KAIZEN AGRO INFRABUILD LIMITED

Kaizen Agro
INFRABUILD LIMITED

August 21, 2026

To
The Listing Department
BSE Limited
P.J. Tower, 1st Floor,
Dalal Street,
Mumbai- 400001
Ref: Scrip Code in BSE - 538833

Sub: INTIMATION AND SUBMISSION OF NOTICE OF ANNUAL GENERAL MEETING (AGM)

Dear Sir/Madam,

Pursuant to Regulation 30(6) and Part A of Schedule III of Securities Exchange board of India (Listing Obligations and Disclosures requirements) Regulations, 2015, this is to inform that the 21st Annual General Meeting (AGM) of the company is scheduled to be held on Friday, September 18, 2026 at 10:30 a.m. at "Diamond Plaza, 5 Gopi Ghosh Lane, Kolkata- 700 012".The Notice of Annual General Meeting along with e-voting instructions is enclosed herewith. The Notice is being sent through electronic mode to all those members whose email id is registered with the Company/Company's Registrar and Transfer Agent- M/s. Maheshwari Datamatics Private Limited ("RTA")/Depository Participant(s) ("DP") and dispatched/ sent by permitted mode(s) to the members whose email ids are not registered with Company/ DP/ RTA and it can also be accessed at the website of the Company at www.kaizeninfra.com

The members are provided with the remote e-voting facility to cast their votes electronically on the resolutions mentioned in the Notice of 21st AGM. The Company has fixed Friday, September 11, 2026 as the "Cut-off Date" for the purpose of determining the members eligible to vote on the resolutions set out in the Notice of the 21st AGM or to attend the AGM.

Remote E-voting period shall commence on Tuesday, September 15, 2026 (09:00 A.M. IST) and ends on Thursday, September 17, 2026 (05:00 P.M. IST) (both days inclusive). The Register of Members and the Share Transfer books of the Company will remain closed from Saturday, September 12, 2026 to Friday September 18, 2026 (both days inclusive) for the purpose of the 21st AGM.

You are requested to take the same on your record.

You are requested to take the above information on records.

Thanking you,
Yours Faithfully,

For *Kaizen Agro Infrabuild Limited*

Ankur Hada
Digitally signed by Ankur Hada
Date: 2026.08.21 16:46:30 +05'30'

Ankur Hada
(Managing Director & CEO)
DIN: 10163731

16/1A, Abdul Hamid Street, 6th Floor Room No. 6C, Balaji Towers, Kolkata-700 069
Email-ID: info@kaizeninfra.com, Website: www.kaizeninfra.com, Phone No: 918232013440, CIN: L47219WB2006PLC107433

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Twenty-first Annual General Meeting of the Members of M/s. Kaizen Agro Infrabuild Limited having its Registered Office at "16/1A, Abdul Hamid Street, 6th floor Room No. 6C, Balaji Towers, Kolkata- 700 069", will be held at "Diamond Plaza, 5 Gopi Ghosh Lane, Kolkata- 700 012" on Friday, September 18, 2026 at 10:30 a.m. (IST) to transact the following business:

ORDINARY BUSINESS: -

1. ADOPTION OF AUDITED FINANCIAL STATEMENTS

To receive, consider and adopt the Audited Balance Sheet and the Statement of Profit & Loss account of the Company for the year ended March 31, 2026 as on that date and the Reports of the Directors and Auditors thereon.

2. APPOINTMENT OF DIRECTOR IN PLACE OF DIRECTOR RETIRING BY ROTATION

To appoint a Director in place of Mr. Pawan Kumar Jhunjhunwala (Din: 10049668), who retires by rotation, and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS: -

3. Appointment of Additional Director, Mrs. Deepa Garg (DIN: 10740685) as Non-Executive Independent Director of the Company.

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and Regulation 16 and 25 of Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015, as amended ("Listing Regulations"), Mrs. Deepa Garg (DIN: 10740685), who has been appointed as an Additional Non-Executive Independent Director on the Board of Directors of the Company ("the Board") on the recommendation and approval of the Nomination and Remuneration Committee and the Board at their respective meeting and who has submitted a declaration that she meets the criteria for independence as provided in the Act and the Listing Regulations, and who is not debarred from holding office of Directors pursuant to any SEBI's Order or any other authority, and who has been registered in the Independent Director's Data Bank maintained under the Act, be and is hereby appointed as Non-executive Independent Director of the Company (not liable to retire by rotation) to hold office for a term of five (5) consecutive years w.e.f. June 29, 2026 subject to the approval of the shareholders at the ensuing Annual General Meeting of the Company."

RESOLVED FURTHER THAT Mr. Ankur Hada, Managing Director & Mrs. Priyanka Jain, Company Secretary of the Company be and are hereby jointly and/or severally authorized to do all such acts, deeds, matters, things and sign and file all such papers, documents, forms and writings as may be necessary and incidental to the aforesaid resolution."

