Clara
Industries Limited

September 07, 2026

To, Compliance Relatioship Deartment,
BSE Limited Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001

Ref: Scrip Code – 543435
Sub: Notice of 5th Annual General Meeting of the members of the Company

Dear Sir/Madam,

This is with reference to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements)Regulations, 2015 ("SEBI Listing Regulations") (as amended) read with Schedule III of the SEBI Listing Regulations, the 5th Annual General Meeting of the Company ("AGM") is scheduled to be held on Tuesday ,29th September, 2026 at 4:00 P.M. at Unit no.3, Khasra No.219, Village Padli Khushalpur, Dehradun Road Teshiland District Saharanpur UP 247001 IN, to transact the businesses set out in the notice of the said meeting.

Please take the above information on record.

Kindly acknowledge the receipt of the same.

Thanking you,

Yours faithfully,
For Clara Industries Limited

POOJA Digitally signed by POOJA Date: 2026.09.07 23:27:35 +05'30'

Ms. Pooja
(Company Secretary & Compliance Officer)
M.No.- A36167

NOTICE

NOTICE is hereby given that the 5th Annual General Meeting of the Members of Clara Industries Limited will be held on Tuesday 29th September, 2026 at 4:00 p.m. at Unit no.3, Khasra No.219, Village Padli Khushalpur, Dehradun Road Tehsil and District Saharanpur UP 247001 IN , to transact the following businesses: -

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2026, including the Audited Balance Sheet as at 31st March, 2026, the Statement of Profit and Loss for the financial year ended on that date and the reports of the Board of Directors ("the Board") and Auditors thereon.

2. Re-appointment of Statutory Auditors

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

"**RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013, and the rules made thereunder, and other applicable laws, regulations and guidelines, M/s Jay Gupta and Associates, Chartered Accountants, FRN: 329001E, be and are hereby re-appointed as the Statutory Auditors of the Company to hold office for a term of five consecutive financial years commencing from the financial year 2026-27 and ending with the financial year 2030-31, at such remuneration as may be determined by the Board of Directors of the Company in consultation with the Statutory Auditors."

SPECIAL BUSINESS:

3. Re-appointment of Mrs. Parry Kukreja (DIN: 06649401) as Managing Director

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

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, consent of the members of the Company be and is hereby accorded to re-appoint Mr. Parry Kukreja (DIN: 06649401) as Managing Director of the Company, with effect from September 29, 2026, on the terms and conditions including remuneration as approved by the Board.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters, and things, including filing mandatory statutory forms with the Registrar of Companies, Uttar Pradesh, and making necessary stock exchange disclosures, as may be required to give full effect to this resolution."

4. Appointment of Ms. Geeta Rani as an Independent Non- Executive Director

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Ms. Geeta Rani (DIN: 11286865), who has submitted a declaration that she meets the criteria for independence provided under Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Non-executive Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years.

5. Appointment of Ms. Noor Kukreja as a Non-Executive Director and Chairperson

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

"**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Ms. Noor Kukreja (DIN: 10869211), who has provided her consent to act as a Director, be and is hereby appointed as a Non-Executive Director and Chairperson of the Company."

6. To take note of the appointment of Secretarial Auditor

To take note of the appointment of M/s Verma Ashish & Company, Practicing Company Secretaries, as the Secretarial Auditor of the Company for a term of five consecutive financial years commencing from the financial year 2025-26 and ending with the financial year 2029-30.

"RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to finalize the terms of appointment, revise remuneration as may be deemed appropriate, and to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution."

Registered Office:
127/1,Gram Simbhalka, Junardar
Paragna, Tehsil and District Saharanpur
Uttar Pradesh-247001

By order of the Board of Directors
For Clara Industries Limited

Sd/-
Parry Kukreja
Managing Director
DIN: 06649401

Place : Saharanpur
Date : September 07 , 2026

NOTES

1. A Member entitled to attend and vote at 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 a proxy must be deposited with the Company at its Registered Office, not less than 48 hours before the commencement of the Meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution/authority, as applicable. Pursuant to Section 105 of the Companies Act, 2013, a person can act as a proxy, on behalf of not more than fifty members, holding in aggregate not more than ten percent of the total share capital of the Company, carrying voting rights. Members holding more than ten percent of the total share capital of the Company, carrying voting rights may appoint a single person as a proxy, who shall not act as a proxy for any other Member. Attendance Slip, Proxy Form and the Route Map along with a prominent landmark of the venue of the Meeting are annexed with this Annual Report.

