: 10359047) AS AN INDEPENDENT DIRECTOR (CATEGORY – NON- EXECUTIVE) FOR A SECOND TERM OF 3 (THREE) YEARS.**

To consider and if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions of the Companies Act, 2013 (the "Act") read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 and such other rules, as may be applicable, Regulation 17 and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the "Listing Regulations") as amended from time to time, and the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and the Board

NOTICE TO SHAREHOLDERS (CONTD.)

of Directors of the Company, **Ms. Deepa Verma (DIN: 10359047)** who was appointed as an Independent Director of the Company and who holds office as an Independent Director up to October 26, 2026, and who has submitted a declaration that she meets the criteria of independence as provided in Section 149(6) of the Act along with the rules made thereunder and Regulation 16(1)(b) of the Listing Regulations, and who is eligible for re-appointment as a Non-Executive, Independent Director of the Company, under the provisions of the Act, Rules made thereunder and the Listing Regulations, and in respect of whom the Company has received a Notice in writing under Section 160 of the Companies Act, 2013, proposing her candidature for re-appointment to the office of Non-Executive, Independent Director of the Company, be and is hereby re-appointed as a Non-Executive, Independent Director of the Company, for a term of 3 (three) consecutive years commencing **from October 26, 2026 up to and including October 25, 2029** and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197, and other applicable provisions of the Act and the Rules made thereunder, **Ms. Deepa Verma** shall be entitled to receive Sitting fees as permitted to be received in the capacity of Non-Executive, Independent Director under the Act and Listing Regulations, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, from time to time.

RESOLVED FURTHER THAT the Board of Directors (including any Committee(s) thereof) and the Company Secretary be and are hereby severally authorized to do all acts and take all such steps as may be necessary, proper, or expedient to give effect to this resolution."

7. **APPOINTMENT OF MR. SHARAT CHANDRA KUMAR (DIN 10223173) AS INDEPENDENT DIRECTOR (CATEGORY – NON-EXECUTIVE) FOR A FIRST TERM OF 3 (THREE) YEARS.**

To consider and if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions of the Companies Act, 2013 (the "Act"), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, and such other rules, as may be applicable, Regulation 17 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") as amended from time to time and pursuant to the provisions of Articles of Association of the Company, recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Sharat Chandra Kumar (DIN: 10223173), who has been appointed as an Additional Director (Independent) of the Company with effect from July 24, 2026, in terms of Section 161 of the Act and who holds office up to the date of this Annual General Meeting has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act along with the rules made thereunder and Regulation 16(1)(b) of the Listing Regulations and who is eligible for appointment under the provisions of the Act, Rules made thereunder and the Listing Regulations and in respect of whom the Company has received a Notice in writing under Section 160 of the Companies Act, 2013, proposing his candidature for the office of Non-Executive, Independent Director of the Company, be and is hereby appointed as a Non- Executive, Independent Director of the Company for a term of 3 (three) consecutive years commencing from July 24, 2026, up to and including July 23, 2029, and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197, and other applicable provisions of the Act and the Rules made thereunder, Mr. Sharat Chandra Kumar shall be entitled to receive the sitting fees as permitted to be received in the capacity of Non-Executive, Independent Director under the Act and Listing Regulations, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, from time to time.

RESOLVED FURTHER THAT the Board of Directors (including any Committee(s) thereof) and the Company Secretary be and are hereby severally authorized to do all such acts, and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

For and on behalf of the Board of Directors of
Kross Limited

SD/-
Sudhir Rai
Chairman and Managing Director
(DIN: 00512423)

Place: Jamshedpur
Date: July 24, 2026

Registered Office:
M-4, PHASE-VI, GAMHARIA,
ADITYAPUR INDUSTRIAL AREA,
JAMSHEDPUR, Gamharia,
Seraikela Kharsawan, Jharkhand 832108
CIN: L29100JH1991PLC004465
Tel.: 7280026478
Website: https://www.krosslimited.com/
e-mail: investors@krossindia.com

NOTES:

Ministry of Corporate Affairs ("MCA") vide its Circular No. 3/2025 dated September 22, 2025 (In continuation with the Circulars issued earlier in this regard) ("MCA Circulars") has permitted the companies to hold their Annual General Meeting ("AGM" or "Meeting") through Video Conference ("VC") or through Other Audio-Visual Means ("OAVM") without the physical presence of Members at a common venue. In compliance with the provisions of Companies Act, 2013 ("the Act"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations") and Secretarial Standard-2 on General Meetings ("SS-2") issued by The Institute of Company Secretaries of India and MCA Circulars, the 35th AGM of the Company is being held virtually.

