



KATARE SPINNING MILLS LIMITED

"KATARE COMPLEX", 14/30, RAVIWAR PETH,
2nd WING, GROUND FLOOR, GANDHI NAGAR,
AKKALKOT ROAD, SOLAPUR- 413 005
MILL - "KAMALA NAGAR", TAMALWADI. Tal. TULJAPUR.
OFFICE : 0217-2376555
Email : katarespinningmills@gmail.com
CIN : L17119PN1980PLC022962

Ref/KSM/34/2026-27

31st August, 2026

To,
The Compliance Officers,
Bombay Stock Exchange Limited
Floor 25, P.J. Tower, Dalal Street,
Mumbai- 400 001

BSE Scrip Code- 502933

Sub:- Submission of Notice of 46thAGM of the Company and E-voting Information under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Madam/Sir,

Pursuant to Regulations 30 other applicable regulations of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we are submitting herewith the following documents.

Notice of 46thAnnual General Meeting of the Company to be held on Saturday, September 26, 2026 at 11.00 a.m. (I.S.T.) at 14/30 Ground Floor, B Wing, Katare Complex, Gandhinagar, Bl. No. 10 Solapur, MH- 413006.

Please be informed that the Company is providing e-voting facility to its shareholders in respect of resolutions to be passed at the AGM. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) as the authorized agency to provide remote e-voting facility. The remote e-voting facility shall be kept open from Wednesday, September 23, 2026 at 9:00 am to Friday, September 25, 2026 at 5:00 pm for shareholders to cast their votes electronically. The cut-off date for voting (including remote e-voting) shall be Friday, September 18, 2026. The detailed instructions with respect to voting have been mentioned in the Notice of AGM.



The Annual Report together with the Notice of the AGM can also be accessed from the websites of the Company www.katarespinningmills.com, Stock Exchanges i.e. BSE Limited at www.bseindia.com respectively.

This is for your Kind information and records.

Thanking You
Yours faithfully,

FOR KATARE SPINNING MILLS LIMITED



KISHORE KATARE
MANAGING DIRECTOR
(DIN- 00645013)

14/30 Ground Floor, B Wing, Katare Complex,
Gandhinagar, Bl. No. 10 Solapur MH- 413006

KATARE SPINNING MILLS LIMITED

CIN- L17119PN1980PLC022962

46TH ANNUAL REPORT FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2026

CORPORATE INFORMATION

BOARD OF DIRECTORS

<i>Name of Director</i>	<i>Designation</i>
Mr. Kishore T Katare	Managing Director
Mrs. Vidyavati K Katare	Director
Mr. Umakant Mahindrakar	Director
Mr. Yadgiri Narayan Konda	Independent Director
Mr. Vilas Ramakant Shendge	Independent Director

CHIEF FINANCIAL OFFICER

Mr. Kamal Kishore Katare

COMPANY SECRETARY & COMPLIANCE OFFICER

Mrs. Bhagyashree Rawani

REGISTERED OFFICE

14/30 Ground Floor, B Wing, Katare Complex,
Gandhinagar, Bl. No. 10, Akkalkot Road, Solapur MH- 413006

Divisions of the Company-

SPINNING MILL

382, Kamalanagar, Tamalwadi – 413 601

Tal: Tuljapur- Dist. Osmanabad

SOLAR POWER PROJECT

381, Kamalanagar, Tamalwadi – 413 601

Tal: Tuljapur- Dist. Osmanabad

STATUTORY AUDITORS

G M Pawle and Associates

Ganesh Pawle

Chartered Accountants

Ganesh Complex, Ground Floor, 276, Sakhar Peth,

Near Laxmi Co-op Bank, Solapur- 413005

SECRETARIAL AUDITORS

M/s. Chetan Kumbhojkar,

Practicing Company Secretaries

Plot No.6B, 01st Floor, Shree Renuka Revenue Colony,

Near Sane Guruji Smarak, Sinhgad Road, Pune- 411030

BANKERS

Kamala Co-Op. Bank Ltd.