4. Appointment of Additional Director, Mrs. Meenu Jain (DIN: 07072779) as Non-Executive Independent Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and Regulation 16 and 25 of Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015, as amended ("Listing Regulations"), Mrs. Meenu Jain (DIN: 07072779), who has been appointed as an Additional Non-Executive Independent Director on the Board of Directors of the Company ("the Board") and on the recommendation and approval of the Nomination and Remuneration Committee and the Board at their respective meeting and who has submitted a declaration that she meets the criteria for independence as provided in the Act and the Listing Regulations, and who is not debarred from holding office of Directors pursuant to any SEBI's Order or any other authority, and who has been registered in the Independent Director's Data Bank maintained under the Act, be and is hereby appointed as Non-executive Independent Director of the Company (not liable to retire by rotation) to hold office for a term of five (5) consecutive years w.e.f. June 29, 2026 subject to the approval of shareholders at the ensuing Annual General Meeting of the Company."

RESOLVED FURTHER THAT Mr. Ankur Hada, Managing Director & Mrs. Priyanka Jain, Company Secretary of the Company be and are hereby jointly and/or severally authorized to do all such acts, deeds, matters, things and sign and file all such papers, documents, forms and writings as may be necessary and incidental to the aforesaid resolution."

5. Appointment of Additional Director Mrs. Reema Magotra (DIN: 09804839) as a Non-Executive Independent Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and Regulation 16 and 25 of Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015, as amended ("Listing Regulations"), Mrs. Reema Magotra (DIN: 09804839), who has been appointed as an Additional Non-Executive Independent Director on the Board of Directors of the Company ("the Board") and on the recommendation and approval of the Nomination and Remuneration Committee and the Board at their respective meeting and who has submitted a declaration that she meets the criteria for independence as provided in the Act and the Listing Regulations, and who is not debarred from holding office of Directors pursuant to any SEBI's Order or any other authority, and who has been registered in the Independent Director's Data Bank maintained under the Act, be and is hereby appointed as Non-executive Independent Director of the Company (not liable to retire by rotation) to hold office for a term of five (5) consecutive years w.e.f. June 29, 2026 subject to the approval of shareholders at the ensuing Annual General Meeting of the Company."

RESOLVED FURTHER THAT Mr. Ankur Hada, Managing Director & Mrs. Priyanka Jain, Company Secretary of the Company be and are hereby jointly and/or severally authorized to do all such acts, deeds, matters, things and sign and file all such papers, documents, forms and writings as may be necessary and incidental to the aforesaid resolution."

6. Approval of Loans and Investments or Guarantee or Security in excess of the prescribed Limits U/S 186 of the Companies Act, 2013:

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

"**RESOLVED THAT** pursuant to Section 186 and all other applicable provisions, if any, of the Act and the Rules made thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and subject to such other approvals, consents, sanctions and permissions as may be necessary, consents of the members of M/s. Kaizen Agro Infrabuild Limited ('the Company") be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the " the Board") to give any loan to any person or other body corporate give any guarantee or provide security in connection with a loan to any other body corporate or person; and acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, which shall be subject to the aggregate limit of 90% of shareholders fund which may exceed the limit prescribed under Section 186 of the Act viz. sixty per cent of its paid-up share capital, free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized from time to time to take all decisions and steps in respect of the above transactions including the timing, amount and other terms and conditions of such transaction, as may deem appropriate, or in such a manner, as the Board thinks appropriate.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby further authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper expedient or incidental for giving effect to this resolution."

Registered Office:
16/1A, Abdul Hamid Street,
6th floor Room No. 6C,
Balaji Towers,
Kolkata- 700 069",

By Order of the Board
For Kaizen Agro Infrabuild Limited

Dated: August 20, 2026
Place : Kolkata

Priyanka Jain
(***Company Secretary & Compliance Officer***)
Mem No. A32487

NOTES:

1. The Ministry of Corporate Affairs ("MCA") has vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by "COVID-19", General Circular Nos. 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022 and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 in relation to "Clarification on holding of Annual General Meeting ("AGM") through Video Conferencing (VC) or Other Audio Visual Means (OAVM)", (collectively referred to as "MCA Circulars") permitted the holding of the AGM through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the AGM of the Company is being held through VC /OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.

2. The Explanatory Statement setting out material facts concerning the business under Item Nos. 3 to 6 of the Notice is annexed hereto. [Section 102 of the Companies Act, 2013 ("Act")]

   Further, the relevant details with respect to "Director seeking appointment and re-appointment at this AGM" are also provided as Annexure A. [Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India]

3. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE 'MEETING') IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY, IN ORDER TO BE EFFECTIVE, SHOULD BE DEPOSITED, DULY COMPLETED AND SIGNED, AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM IS SENT HEREWITH.