The Notice convening this AGM along with the Annual Report for FY 2025-26 is being sent by electronic mode to those Members whose e-mail address is registered with the Company/Depositories, unless a member has specifically requested for a physical copy of the same. Members may kindly note that the Notice convening this AGM and Annual Report for FY 2025-26 will also be available on the Company's website www.krosslimited.com, website of the Stock Exchanges i.e. BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) at www.bseindia. com and www.nseindia.com , respectively and on the website of National Securities Depository Limited (NSDL) at https://www.evoting. nsdl.com. The Company will also publish an advertisement in the newspapers containing details of the AGM and other relevant information for Members viz. manner of registering e-mail Id., Cut-off date for e-voting, etc.

1) Appointment of Proxy and Attendance Slip:

   Since the 35th AGM is being held through VC/OAVM in accordance with the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxy would not be available to the Members for attending the 35th AGM, and therefore, proxy form and attendance slip are not annexed to this Notice.

   Since this AGM is held through Video Conference/Other Audio Visual Means ("VC/OAVM"), route map to the venue is not required and therefore, the same is not annexed to this Notice.

2) Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc. authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting pursuant to Section 113 of the Companies Act, 2013 ("the Act"). In the absence of such resolution from any of them, would be considered as 'not voted'. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to spsoffice77@gmail.com with a copy marked to investors@krossindia.com and evoting@nsdl.com

3) The statement pursuant to Section 102(1) of the Companies Act, 2013, setting out the material facts in respect of the business under Item Nos. 3 to 7 set out in this Notice and the details under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and clause 1.2.5 of Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, in respect of the persons seeking appointment/ re-appointment as Director at the AGM, is annexed hereto as Annexure A.

4) Brief particulars of the Directors proposed to be re-appointed/ appointed, as mandated under Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and in terms of Para 1.2.5 of Secretarial Standard on General Meetings (SS-2) is annexed hereto and forms part of this Notice.

5) Members attending the meeting through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act, in case of voting by joint holders, voting by such joint holder who is higher in the order of the names as per the Register of Members of the Company, as of the cut-off date, will be counted for the purpose of this Meeting. Members holding equity shares as on **September 09, 2026 ("Cut-off date")** may join the AGM anytime 30 minutes before the scheduled time by following the procedure outlined in the Notice. A person who is a Member as on the Cut-off date shall be eligible to attend and vote on resolutions proposed at the AGM. Any person who is not a Member as on the Cut-off date shall treat this Notice for informational purpose only.

6) The Company has appointed Mr. Sital Prasad Swain, Practising Company Secretaries (Membership No – F6338 Certificate of Practice No – 6814) as the Scrutinizer for scrutinizing the remote e-voting process as well as voting at the AGM in a fair and transparent manner.

7) **Mandatory updation of PAN, KYC, Nomination and Bank details by Members:**

   Members holding shares in demat mode are requested to update their details with their Depository Participants at the earliest.

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

NOTICE TO SHAREHOLDERS (CONTD.)

9) **Electronic dissemination of the AGM Notice and Annual Report:** Electronic/digital copy of the Annual Report for FY 2025-26 and Notice convening the 35th AGM are being sent to all Members whose e-mail Id. are registered with the RTA/ Company/Depositories. Members who have not registered their e-mail Id. may get the same registered by with their Depository Participants. For Members who have not registered their e-mail address, a letter containing exact web-link of the website i.e. https://www.krosslimited.com/ where details pertaining to the entire Annual Report is hosted is being sent at the address registered in the records of RTA/Company/Depositories.

The Company shall provide hard copy of the Annual Report for FY 2025-26 to the Members, upon request.