Main Branch, Solapur – 413 006.

REGISTRAR & SHARE TRANSFER AGENTS

MUFG Intime India Pvt. Ltd.

(Formerly known as Link Intime India Private Limited),

Akshay Complex, Block No. 202, 2nd Floor,

Opp. Dhole Patil Road,

Pune – 411 001

E-mail: rnt.helpdesk@in.mpms.mufig.com

DATE, TIME AND VENUE OF AGM

46th Annual General Meeting

Saturday, 26th September, 2026

11.00 a.m. (I.S.T.)

At: 14/30 Ground Floor, B Wing, Katare Complex,

Gandhinagar, Solapur MH- 413006.

Remote e-voting Period:

From 9.00 a.m. on Wednesday, 23rd September, 2026

Till 5.00 p.m. on Friday, 25th September, 2026

CHAIRMAN'S SPEECH

Dear Shareholders,

It gives me immense pleasure to write to you and present the Annual Report of KATARE SPINNING MILLS LIMITED for the Financial Year 2025-26.

Global Economic Overview:

The global economy in FY 2025-26 has continued to navigate through a dynamic landscape characterized by both emerging opportunities and persistent challenges. While advanced economies have demonstrated moderate yet steady growth, emerging markets have contended with cross-currents, including inflationary pressures, interest rate adjustments, and global supply chain realignments. Geopolitical tensions in various regions have introduced continued volatility into international trade and investment flows. Despite this demanding environment, avenues for sustainable growth have remained resilient, particularly across industries anchored in technological advancement, energy transition, and sustainable manufacturing practices.

Indian Economic Landscape:

India's economy stands out as a beacon of stability, resilience, and robust growth amidst widespread global uncertainties. The nation's steady GDP growth rate—projected around 6.5% to 7.0%—is a testament to strong macroeconomic fundamentals, healthy domestic demand, and disciplined fiscal policies. The Government of India's continued emphasis on world-class infrastructure development, digital public infrastructure, and structural reforms has laid an enduring foundation for long-term expansion. The agricultural sector has demonstrated notable stability, while the domestic manufacturing sector—strengthened by the 'Make in India' initiative—has achieved significant qualitative and quantitative progress. Concurrently, the renewable energy sector has solidified its position as a primary driver of India's economic and environmental transformation, supported by visionary policy frameworks and substantial capital inflows.

Cotton Yarn Industry:

The cotton yarn industry constitutes a vital and indispensable component of the global textile value chain, serving as the core building block for fabric production across an extensive array of industrial, commercial, and apparel applications. Globally, the cotton yarn market has exhibited strong structural resilience, underpinned by steady demand across key textile manufacturing hubs in Asia, Europe, and North America. While raw material price volatility, logistics costs, and shifting trade regulations have presented intermittent headwinds, the industry has sustained an upward trajectory. Ongoing technological modernization in spinning and weaving has substantially enhanced production efficiency, yarn quality, and specialized product offerings, directly meeting the sophisticated demands of the modern apparel and home textile sectors.

In India, the cotton yarn sector is a cornerstone of the broader textile ecosystem, playing a pivotal role in generating substantial foreign exchange earnings and widespread employment. As one of the world's foremost producers and exporters of cotton yarn, India commands a comprehensive, integrated supply chain extending from farm-level cotton cultivation to advanced yarn processing. The domestic industry has derived significant momentum from progressive government interventions, notably the Production Linked Incentive (PLI) scheme and historical modernization frameworks like the Technology Upgradation Fund Scheme (TUFS). These policy enablers have catalysed capital deployment toward facility modernization, resource-efficient machinery, and the adoption of eco-friendly, sustainable manufacturing standards.