   A PERSON CAN ACT AS A PROXY ON BEHALF OF NOT EXCEEDING FIFTY (50) AND HOLDING IN AGGREGATE NOT MORE THAN TEN (10) PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS.

   A MEMBER HOLDING MORE THAN TEN(10) PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

4. Proxies shall be made available for inspection during twenty-four hours before the time fixed for commencement of the meeting and ending with conclusion of the meeting.

5. The proxies form should be deposited/submitted in complete particulars at the registered office of the Company and in order to make it effective, proxy form must be received by the Company not later than 48 (Forty-Eight) hours before the time fixed for holding the meeting.

6. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided not less than three days advance notice in writing is

given to the Company. Accordingly, the proxy form and attendance slip are annexed to this Notice.

7. Pursuant to the provisions of Section 91 of the Companies Act, 2013, the Register of Beneficial Owners, Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, September 12, 2026 to Friday, September 18, 2026, both days inclusive, for the purpose of AGM.

8. Dividend, if declared, would be paid within thirty days from the date of declaration to Members whose names appear as beneficial owners with the Depositories or in the Register of Members.

   Members holding shares in demat form may note that bank account particulars registered against their respective demat accounts will be used by the Company for payment of dividend. The Company or its Registrars and Transfer Agents, M/s. Maheshwari Datamatics Private Limited, cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participants of the members. Further, in case the shares are held in physical mode, members are requested to furnish Bank account particulars (viz. Account No., Name and Branch of the Bank, IFSC Code and MICR Code) to the RTA to ensure that there is no fraudulent encashment of the warrants.

9. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

10. In order to enable us to register your attendance at the venue of the AGM, Members / proxies are requested to bring their attendance slip duly filled in for attending the Meeting along with the copy of AGM Notice.

11. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, during business hours up to the date of the Meeting.

    Members holding shares in physical form are also requested to notify change in address, if any, immediately to the Company's Registrar & Share Transfer Agent, M/s. Maheshwari Datamatics Private Limited, 23 R.N Mukherjee Road, 5th Floor, Kolkata – 700 001 by quoting their Folio Number(s).

    In case shares are held in electronic form, this information should be passed on directly to their respective Depository Participant (DP).

12. Members holding shares in physical mode are also requested to update their email addresses by writing to the RTA of the Company quoting their folio number(s).

13. Any member desirous of getting any information on the accounts of the Company is required to forward his/her queries at least 7 days prior to the meeting so that the required information can be made available at the meeting.

14. The complete particulars of the venue of the Meeting including route map and prominent landmark for easy location is enclosed for the convenience of the Members. The same has been posted on the website of the Company "**www.kaizeninfra.com**".

15. SEBI has made it mandatory for every participant in Capital Market to furnish Income Tax Permanent Account Number (PAN). Members holding shares in electronic form are, therefore, requested to submit their PAN/Bank Account particulars to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN/Bank Account Particulars details to the Company/RTA for registration of transmission/transposition, deletion of name etc.

16. Where there are joint-holders of any share, any one of such persons may vote at the AGM either personally or by proxy in respect of such shares as if he were solely entitled thereto and if more than one of such joint-holders be present at the AGM either personally or by proxy then that one of the said persons so present whose name appears first in the order of names will be entitled to vote.

17. Members may also note that the notice of this AGM will also be available on the Company's website "**www.kaizeninfra.com**" for their download.

18. All documents referred to in the notice and the explanatory statement and the statutory registers maintained under the Companies Act, 2013 are open for inspection by the members at the registered office of the Company on all the working days (that is, except Saturdays, Sundays and Public Holidays) during normal business hours up to the date of the AGM. Members seeking to inspect such documents can send an email to the Company Secretary. The aforesaid documents will be also available for inspection by members at the AGM.

19. In compliance with the provisions of the Act and circulars/ notification issued by Ministry of Corporate Affairs ('MCA') from time to time, if any, the Notice of this AGM along with other relevant documents are being sent to those members whose names are recorded in the Register of Members/Register of Beneficial Owners as on Friday, September 11, 2026 through electronic mode and whose email addresses are registered with the Company/ depositories.

    Therefore, those members, whose email address is not registered with the Company or with their respective depository participant/s, and who wish to receive the notice of this AGM along with other relevant documents and all other communication sent by the Company, from time to time, shall get their email address registered/updated by following the steps as given below:

    a. For members holding shares in physical form, please send a scanned copy of a signed request letter mentioning your folio number, complete address, email address to be registered along with scanned self-attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, AADHAR) supporting the registered address of the member, by email to the RTA's email address at: rta@cbmsl.com.

    b. For the members holding shares in demat form, please update your email address through your respective depository participant(s).