10) **E-voting:**

- Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India, and Regulation 44 of the SEBI Listing Regulations, the Company has extended the facility of voting through electronic means including 'Remote e-voting' (e-voting other than at the AGM) to transact the business mentioned in the Notice convening the 35th AGM., the Company has engaged services of NSDL, for providing e-Voting services.
- In terms of the provisions of Section 107 of the Companies Act, 2013, since the resolutions as set out in this Notice are being conducted through e-voting, the said resolutions will not be decided on a show of hands at the AGM. However, facility for casting vote during the AGM through e-voting would be provided to the Members who have not cast their vote through remote e-voting earlier.
- Necessary arrangements have been made by the Company to facilitate 'Remote e-voting' as well as e-voting at the aforementioned AGM. Members shall have the option to vote either through remote e-voting (during the remote e-voting window) or at the AGM.
- Voting rights of Members shall be reckoned on the paid-up value of equity shares registered in their name as on the Cut-off date.
- Members 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, shall be entitled to avail the facility of remote e-voting or e-voting at the AGM, as the case may be.
- The procedure for e-voting on the day of the AGM is identical to Remote e-voting instructions as outlined in this Notice.
- Remote e-voting facility will begin from **Sunday September 13, 2026 at 09:00 AM to Tuesday September 15, 2026 at 05:00 PM,** after which the facility will be disabled by NSDL and remote e-voting shall not be allowed beyond the said date and time. During this period shareholders of the Company, holding shares in dematerialized form, as on the cut-off date **Wednesday September 09, 2026** may cast their votes electronically.
- Any person who becomes a Member of the Company after dispatch of the Notice and holds equity shares as on the Cut-off date can vote by following the procedure for e-voting, as outlined in the Notice. If you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/ Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on 022 - 4886 7000. In case of Shareholders holding securities in demat mode who acquire shares and become Member after the notice is sent through e-mail and holding shares as of the Cut-off date may follow steps mentioned in the Notice. The procedure for e-voting on the day of the AGM is identical to Remote e-voting instructions as outlined in this Notice.
- Members present at the 35th AGM and who have not cast their vote on resolutions set out in the Notice convening the AGM through remote e-voting and who are not otherwise barred from doing so, shall be allowed to cast their vote through e-voting facility during the AGM.
- However, Members who have exercised their right to vote during the Remote e-voting period may attend the AGM but shall not be entitled to cast their vote again.
- Once the vote on a resolution is cast, Member shall not be allowed to change the same subsequently or cast vote again.
- Members can opt for only one mode of voting i.e. either through Remote e-voting or e-voting at the AGM. If a Member cast votes by both modes, then voting done through Remote e-voting shall prevail.

11) **Inspection of documents:** The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register

of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act and all other documents will be available electronically for inspection by the Members during the 35th AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members during the AGM. Members seeking to inspect such documents can send an e-mail to investors@krossindia.com

12) **Speaker registration/facility for non-speakers: Process**

Registration as speaker at the AGM

Members who would like to express their views/ ask questions as a speaker at the AGM may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/Folio No., and Mobile No. at investors@krossindia.com on or before **Wednesday September 09, 2026**. Only those Members who have pre-registered themselves as a speaker on the dedicated e-mail id i.e. investors@krossindia.com will be allowed to express their views/ask questions during the AGM

The Company reserves the right to restrict the number of questions and/or number of speakers during the AGM, depending upon availability of time and for smooth conduct of the meeting. However, the Company will endeavor to respond to the questions which have remained unanswered during the meeting to the respective shareholders.

Facility for non-speakers

Members who wish to obtain any information on the Annual Report for FY 2025-26 or have questions on the financial statements and/or matters to be placed at the 35th AGM, may send a communication from their registered e-mail address mentioning their names, DP ID and Client ID/Folio No., and Mobile No. at investors@krossindia.com on or before **Wednesday September 09, 2026**.

13) **Declaration of results of voting:**

After conclusion of the meeting, the Scrutinizer will submit the report on votes cast in favor or against and invalid votes, if any, to the Chairman or any other person authorized by him, who shall countersign the same, and the result of the voting will be declared within the time stipulated under the applicable laws.

The voting results along with the Scrutinizer's report, will be hosted on the Company's website, https://www.krosslimited.com/, website of NSDL, https:// www.evoting.nsdl.com/ , displayed on the Notice Board of the Company at the Registered Office and will be simultaneously forwarded to the Stock Exchanges i.e. National Stock Exchange of India Limited and BSE Limited.

The Members are requested to submit their nomination Form No. SH-13 to their DP in case the shares are held by them in electronic form. For any help, please contact RT&A or Company on given email addresses.

1) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. The Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s).