2. The Statement pursuant to Section 102 of the Companies Act 2013 (Act), setting out the material facts concerning Item Nos. 2 to 5 set out above is enclosed along with the details under Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and clause 1.2.5 of the Secretarial Standard -2] in respect of directors proposed to be appointed/re-appointed at the Annual General Meeting is annexed hereto.

3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members would be entitled to inspect proxies lodged, at any time during the business hours 3 of the Company, provided not less than 3 days written notice is given to the Company.

4. Members/Proxies attending the Meeting must carry with them, duly signed and stamped Attendance Slip and deposit it at the entrance of the venue of the Meeting. Members are also requested to carry their copy of the Annual Report of the Company, to the Meeting.

5. The Register of Members and Transfer Books of the Company will remain closed from Wednesday, the 23rd day of September, 2026 to Tuesday, the 29th day of September, 2026 (both days inclusive) for the purpose of the Annual General Meeting.

6. Corporate Members intending to send their authorised representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.

7. The notice is being sent to all members, whose names appear on the Register of Members/List of beneficial owners.

8. In case shares are jointly held, this form should be completed and signed (as per the specimen signature registered with the company) by the first named member and in his/her absence, by the next named member.

9. Copy of relevant documents referred to in this notice are open for inspection at the registered office of the Company at all working days, except holidays between 11.00 A.M to 2.00 P.M upto the date of declaration of the results.

10. 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.

11. Members are requested to intimate change in their address immediately to M/s. Bigshare Services Private Limited, the Company's Registrar and Share Transfer Agents, at their office at 302, Kusal bazar, Nehru Place, New Delhi, Delhi 110019.

12. Pursuant to SEBI Circular, the Shareholders holding shares in physical form are requested to submit a self attested copy of PAN at the time of sending their request for share transfer/transmission of name/transposition of name.

13. Members holding shares in physical form in the same set of names under different folios are requested to apply for consolidation of such folios along with relevant Share Certificates to M/s. Bigshare Services Private Limited, Registrar and Share Transfer Agents of the Company, at their address given above.

14. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their Folio number in the attendance slip for attending the meeting. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

15. For members who have not registered their email address, physical copies of the Notice of the 5th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode. Members may also note that Notice of 5th Annual General Meeting and Annual report for 2025-26 will be available on company's website: www.clara.co.in for their download.

16. Members who have not registered their email addresses so far are requested to register their e-mail address for receiving all communications including annual report, notices, circulars etc. from the company electronically.

17. M/s. Verma Ashish & Co. (Proprietor Mr. Ashish Verma) Practicing Company Secretary, (C.P No. 22530) has been appointed as the Scrutinizer to scrutinize voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 2 days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

18. Since Ballot form is provided to the members pursuant to the provisions of section 108 of the companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, voting by show of hands are not allowed.

19. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM.

20. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.clara.co.in. The same will be communicated to the stock exchanges where the company shares are listed viz. The Bombay Stock Exchange.

Registered Office:
127/1,Gram Simbhalka, Junardar
Paragna, Tehsil and District Saharanpur
Uttar Pradesh-247001

By order of the Board of Directors
For Clara Industries Limited

Sd/-
Parry Kukreja
Managing Director
DIN: 06649401

Place : Saharanpur
Date : September 07 , 2026

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS

Pursuant to Section 102 of the Companies Act, 2013 ("the Act"):

ITEM NO: 2

TO APPROVE THE RE-APPOINTMENT OF STATUTORY AUDITORS

The Members are informed that M/s Jay Gupta and Associates, Chartered Accountants, FRN: 329001E, are proposed to be re-appointed as the Statutory Auditors of the Company for a term of five consecutive financial years commencing from the financial year 2026-27 and ending with the financial year 2030-31, in accordance with the applicable provisions of the Companies Act, 2013.