20. Share Transfer permitted only in Demat: In terms of the applicable provisions of Act read with rules made thereunder read with applicable provisions of the SEBI Listing Regulations, the transfer of securities of Company shall not be processed unless the securities are held in dematerialized form with their respective Depository Participant. In view of the above and to avail the benefits of dematerialization and ease portfolio

management, members are requested to consider dematerialization of the shares held by them in physical form.

21. Shareholders' Communication: Members are requested to send all communications relating to shares, change of address, bank details, email address etc. to the Registrar and Share Transfer Agents at the following address: M/s. Maheshwari Datamatics Pvt. Ltd., 23 R.N Mukherjee Road, 5th Floor Kolkata – 700 001.

22. **E-voting:** Voting through electronic means

I. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended from time to time, the Company is pleased to provide Members the facility to exercise their right to vote at the AGM of the Company by electronic means and the business may be transacted through E-voting Services provided by National Securities Depository Limited (NSDL).

The facility for voting through ballot/polling papers shall also be made available at the venue of Annual General Meeting and the members who have not cast their votes by remote e-voting shall be able to vote at the meeting through ballot/polling paper.

II. The E-voting period commences on Tuesday, September 15, 2026 (9:00 am) and ends on Thursday, September 17, 2026 (5:00 pm). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 11, 2026 may cast their vote electronically. The E-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

III. The voting rights of shareholders shall be in proportion to their shares of the paid-up Equity Share Capital of the Company as on the cut-off date September 11, 2026.

IV. M/s. Hemant Sharma & Associates, Practicing Company Secretary, Kolkata (Practicing No. 17411), has been appointed as the Scrutinizer to scrutinize the E-voting process in a fair and transparent manner.

V. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote E-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote E-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

VI. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business, on August 14, 2026.

VII. The shareholders shall have one vote per equity share held by them as on the cut-off date of September 11, 2026. The facility of E-voting would be provided once for every folio / client id, irrespective of the number of joint holders. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of September 11, 2026.

VIII. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 11, 2026 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.

IX. Notice of the AGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting E-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.

X. Investors who became members of the Company subsequent to the dispatch of the Notice / Email and hold the shares as on the cut-off date i.e. September 11, 2026 are requested to send the written / email communication to the Company at "info@kaizeninfra.com" by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for E-voting.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Tuesday, September 15, 2026 at 9:00 A.M. and ends on Thursday, September 17, 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. Friday, September 11, 2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 11, 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 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. 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 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. 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. 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. 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/login** or **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. 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

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.co**.in or 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 e-Voting shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

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

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' Section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

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

4. Your User ID details are given below :

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

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

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

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

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.**

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.

6. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
7. Now, you will have to click on "Login" button.
8. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically 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.
2. Select "EVEN" of Company for which you wish to cast your vote during the remote e-Voting period now you are ready for e-Voting as the Voting page opens.
3. 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.
4. Upon confirmation, the message "Vote cast successfully" will be displayed.
5. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
6. 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 hemantsharmaandassociates@gmail.com. Please mention the e-mail ID of Scrutinizer> with a copy marked to evoting@nsdl.com.
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 7000 or send a request to Ms. Pallavi Mhatre, Manager, NSDL at evoting@nsdl.co.in.

Process for those shareholders whose email ids are not registered with the depositories/ Company 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 info@kaizeninfra.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 info@kaizeninfra.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 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.

XI. 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 Downloads Section of www.evoting.nsdl.com.

XII. If you are already registered with NSDL for E-voting then you can use your existing user ID and password/PIN for casting your vote.

XIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

XIV. The Scrutinizer shall within a period not exceeding one (1) working days from the conclusion of the E-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any, forthwith to the Chairman of the Company.

XV. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website "www.kaizeninfra.com" and on the website of NSDL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the BSE Limited and National Depository Services Limited.

23. The Notice of the 21st AGM and instructions for e-voting, along with the Attendance Slip and Proxy Form, is being sent by electronic mode to all the members whose email address are registered with the Company/Depository Participant(s), unless a member has requested a hard copy of the same. For members who have not registered their e-mail addresses, physical copies of the documents are being sent by the permitted mode.

24. Members may also note that the Notice of the 21st AGM and the Annual Report 2025-2026 will be available on the Company's website "www.kaizeninfra.com". The physical copies of the documents will also be available at the Company's registered office for inspection on all working days except Saturday between 10:00 am to 1:00 pm upto September 12, 2026. Members who require communication in physical form in addition to e-communication, or have any other queries, may write to us at "www.kaizeninfra.com".

25. Disclosure pursuant to Section 196(4) of the Companies Act, 2013, the SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015, and Secretarial Standards-2, with respect to Directors seeking re-appointment/appointment in the forthcoming Annual General Meeting is annexed. The Directors have furnished consent/declaration for their appointment/re-appointment as required under the Companies Act, 2013 and Rules thereunder.