2) Members may also note that the Notice of the 35th AGM and the Annual Report for FY 2025-26 are available on the Company's website at https://www.krosslimited.com/

ANNEXURE 1 - TO AGM NOTICE

INSTRUCTIONS FOR REMOTE E-VOTING AND ACCESS TO THE 35TH AGM

Members are requested to follow the instructions given below to cast their vote through e-voting and to access the Video Conference facility at the AGM:

A. The remote e-voting period begins on **Sunday September 13, 2026 (IST) (Server time) at 09:00 AM and ends on Tuesday September 15, 2026 at 05:00 PM, (IST) (Server time)**. During this period, shareholders holding shares in dematerialized form as on the 'Cut-off date' i.e. **Wednesday September 09, 2026** may cast their vote electronically by logging to NSDL website at https://www.evoting.nsdl.com//

The e-voting module shall be disabled by NSDL for voting thereafter.

B. Detailed steps on the process and manner for remote e-voting/e-voting at the AGM and to access the VC facility at the AGM, is given below:

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 09, 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. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the **"Beneficial Owner"** icon under **"Login"** which is available under **'IdeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IdeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IdeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.

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3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

   c) How to retrieve your 'initial password'?

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

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

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

   a) Click on **"Forgot User Details/Password?"**(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   b) **Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to spsoffice77@gmail.com and/or sitalpr@yahoo.co.in with a copy marked to investors@krossindia.com and evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 – 4886 7000 or send a request to Ms. Pallavi Mhatre, DVP, NSDL at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to investors@krossindia.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 investors@krossindia.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 09, 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 EGM/AGM is same as the instructions mentioned above for remote e-voting.

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2. Only those Members/ shareholders, who will be present in the EGM/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 EGM/AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/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 EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGHVC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/ AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

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

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

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

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

6. Shareholders who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at investors@krossindia.com on or before Wednesday September 09, 2026 Only those Shareholders who have pre-registered themselves as a speaker will 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.

7. Shareholders attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

LIVE WEBCAST OF THE AGM:

Members will be able to view the live webcast of AGM provided by NSDL at https://www.evoting.nsdl.com following the steps mentioned above for login to NSDL e-voting system. After successful login, you can see webcast link placed under Join meeting menu against the Company name. You are requested to click on Webcast link- placed under "Join Meeting" menu.

For and on behalf of the Board of Directors of
Kross Limited

SD/-
Sudhir Rai
Chairman and Managing Director
(DIN: 00512423)

Place: Jamshedpur
Date: July 24, 2026

Registered Office:
M-4, PHASE-VI, GAMHARIA,
ADITYAPUR INDUSTRIAL AREA,
JAMSHEDPUR, Gamharia,
Seraikela Kharsawan, Jharkhand 832108
CIN: L29100JH1991PLC004465
Tel.: 7280026478
Website: https://www.krosslimited.com/
e-mail: investors@krossindia.com

ANNEXURE – A

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

Item No. 3:

RATIFICATION OF REMUNERATION PAYABLE TO COST AUDITORS FOR FY 2026-27:

In accordance with the provisions of Section 148 of the Companies Act, 2013 ("the Act") and the Companies (Audit and Auditors) Rules, 2014 ("the Rules") the Company is required to appoint a Cost Auditor to audit the cost records of the Company, for products and services, specified under Rules issued in pursuance to the above section.

Based on the recommendation of the Audit Committee and the Board of Directors at their respective meetings held on May 12, 2026 has approved the appointment of M/s. Sohan Lal Jalan and Associates, Cost Accountants, having Firm Registration No. **000521**, to conduct audit of cost records maintained by the Company for the Financial Year ending March 31, 2027, at a remuneration not exceeding INR70,000/- (Rupees Seventy Thousand only) plus applicable taxes and reimbursement of expenses at actuals and out-of-pocket expenses as may be incurred by the Cost Auditors.

Your Company has received consent from M/s Sohan Lal Jalan and Associates, Cost Accountants, to act as the Cost Auditors of your Company for the financial year 2026-27 along with certificate confirming their independence and eligibility. In accordance with the provisions of Section 148 of the Act read with the Rules, the remuneration payable to the Cost Auditors has to be approved / ratified by the Shareholders of the Company. Accordingly, the consent of the shareholders is sought for the purpose.

None of the Directors and Key Managerial Persons and their relatives are concerned or interested in the resolution set out at No. 3.