The Board of Directors, based on the recommendation of the Audit Committee, where applicable, has considered their re-appointment and is of the view that their continued association would be in the best interests of the Company. The Auditors have confirmed their eligibility and willingness to continue as Statutory Auditors of the Company.

The Board recommends the resolution set out at Item No. 2 for approval of the Members by way of an Ordinary Resolution.

None of the Directors, Key Managerial Personnel or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO: 3

TO APPROVE THE RE-APPOINTMENT OF MRS. PARRY KUKREJA AS MANAGING DIRECTOR

The Board of Directors of the Company, subject to the approval of the Members, has recommended the re-appointment of Mr. Parry Kukreja (DIN: 06649401) as Managing Director of the Company.

Mr. Parry Kukreja has submitted the requisite declaration confirming that he fulfills the criteria for appointment as prescribed under Section 196, 197, 203 read with Schedule V of the Companies Act, 2013 and applicable rules thereunder, and is eligible for re-appointment as Managing Director of the Company.

In the opinion of the Board, Mr. Parry Kukreja fulfills the conditions specified under the Companies Act, 2013 and the applicable SEBI Listing Regulations for re-appointment as Managing Director.

The Board considers that his re-appointment as Managing Director would be in the best interests of the Company and recommends his re-appointment for a term of 5 (five) consecutive years with effect from September 29, 2026

ITEM NO: 4

TO APPROVE THE APPOINTMENT OF MS. GEETA RANI AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board of Directors of the Company, subject to the approval of the Members, has recommended the appointment of Ms. Geeta Rani (DIN: 11286865) as an Independent Director of the Company.

Ms. Geeta Rani has submitted the requisite declaration confirming that she meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and is eligible for appointment as an Independent Director of the Company.

In the opinion of the Board, Ms. Geeta Rani fulfils the conditions specified under the Companies Act, 2013 and the applicable rules made thereunder for appointment as an Independent Director and is independent of the management of the Company.

The Board considers that her appointment as an Independent Director would be in the best interests of the Company and recommends her appointment for a term of 5 (five) consecutive years, not liable to retire by rotation.

Except Ms. Geeta Sharma, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 4 for approval by the Members.

ITEM NO: 5

TO APPROVE THE APPOINTMENT OF MS. NOOR KUKREJA AS A NON-EXECUTIVE DIRECTOR AND CHAIRPERSON

The Board of Directors proposes the appointment of Ms. Noor Kukreja (DIN: 10869211) as a Non-Executive Director and Chairperson of the Company, pursuant to the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

Ms. Noor Kukreja has given her consent to act as a Director and has confirmed that she is eligible for appointment in accordance with the applicable provisions of the Companies Act, 2013. The Board is of the view that her appointment as a Non-Executive Director and Chairperson will be beneficial to the Company.

Ms. Noor Kukreja is the daughter of Mrs. Parry Kukreja, Managing Director of the Company, and Mr. Nikhil Kukreja, Executive Director of the Company. Accordingly, Ms. Noor Kukreja is concerned or interested in the proposed resolution and Mrs. Parry Kukreja and Mr. Nikhil Kukreja, being her relatives, are also concerned or interested in the proposed resolution.

Except for Ms. Noor Kukreja, Mrs. Parry Kukreja and Mr. Nikhil Kukreja, none of the other Directors, Key Managerial Personnel of the Company and their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the Ordinary Resolution set out at Item No. 5 for approval by the Members.

CLARA INDUSTRIES LIMITED
CIN: L25209UP2021PLC151537
127/1 Gram Simbhalka Junardar, Paragna, Teshil and District Saharanpur UP 247001 IN

5th ANNUAL GENERAL MEETING

ATTENDANCE SLIP

(Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the Company.)

DP Id*		Client Id*	
Regd. Folio No.		No. of Shares	

*Applicable for shares held in electronic form

Name(s) and address of the shareholder / Proxy in full: ____________________

I/we hereby record my/our presence at the 4th Annual General Meeting of the Company being held on Tuesday, 29th September, 2026 at 4:00 P.M.. at Clara Industries Limited Unit No.3 Khasra No. 219, Padli Khushalpur, Dehradun Road Saharanpur.