26. The facility for making/varying/cancelling nomination is available is available to individuals holding shares in the Company. Nominations can be made in Form-SH.13 and any variation /cancellation thereof can be made by giving notice in Form-SH.14, prescribed under the Companies (Share Capital & Debentures) Rules, 2014 for the purpose. The forms can be obtained from the Company/RTA of from the website of Ministry of Corporate Affairs at www.mca.gov.in.

27. The Ministry of Corporates Affairs, Government of India has introduced a 'Green Initiative in the Corporate Governance' by allowing paperless compliances by the companies for service of documents to their members through electronic mode, which will be in compliance with Section 20 of the Companies Act, 2013.

    In view of the above, the Company has communicated through its Annual Report and also through separate letters requesting Members to register their Email Id with the Company/RA. However, members who are desirous of obtaining physical copies of Notices, Postal Ballots, Annual Reports and other documents may forward their written request to the Company/RTA for the same.

28. Members seeking any information or clarifications on the Annual Report are requested to send in written queries to the Company at least one week before the date of the meeting. This would enable the Company to compile the information and provide replies at the meeting.

29. The shares of the Company are under compulsory demat list of SEBI w.e.f October 01, 2000. The trading in equity shares can be only in demat form. In case you do not hold shares in demat form, you may do so by opening account with a depository participant and complete dematerialization formalities.

    MEMBERS HOLDING SHARES IN PHYSICAL FORM ARE REQUESTED TO CONVERT THEIR HOLDING TO DEMATERIALISED FORM THROUGH DEPOSITORY PARTICIPANT.

30. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 will be available for inspection at the AGM.

31. A route map is attached at the end of this notice.

EXPLANATORY STATEMENT (Pursuant to Section 102 of the Companies Act, 2013)

Pursuant to Section 102 of the Companies Act, 2013 ("the Act"), the following Explanatory Statement sets out all material facts relating to the Special business, to be transacted at the 21st Annual General Meeting to be held on Friday, September 18, 2026, mentioned under Item Nos. 3 to 6 of the accompanying Notice dated August 18, 2026.

Item No. 3

Appointment of Mrs. Deepa Garg (DIN: 10740685) as a Director (Non-Executive, Independent):

Mrs. Deepa Garg (DIN:- 10740685) was appointed as an additional director (Non-executive Independent) of the Company based on the recommendation of the Nomination and Remuneration Committee (NRC), the Board of Directors, at its meeting held on June 29, 2026, for a term of 5 years commencing from June 29, 2026 to June 28, 2031, not being liable to retire by rotation, subject to approval of the Members by way of Special Resolution. Pursuant to the provisions of Section 161(1) of the Act, Regulation 17(1C) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) read with Article 132 of the Articles of Association of the Company, Mrs. Deepa Garg (DIN: 10740685) holds office only upto the date of the next annual general meeting or for a period of three months from the date of appointment, whichever is earlier.

The Company has also received a notice in writing from a member proposing the candidature of Mrs. Deepa Garg (DIN: 10740685), to be appointed as Director (Non-Executive, Independent) of the Company. The Company has received a declaration from Mrs. Deepa Garg that she is meeting with the criteria of independent director as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16 of SEBI Listing Regulations. Further, the Company has also received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director in the Company. Further, the Company has also received Mrs. Deepa Garg, consent to act as a Director(Non-Executive, Independent) in terms of Section 152 of the Companies Act, 2013 she a declaration that she is not disqualified from being appointed as a Director (Non-Executive, Independent) in terms of Section 164 of the Companies Act, 2013.

In the opinion of the Board, Mrs. Deepa Garg fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for her appointment as Non-Executive Independent Director of the Company. Considering Mrs. Deepa Garg knowledge and experience, the Board of Directors is of the opinion that it would be in the interest of the Company to appoint her as Non-Executive Independent Director for a period of five years with effect from AGM.

Copy of letter of appointment of Mrs. Deepa Garg, setting out the terms and conditions of appointment is being made available for inspection by the members through electronic mode. Additional information in respect of Mrs. Deepa Garg, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2), "Annexure A to this Notice".

The Board considered the appointment of Mrs. Deepa Garg as Non-Executive Independent Director of the Company and is of opinion that it would be of immense benefit to the Company. Accordingly, the Board of Directors recommends her appointment as a Non-Executive Independent Director of the Company, who will not be liable to retire by rotation, for a period of Five (5) consecutive years effecting from this AGM.

Details required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards are provided below:

Brief resume and expertise of Mrs. Deepa Garg:

Mrs. Deepa Garg a qualified Company Secretary from ICSI. She has a work experience in diversified areas including Corporate Laws, Corporate Governance, Tax, ITes and amongst other services across a wide range of industries.

Disclosure of relationship between Directors inter-se, Manager and Key Managerial Personnel: Mrs. Deepa Garg is not related to any Director, Manager or KMP of the Company.