The Board recommends the resolution as set out at Item No. 3 for approval by the Members as an Ordinary Resolution.

Item No. 4:

RE-APPOINTMENT OF MR. SANJIV PAUL (DIN: 00086974) AS AN INDEPENDENT DIRECTOR (CATEGORY – NON-EXECUTIVE) FOR A SECOND TERM OF 3 (THREE) YEARS

Mr. Sanjiv Paul (DIN: 00086974) was appointed as an Independent Director of the Company pursuant to Extra Ordinary general Meeting of the Company held on October 26, 2023 who holds office as an Independent Director up to October 26, 2026.

Basis the annual performance evaluation of Mr. Sanjiv Paul and considering his experience and contributions made during his tenure as an Independent Director, as well as considering that his continued association would be beneficial to the Company, the Board of Directors, basis the recommendation of the NRC, at its meeting held on July 24, 2026, subject to the approval of the members, approved re-appointment of Mr. Sanjiv Paul, as a Non- Executive Independent Director of the Company for a term of three years commencing from October 26, 2026 to October 25, 2029.

The Company has received a Notice in writing from a Shareholder under Section 160 of the Companies Act, 2013, proposing his candidature to the office of Independent Director of the Company. Mr. Paul was a Former Vice President at Tata Steel and Managing Director at Tata Metaliks, Mr. Paul holds a Bachelor's Degree in Science from Regional Institute of Technology, Ranchi University, and has completed the General Management Program at the European Centre for Continuing Education

The Company has received declaration from him confirming that he meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations. He has further confirmed that he is not aware of any circumstances or situation which exists or may be reasonably anticipated, that could impair or impact his ability to discharge his dues in terms of Regulation 25(8) of Listing Regulations. He has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

He has also confirmed that he is not disqualified from being appointed as Director, in terms of the provisions of Section 164 of the Act and is not debarred to hold the office of a Director by virtue of any order passed by SEBI or any other authority and has given his consent to act as a Director of the Company. There is no inter se relationship between him and any other member of the Board and other Key Managerial Personnel of the Company.

The terms and conditions of his re-appointment will be open for inspection by members in the manner as specified in the Notice up to the date of the Annual General Meeting.

In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulations 17 and 25 of SEBI Listing Regulations and other applicable Regulations, the re-appointment of Mr. Sanjiv Paul as Non-Executive and Independent Director are being placed before the members for their approval by way of a Special Resolution.

The Board recommends the special resolution set out in Item No. 4 of the Notice, for approval of the members by means of a special resolution. Mr. Paul abstained from discussions and voting on the matters concerning his appointment during the meetings of NRC as well as the Board of Directors.

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None of the Directors and / or Key Managerial Personnel of the Company and / or their respective relatives, except Mr. Sanjiv Paul and his relatives, is concerned or interested, in the Resolution mentioned at Item No. 4 of the Notice.

Item No. 5:

RE-APPOINTMENT OF MR. GURVINDER SINGH AHUJA (DIN: 08132223) AS AN INDEPENDENT DIRECTOR (CATEGORY – NON- EXECUTIVE) FOR A SECOND TERM OF 3 (THREE) YEARS

Mr. Gurvinder Singh Ahuja (DIN: 08132223) was appointed as an Independent Director of the Company pursuant to Extra Ordinary general Meeting of the Company held on October 26, 2023 who holds office as an Independent Director up to October 26, 2026.

Basis the annual performance evaluation of Mr. Gurvinder Singh Ahuja and considering his experience and contributions made during his tenure as an Independent Director, as well as considering that his continued association would be beneficial to the Company, the Board of Directors, basis the recommendation of the NRC, at its meeting held on July 24, 2026, subject to the approval of the members, approved re-appointment of Mr. Gurvinder Singh Ahuja, as a Non- Executive Independent Director of the Company for a term of three years commencing from October 26, 2026 to October 25, 2029.

The Company has received a Notice in writing from a Shareholder under Section 160 of the Companies Act, 2013, proposing his candidature to the office of Independent Director of the Company. Mr Ahuja is a chartered accountant. He was previously associated with Tata Motors Limited as Plant Finance Head at Jamshedpur & Pune. He also held the position of Chief Financial Officer at TML Drivelines Limited, a Tata Group company.