Please (✔) in the box

MEMBER ☐ PROXY ☐

____
Signature of Shareholder / Proxy

FORM NO. MGT-11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies Management and Administration) Rules, 2014

CIN: L25209UP2021PLC151537

Name of the Company: CLARA INDUSTRIES LIMITED

Registered Office: 127/1 Gram Simbhalka Junardar, Paragna, Teshil and District Saharanpur, UP, 247001 IN

Name of the member(s):	
Registered Address:	
E-mail Id:	
Folio No. / Client Id:	
DP Id:	

I/ We, being the member(s) of ………………… shares of the above named Company, hereby appoint

1. Name:
   Address:
   E-mail Id:
   Signature:____________________ or failing him/her

2. Name:
   Address:
   E-mail Id:
   Signature:____________________ or failing him/her

3. Name:
   Address:
   E-mail Id:
   Signature:____________________ or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 5th Annual General Meeting of the Company, to be held on Tuesday, 29th September, 2026 at 4:00 P.M.. at Clara Industries Limited Unit No.3 Khasra No. 219, Padli Khushalpur, Dehradun Road, Saharanpur and at any adjournment thereof in respect of such resolutions as are indicated on the following page:

Item No.	Description of Resolutions
	ORDINARY BUSINESS:
1	To adopt the Audited Balance Sheet of the Company for the Financial Year ended 31st March, 2026 together with the Report of the Board of Directors and Auditors thereon.
2	To Approve the Re-Appointment of Statutory Auditors
	SPECIAL BUSINESS:
3	To Approve the Re-Appointment of Mrs. Parry Kukreja as Managing Director
4	To Approve the Appointment of Ms. Geeta Rani as An Independent Director
5	To Approve the Appointment of Ms. Noor Kukreja as A Non-Executive Director and Chairperson
6	To take note of the Appointment of Secretarial Auditor

Signed this ………. day of ………………………….. 2026

Signature of shareholder(s)

Signature of Proxy holder(s)

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

2. Any alteration or correction made to this Proxy form must be initialed by the signatory/ signatories.

FORM NO. MGT-12

POLLING PAPER

[Pursuant to Section 109(5) of the Companies Act, 2013 and Rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

Sr. No.	Particulars	Details
1	Name and Registered Address of the Sole / First named Shareholders	
2	Name(s) of the Joint Holder(s), (if any)	
3	Registered Folio Number / DP ID No.* * (Applicable to Investors holding shares in dematerialized Form)	
4	Number of Share(s) held	

I / We hereby exercise my / our votes in respect of the Resolutions set out in the Notice dated 07th September, 2026 as set out below to be passed by the means of Ballot by giving my / our assent or dissent to the said Resolutions by placing the tick (✔️) mark at the appropriate boxes below (tick in the both boxes will render the ballot invalid).

Sr. No.	Particulars	Type of Resolution	No. of Shares	(FOR) I / We assent to the Resolution	(AGAINST) I / We dissent to the Resolution
1	To adopt the Audited Balance Sheet of the Company for the Financial Year ended 31st March, 2026 together with the Report of the Board of Directors and Auditors thereon.	Ordinary			
2	To Approve the Re-Appointment of Statutory Auditors	Ordinary			
3	To Approve the Re-Appointment of Mrs. Parry Kukreja as Managing Director	Special			
4	To Approve the Appointment of Ms. Geeta Rani as An Independent Director	Special			
5	To Approve the Appointment of Ms. Noor Kukreja as A Non-Executive Director and Chairperson	Special			
6	To take note of the Appointment of Secretarial Auditor	Special			

Place: Saharanpur
Date: (Signature of Shareholder)

ROUTE MAP OF THE VENUE OF THE 5TH ANNUAL GENERAL MEETING

CLARA INDUSTRIES LIMITED

UNIT NO.3, KHASRA NO. 219, PADLI KHUSHALPUR, DEHRADUN ROAD SAHARANPUR-247001