Date of first appointment on the Board: June 29, 2026

Names of Listed entities (other than M/s. Kaizen Agro Infrabuild Ltd.) in which Mrs. Deepa Garg is holding Directorship/ Chairmanship and the Chairmanship/Membership of Board Committees:

Sl. No.	CIN	Company Name
1.	L67120WB1982PLC035452	CONSECUTIVE COMMODITIES LIMITED
2.	L74999DL1984PLC018747	PATBACK BUSINESS LIMITED
3	L47219DL1983PLC015266	AAR SHYAM INDIA INVESTMENT COMPANY LIMITED
4.	L28219WB1997PLC083457	JULIEN AGRO INFRATECH LIMITED

Details of shareholding of Mrs. Deepa Garg in M/s. Kaizen Agro Infrabuild Ltd.: Nil

No. of Board Meetings attended during the year: 1

Last drawn remuneration/ Details of remuneration sought to be paid: Mrs. Deepa Garg shall be entitled to sitting fee as may be decided by the Board from time to time for attending meetings of the Board of Directors and Committee(s) thereof.

Except, Mrs. Deepa Garg, being an appointee, none of the Director and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise in the resolution as set out in Item no. 3.

The Board of Directors therefore, recommends the resolution for appointment of Mrs. Deepa Garg as an Independent Director of the Company for approval of the members by passing the Special Resolution.

Item No.4

Appointment of Mrs. Meenu Jain (DIN: 7072779) as a Non-Executive Independent Director of the Company):

Mrs. Meenu Jain (DIN:- 7072779) was appointed as an additional director (Non-executive Independent) of the Company based on the recommendation of the Nomination and Remuneration Committee (NRC), the Board of Directors, at its meeting held on June 29, 2026, for a term of 5 years commencing from June 29, 2026 to June 28, 2031, not being liable to retire by rotation, subject to approval of the Members by way of Special Resolution. Pursuant to the provisions of Section 161(1) of the Act, Regulation 17(1C) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) read with Article 132 of the Articles of Association of the Company, Mrs. Meenu Jain (DIN: 7072779) holds office only upto the date of the next annual general meeting or for a period of three months from the date of appointment, whichever is earlier.

The Company has also received a notice in writing from a member proposing the candidature of Mrs. Meenu Jain (DIN: 7072779), to be appointed as Director of the Company. The Company has received a declaration from Mrs. Meenu Jain that she is meeting with the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16 of SEBI Listing Regulations. Further, the Company has also received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of

Director in the Company. Further, the Company has also received Mrs. Meenu Jain, consent to act as a Director in terms of Section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013.

In the opinion of the Board, Mrs. Meenu Jain fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for her appointment as an Independent Director of the Company and she is independent of the management. Considering Mrs. Meenu Jain knowledge and experience, the Board of Directors is of the opinion that it would be in the interest of the Company to appoint him as an Independent Director for a period of five years with effect from AGM.

Copy of letter of appointment of Mrs. Meenu Jain, setting out the terms and conditions of appointment is being made available for inspection by the members through electronic mode. Additional information in respect of Mrs. Meenu Jain, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2), is given at "Annexure A to this Notice".

The Board considered the appointment of Mrs. Meenu jain as Non-Executive Independent Director of the Company and is of opinion that it would be of immense benefit to the Company. Accordingly, the Board of Directors recommends her appointment as a Non-Executive Independent Director of the Company, who will not be liable to retire by rotation, for a period of Five (5) consecutive years effecting from this AGM.

Brief resume and expertise of Mrs. Meenu Jain:

Mrs. Meenu Jain is a qualified Company Secretary from ICSI. She has a work experience in diversified areas and complies with financial and legal requirements, and maintain high standards of corporate governance.

Disclosure of relationship between Directors inter-se, Manager and Key Managerial Personnel: Mrs. Meenu Jain is not related to any Director, Manager or KMP of the Company.

Date of first appointment on the Board: June 29, 2026

Names of Listed entities (other than M/s. Kaizen Agro Infrabuild Ltd.) in which Mrs. Meenu Jain is holding Directorship/ Chairmanship and the Chairmanship/Membership of Board Committees:

Sl. No.	CIN	Company Name
1.	L28219WB1997PLC083457	JULIEN AGRO INFRATECH LIMITED
2.	L29300GJ1981PLC084205	GIKEN SEIKI INDUSTRIES LIMITED
3.	L72200TG1994PLC154733	SESHACHAL TECHNOLOGIES LIMITED
4.	L01111DL1995PLC107286	SRU STEELS LIMITED
5.	L51909GJ1986PLC008539	PERVASIVE COMMODITIES LIMITED

Details of shareholding of Mrs. Meenu Jain in M/s. Kaizen Agro Infrabuild Ltd.: Nil

No. of Board Meetings attended during the year: 1

Last drawn remuneration/ Details of remuneration sought to be paid: Mrs. Meenu Jain shall be entitled to sitting fee as may be decided by the Board from time to time for attending meetings of the Board of Directors and Committee(s) thereof.