The Company has received declaration from him confirming that he meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations. He has further confirmed that he is not aware of any circumstances or situation which exists or may be reasonably anticipated, that could impair or impact his ability to discharge his dues in terms of Regulation 25(8) of Listing Regulations. He has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

He has also confirmed that he is not disqualified from being appointed as Director, in terms of the provisions of Section 164 of the Act and is not debarred to hold the office of a Director by virtue of any order passed by SEBI or any other authority and has given his consent to act as a Director of the Company. There is no inter se relationship between him and any other member of the Board and other Key Managerial Personnel of the Company.

The terms and conditions of his re-appointment will be open for inspection by members in the manner as specified in the Notice up to the date of the Annual General Meeting.

In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulations 17 and 25 of SEBI Listing Regulations and other applicable Regulations, the re-appointment of Mr. Gurvinder Singh Ahuja as Non-Executive and Independent Director are being placed before the members for their approval by way of a Special Resolution.

The Board recommends the special resolution set out in Item No. 4 of the Notice, for approval of the members by means of a special resolution. Mr. Ahuja abstained from discussions and voting on the matters concerning his appointment during the meetings of NRC as well as the Board of Directors.

None of the Directors and / or Key Managerial Personnel of the Company and / or their respective relatives, except Mr. Gurvinder Singh Ahuja and his relatives, is concerned or interested, in the Resolution mentioned at Item No. 5 of the Notice.

Item No. 6:

RE-APPOINTMENT OF MS. DEEPA VERMA (DIN: 10359047) AS AN INDEPENDENT DIRECTOR (CATEGORY – NON-EXECUTIVE) FOR A SECOND TERM OF 3 (THREE) YEARS

Ms. Deepa Verma (DIN: 10359047) was appointed as an Independent Director of the Company pursuant to Extra Ordinary general Meeting of the Company held on October 26, 2023 who holds office as an Independent Director up to October 26, 2026.

Basis the annual performance evaluation of Ms. Deepa Verma and considering her experience and contributions made during her tenure as an Independent Director, as well as considering that her continued association would be beneficial to the Company, the Board of Directors, basis the recommendation of the NRC, at its meeting held on July 24, 2026, subject to the approval of the members, approved re-appointment of Mr. Deepa Verma, as a Non- Executive Independent Director of the Company for a term of three years commencing from October 26, 2026 to October 25, 2029.

The Company has received a Notice in writing from a Shareholder under Section 160 of the Companies Act, 2013, proposing her candidature to the office of Independent Director of the Company. Ms. Verma is a Former Chief Human Resource Business Partner at Tata Steel, Ms. Verma holds a Bachelor's Degree in Commerce from the University of Poona and a Post Graduate in Personnel Management & Industrial Relations from XLRI – Xavier School of Management, Jamshedpur.

The Company has received declaration from her confirming that she meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations. She has further confirmed that she is not aware of any circumstances or situation which exists or may be reasonably anticipated, that could impair or impact her ability to discharge her dues in terms of Regulation 25(8) of Listing Regulations. She has also confirmed that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

She has also confirmed that she is not disqualified from being appointed as Director, in terms of the provisions of Section 164 of the Act and is not debarred to hold the office of a Director by virtue of any order passed by SEBI or any other authority and has given her consent to act as a Director of the Company. There is no inter se relationship between her and any other member of the Board and other Key Managerial Personnel of the Company.

The terms and conditions of her re-appointment will be open for inspection by members in the manner as specified in the Notice up to the date of the Annual General Meeting.

In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulations 17 and 25 of SEBI Listing Regulations and other applicable Regulations, the re-appointment of Ms. Deepa Verma as Non-Executive and Independent Director are being placed before the members for their approval by way of a Special Resolution.

The Board recommends the special resolution set out in Item No. 6 of the Notice, for approval of the members by means of a special resolution. Ms. Verma abstained from discussions and voting on the matters concerning her appointment during the meetings of NRC as well as the Board of Directors.

None of the Directors and / or Key Managerial Personnel of the Company and / or their respective relatives, except Ms. Deepa Verma and her relatives, is concerned or interested, in the Resolution mentioned at Item No. 6 of the Notice.