Except, Mrs. Meenu Jain, being an appointee, none of the Director and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise in the resolution as set out in Item no. 4.

The Board of Directors therefore, recommends the resolution for appointment of Mrs. Meenu Jain as an

Independent Director of the Company for approval of the members by passing the Special Resolution.

Item No.5

Appointment of Mrs. Reema Magotra (DIN: 09804839) as a Non-Executive Independent Director of the Company.

Mrs. Reema Magotra (DIN: 09804839) was appointed as an Additional Independent Director of the Company by the Board of Directors with effect from June 29, 2026, in the capacity of Independent Director for a term of 5 years with effect from June 29, 2026, subject to the approval of the Members of the Company. In terms of Section 160 of the Companies Act, 2013, the Board Governance, Nomination and Remuneration Committee and the Board have recommended the appointment of Mrs. Reema Magotra, as an Independent Director pursuant to the provisions of Sections 149 and 152 of the Companies Act, 2013. As per Section 161(1) of the Companies Act, 2013 and whose appointment was subsequently ratified by the members by passing Special Resolution through Annual General Meeting dated September 18, 2026.

The Company has also received a notice in writing from a member proposing the candidature of Mrs. Reema Magotra to be appointed as an Independent Director of the Company. The Company has received a declaration from Mrs. Reema Magota that she is meeting with the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16 of SEBI Listing Regulations. Further, the Company has also received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director in the Company. Further, the Company has also received Mrs. Reema Magotra consent to act as a Director in terms of Section 152 of the Companies Act, 2013 and a declaration that she is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013.

In the opinion of the Board, Mrs. Reema Magotra fulfils the conditions specified in the Companies Act, 2013 and rules made there under and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for her appointment as an Independent Director of the Company and she is independent of the management. Considering Mrs. Reema Magotra knowledge and experience, the Board of Directors is of the opinion that it would be in the interest of the Company to appoint him as an Independent Director for a period of five years with effect from AGM.

Copy of letter of appointment of Mrs. Reema Magotra, setting out the terms and conditions of appointment is being made available for inspection by the members through electronic mode. Additional information in respect of Mrs. Reema Magotra, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2), "Annexure A to this Notice".

The Board considered the re-appointment of Mrs. Reema Magotra, as Non-Executive Independent Director of the Company and is of opinion that it would be of immense benefit to the Company. Accordingly, the Board of Directors recommends his appointment as a Non-Executive Independent Director of the Company, who will not be liable to retire by rotation, for a period of Five (5) consecutive years effecting from this AGM.

Details required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards are provided below:

Brief resume and expertise of Mrs. Reema Magotra:

Mrs. Reema Magotra is a qualified Company Secretary from ICSI. She has a work experience in diversified areas and complies with financial and legal requirements, and maintain high standards of corporate governance.

Disclosure of relationship between Directors inter-se, Manager and Key Managerial Personnel: Mrs. Reema Magotra is not related to any Director, Manager or KMP of the Company.

Date of first appointment on the Board: June 29, 2026

Names of Listed entities (other than M/s. Kaizen Agro Infrabuild Ltd.) in which Mrs. Reema Magotra is holding Directorship/ Chairmanship and the Chairmanship/Membership of Board Committees:

Sl. No.	CIN	Company Name
1.	L65929DL1985PLC021037	ALSTONE TEXTILES (INDIA) LIMITED
2.	L67120WB1982PLC035452	CONSECUTIVE COMMODITIES LIMITED
3.	L67190DL1979PLC009555	QUASAR INDIA LIMITED
4.	L70101WB1983PLC035638	MIHIKA INDUSTRIES LTD.
5.	L46101GJ1987PLC143792	PRESSURE SENSITIVE SYSTEMS (INDIA) LIMITED

Details of shareholding of Mrs. Reema Magotra in M/s. Kaizen Agro Infrabuild Ltd.: Nil

No. of Board Meetings attended during the year: 1

Last drawn remuneration/ Details of remuneration sought to be paid: Mrs. Reema Magotra shall be entitled to sitting fee as may be decided by the Board from time to time for attending meetings of the Board of Directors and Committee(s) thereof.

Except, Mrs. Reema Magotra, being an appointee, none of the Director and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise in the resolution as set out in Item no. 5.

The Board of Directors therefore, recommends the resolution for appointment of Mrs. Reema Magotra as an Independent Director of the Company for approval of the members by passing the Special Resolution.

ITEM No. 6

The Company, in order to achieve its long-term strategic, business, and financial objectives, proposes to utilize its funds by making investments in other bodies corporate and/or by granting loans, giving guarantees, and/or providing securities to other persons or bodies corporate, as and when considered necessary. The Company has been, in the ordinary course of its business, making investments, granting loans, and providing guarantees or securities to various persons and bodies corporate (including its subsidiaries), from time to time, in compliance with the applicable provisions of the Companies Act, 2013 ("the Act").

As per the provisions of Section 186(2) of the Act, a company shall not, directly or indirectly, give any loan to any person or other body corporate, give any guarantee or provide security in connection with a loan to any other body corporate or person, or acquire securities of any other body corporate exceeding sixty per cent of its paid-up share capital, free reserves, and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more.

Members may note that, considering regulatory requirement and business needs, the Board of Directors, at its meeting held on 18th August, 2026, has approved and recommended to the Members for enhancement of the Company's limits under Section 186 of the Act to grant Loans, making Investments, providing Guarantees and Securities, up to 90% of shareholder's fund (Rupees One Hundred Twenty Five Crores Only) or the limits as prescribed under section 186 of the Act, (i.e., 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more) whichever is higher.

The proposed authorization will enable the Board of Directors or its Committee to, from time to time, make investments, provide loans, give guarantees, and/or provide securities, or acquire securities of other body corporates, as may be considered necessary in the interest of the Company, subject to the said overall limit or such other limits as may be prescribed under the Act.

All such transactions shall be undertaken in compliance with the applicable provisions of the Act and other applicable laws, and shall be executed with due care, financial prudence, and in the best interests of the Company, ensuring appropriate risk management and capital discipline. Accordingly, the Board recommends the resolution set out in Item No. 6 of the Notice for approval of the Members by way of a Special Resolution.

None of the director(s) and Key Managerial Personnel(s) or their relatives, are in any way, concerned or interested, financially or otherwise, in this resolution, except to the extent of their shareholding, if any, in the Company.

Registered Office:

16/1A, Abdul Hamid Street,
6th Floor Room No. 6C,
Balaji Towers, Kolkata-700 069

By Order of the Board
For Kaizen Agro Infrabuild Limited

Dated: August 20, 2026
Place : Kolkata

Priyanka Jain
(***Company Secretary & Compliance Officer***)
Mem No. A32487

Annexure – A

ANNEXURE TO NOTICE

Details of the Directors Seeking Appointment / Re-Appointment in Forthcoming Annual General Meeting. (In pursuance of Regulation 36 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Name of the Director	Mr. Pawan Kumar Jhunjhunwala	Mrs. Deepa Garg
Date of Birth	15/08/1971	28/08/1987
Date of Appointment	30/12/2022	29/06/2026
Qualification	Higher Secondary & B.com	CS from ICSI, MBA
Expertise in specific functional areas	Mr. Pawan Kumar Jhunjhunwala aged about 51 years is Graduate and is having Business management, managerial and administrative experience. He has a good sense of knowledge & understanding in the development of Business and operational strategy of the Company.	Mrs. Deepa Garg a qualified Company Secretary from ICSI. She has a work experience in diversified areas including Corporate Laws, Corporate Governance, Tax, and amongst other services across a wide range of industries.
List of other Companies in which Directorship held	Nil	CONSECUTIVE COMMODITIES LIMITED PATBACK BUSINESS LIMITED AAR SHYAM INDIA INVESTMENT COMPANY LIMITED JULIEN AGRO INFRATECH LIMITED
Chairman / Member of the Committees of the Board of other Companies on which she is a director	Nil	Nil
No. of Equity Shares held in the Company	Nil	Nil

Details of the Directors Seeking Appointment / Re-Appointment in Forthcoming Annual General Meeting. (In pursuance of Regulation 36 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Name of the Director	Mrs. Meenu Jain	Mrs. Reema Magotra
Date of Birth	13/05/1986	03/05/1982
Date of Appointment	29/06/2026	29/06/2026
Qualification	CS, LL.B., B.Com	B.com (Graduated)
Expertise in specific functional areas	Mrs. Meenu Jain is a qualified Company Secretary from ICSI. She has a work experience in diversified areas and complies with financial and legal requirements, and maintain high standards of corporate governance.	Mrs. Reema Magotra has a work experience in diversified areas and complies with financial and legal requirements, and maintain high standards of corporate governance.
List of other Companies in which Directorship held	GIKEN SEIKI INDUSTRIES LIMITED SESHACHAL TECHNOLOGIES LIMITED SRU STEELS LIMITED PERVASIVE COMMODITIES LIMITED JULIEN AGRO INFRATECH LIMITED	ALSTONE TEXTILES (INDIA) LIMITED CONSECUTIVE COMMODITIES LIMITED QUASAR INDIA LIMITED MIHIKA INDUSTRIES LTD. PRESSURE SENSITIVE SYSTEMS (INDIA) LIMITED
Chairman / Member of the Committees of the Board of other Companies on which she is a director	Nil	Nil
No. of Equity Shares held in the Company	Nil	Nil