Item No. 7:

APPOINTMENT OF MR. SHARAT CHANDRA KUMAR (DIN 10223173) AS INDEPENDENT DIRECTOR (CATEGORY – NON-EXECUTIVE) FOR A FIRST TERM OF 3 (THREE) YEARS

The Board of Directors of the Company at its meeting held on July 24, 2026, based on the recommendation of the Nomination & Remuneration Committee (“NRC”), approved the appointment of Mr. Sharat Chandra Kumar (DIN: 10223173) as an Additional Director (Independent) subject to the approval of members of the Company, to hold office as an Independent Director, not liable to retire by rotation, for a term of 3 (three) consecutive years commencing from July 24, 2026, up to and including July 23, 2029. The Company has received a Notice under Section 160 of the Act from a Member proposing his candidature to the office of Independent Director of the Company.

In terms of the provisions of Section 161 of the Act, Mr Sharat Chandra Kumar holds office up to the date of this Annual General Meeting (“AGM”) and is eligible for appointment as a Director of the Company.

The Company has received requisite declarations and disclosures from Mr. Sharat Chandra Kumar confirming that he meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations. He has further confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties, in terms of Regulation 25(8) of Listing Regulations. Mr. Sharat Chandra Kumar has confirmed his compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

In terms of the provisions of Section 161 of the Act, Mr Sharat Chandra Kumar holds office up to the date of this Annual General Meeting (“AGM”) and is eligible for appointment as a Director of the Company.

Mr. Sharat Chandra Kumar is not disqualified from being appointed as Director under Section 164 of the Act and is not debarred to hold the office of Director by virtue of any order passed by SEBI or any other authority and have given his consent

to act as Director of the Company. Further, there are no inter se relationship between him and any other member of the Board and Key Managerial Personnel of the Company.

NRC has identified the desired attributes for the selection of Independent Director including leadership, Industry knowledge and experience, expertise in Designs and the Projects of the industry his expertise & experience as the skills required for the role of a director. Mr. Sharat Chandra Kumar fulfils all the attributes.

Mr. Sharat Chandra Kumar is a distinguished Electrical Engineer from BIT Mesra, brings over 35 years of leadership in Tata Steel across maintenance, project execution, design, and strategic

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sourcing. He has spearheaded major capacity expansion projects, including blast furnaces, coke ovens, and environment initiatives, with proven expertise in commissioning, automation, and capital planning.

The NRC and Board of Directors views that the appointment of Mr. Sharat Chandra Kumar as an Independent Director would be in the interest of the Company considering his expertise in industry knowledge, corporate governance, strategic leadership, designs, Projects and sustainability.

Pursuant to Regulation 17(1C) of the SEBI Listing Regulations, the Company is required to obtain approval of the members at the next general meeting or within a time period of three months from the date of appointment of Director, whichever is earlier. In compliance with the provisions of Sections 149, 152 and 161 and other applicable provisions of the Act read with Schedule IV to the Act and the rules framed thereunder and in terms of Regulations 17, 25 and other applicable provisions of the SEBI Listing Regulations, appointment of Mr. Sharat Chandra Kumar as an Independent Director of the Company, not liable to retire by rotation, for a term of 3 (three) consecutive years from July 24, 2026 up to July 23, 2029 is being placed before the members for their approval by means of a Special Resolution.

A copy of the draft letter of appointment to be issued to Mr. Sharat Chandra Kumar setting out terms and conditions of appointment will be open for inspection by members in the manner as specified in the Notice up to the date of the Annual General Meeting.

The Board recommends the special resolution set out in Item No. 7 of the Notice, for approval of the members. None of the Directors and / or Key Managerial Personnel of the Company and / or their respective relatives, except Mr. Sharat Chandra Kumar and his relatives are concerned or interested, in the resolution.

For and on behalf of the Board of Directors of
Kross Limited

SD/-
Sudhir Rai
Chairman and Managing Director
(DIN: 00512423)

Place: Jamshedpur
Date: July 24, 2026

Registered Office:
M-4, PHASE-VI, GAMHARIA,
ADITYAPUR INDUSTRIAL AREA,
JAMSHEDPUR, Gamharia,
Seraikela Kharsawan, Jharkhand 832108
CIN: L29100JH1991PLC004465
Tel.: 7280026478
Website: https://www.krosslimited.com/
e-mail: investors@krossindia.com

DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT

Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings

Name & DIN of the Director	Mr. Sumeet Rai (DIN: 02304257)	Mr. Sanjiv Paul (DIN: 00086974)	Mr. Gurvinder Singh Ahuja (DIN: 08132223)	Ms. Deepa Verma (DIN 10359047)	Mr. Sharat Chandra Kumar (DIN 10223173)
Date of Birth/Age	August 08, 1988	March 16, 1963	June 10, 1964	September 08, 1963	July 18, 1962
Date of first appointment on the Board	April 01, 2008	October 26, 2023	October 26, 2023	October 26, 2023	July 24, 2026
Qualifications	Mechanical engineer graduate from the University of Michigan	Bachelor's Degree in Science from Regional Institute of Technology	Chartered Accountant	Post Graduate in Personnel Management & Industrial Relations	Electrical Engineer
Experience, Skills required for the role and the manner in which the proposed person meets the requirement including brief profile	Experienced in Operational efficiency	Detailed in the explanatory statement forming part of the Notice			
Nature of expertise in specific functional areas	Mr. Sumeet Rai, Mr. Sanjiv Paul, Mr. Gurvinder Singh Ahuja, Ms. Deepa Verma and Mr. Sharat Chandra Kumar possess the following skills as approved by the Board:				

Skills					
Leadership	✓	✓	✓	✓	✓
Industry knowledge Experience	✓	✓	✓	✓	✓
Experience and Exposure in policy shaping and industry advocacy	✓	✓	✓	✓	✓
Governance including legal compliance	✓	✓	✓	✓	✓
Expertise/ Experience in Finance and Accounts/ Audit /Risk Management areas	✓	✓	✓	✓	✓

Directorships held in other companies.	NIL	NIL	NIL	Hamari Laado Foundation	ADVAYA CONSULTING ENGINEERS
Memberships/ Chairmanships of committees across all companies	Refer Annexure II below				
Name of Listed entities from which the Director has resigned in the last three years.	NIL	NIL	NIL	NIL	NIL
Number of Meetings Attended during the financial year	Refer Corporate Governance Report FY 2025-26 for the details of the number of meetings attended by the Directors.				NIL
Shareholding in the Company	Refer Corporate Governance Report FY 2025-26 for the details of the number of meetings attended by the Directors.	NIL	NIL	NIL	NIL

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT (CONTD.)

Relationships Between directors inter-se	Son of Sudhir Rai, Chairman and Managing Director, son of Anita Rai, Whole Time Director, Brother of Kunal Rai, Whole Time Director (Finance) and CFO	None	None	None	None
Remuneration last drawn (in FY 2025-26), if applicable	Refer Corporate Governance Report FY 2025-26 for remuneration details	NA	NA	NA	NA
Remuneration proposed to be paid	Mr. Sanjiv Paul, Mr. Gurvinder Singh Ahuja, Ms. Deepa Verma and Mr. Sharat Chandra Kumar will be entitled to sitting fees for attending the Meetings of the Board of Directors and Committees thereof Remuneration proposed to be paid is not applicable to Mr. Sumeet Rai as the resolution pertains to retirement by rotation				

ANNEXURE – II

DETAILS OF MEMBERSHIPS/ CHAIRMANSHIPS OF COMMITTEES ACROSS ALL COMPANIES

1. **Mr. Sumeet Rai – Nil**
2. **Mr. Sanjiv Paul**

Committee	Company	Position
Audit Committee	Kross Limited	Chairperson
Stakeholders Relationship Committee	Kross Limited	Chairperson
Risk Management Committee	Kross Limited	Member
Independent Directors Committee	Kross Limited	Chairperson

3. **Mr. Gurvinder Singh Ahuja**

Committee	Company	Position
Audit Committee	Kross Limited	Member
Nomination and Remuneration Committee	Kross Limited	Member
Risk Management Committee	Kross Limited	Member
Independent Directors Committee	Kross Limited	Member

4. **Ms. Deepa Verma**

Committee	Company	Position
Nomination and Remuneration Committee	Kross Limited	Chairperson
Corporate Social responsibility Committee	Kross Limited	Member
Risk Management Committee	Kross Limited	Member
Independent Directors Committee	Kross Limited	Member

5. **Mr. Sharat Chandra Kumar**

Committee	Company	Position
Nomination and Remuneration Committee	Kross Limited	Member
Corporate Social responsibility Committee	Kross Limited	Member
Independent Directors Committee	Kross Limited	Member