Solar Energy Industry:

The global solar energy sector is witnessing transformative momentum, propelled by the critical imperative to decarbonize economies and combat climate change. Driven by technological breakthroughs that have enhanced

photovoltaic efficiency while driving down levelized costs of electricity, solar power has firmly established itself as one of the most viable, scalable, and economically competitive alternatives to conventional fossil fuels. The sector continues to attract major capital investments worldwide, supported by conducive regulatory mandates, green financing mechanisms, and an accelerating global consensus on sustainability.

Domestically, solar power is at the forefront of India's renewable energy and climate strategy. The nation has established ambitious milestones, targeting 280 GW of installed solar energy capacity by 2030. Flagship programs, including the National Solar Mission and favorable state-level power policies, have created a highly supportive ecosystem for capacity additions. Benefiting from high solar insolation levels and broad geographic expanses, India continues to strengthen its leadership role in the global clean energy transition.

Future Outlook

As we look ahead, we remain cautiously optimistic about the future. The cotton yarn market is expected to grow steadily, driven by increasing demand from the textile industry. We will continue to invest in state-of-the-art technology and sustainable practices to maintain our competitive edge. In the solar energy sector, we anticipate exponential growth as global and domestic demand for clean energy rises. We are committed to expanding our solar footprint and exploring new business opportunities in the renewable energy space.

Revenue from operations was stood at Rs. 36,303/- (in thousand) as compared to last year's income of Rs. 53,642/- (in thousand). During the reporting period under review, the Company has incurred a net Loss of Rs. 21,643/- (in thousand) as compared to last year's net loss of Rs. 17,304/- (in thousand). Now Company has accommodated with changes and has a vision of growing manifold in upcoming financial year.

Acknowledgements:

In conclusion, on behalf of the Board of Directors, I extend my profound gratitude to our valued shareholders, esteemed customers, financial institutions, suppliers, and business associates for their steadfast confidence, guidance, and support. I would also like to place on record our sincere appreciation for the hard work, loyalty, and commitment demonstrated by our employees across all operational levels.

Thank you for your continued partnership as we work collaboratively toward sustainable growth and long-term success for Katare Spinning Mills Limited.

Best Regards,

KATARE SPINNING MILLS LIMITED

SD/-

KISHORE KATARE
MANAGING DIRECTOR
(DIN- 00645013)

Add: 14/30 Ground Floor, B Wing, Katare complex,
Gandhinagar, Bl. No. 10 Solapur 413006

SR. NO.	CONTENTS	PAGE NO.
1	Notice of AGM	08
2	Director's Report	39
3	Management's Discussion and Analysis Report	66
4	Corporate Governance Report	80
5	Secretarial Auditor's Report	91
6	Financial Statements	109

NOTICE OF 46TH ANNUAL GENERAL MEETING

Notice is hereby given that 46th Annual General Meeting of the Members of the Company will be held on Saturday, 26th September, 2026 at 11.00 a.m. (I.S.T.) at 14/30 Ground Floor, B Wing, Katare Complex, Gandhinagar, Bl. No. 10, Solapur MH- 413006 to transact, the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2026 and Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and the Auditors of the Company.
2. To re-appoint Mr. Umakant Mahindrakar (DIN: 01233305), who retires by rotation and being eligible, seeks re-appointment.

“RESOLVED THAT, pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Umakant Mahindrakar (DIN: 01233305), who retires by rotation at this meeting and being eligible offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

3. Appointment of M/s. Hiremath Patil Udgiri and Associates, Chartered Accountants (FR. No. 129856W, M. No. 131259 and Peer Review No. 024697) as the Statutory Auditors of the Company.

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

“RESOLVED THAT, pursuant to the provisions of Sections 139(1), 141, 142 and other applicable provisions, if any, of the Act read with the Audit Rules and the applicable provisions of the SEBI Listing Regulations (including any

statutory modification(s) or re-enactment(s) thereof for the time being in force), and based on the recommendation of the Audit Committee and the Board of Directors, the consent of the members of the Company be and is hereby accorded for the appointment of M/s. Hiremath Patil Udgiri and Associates, Chartered Accountants (FR. No. 129856W, M. No. 131259 and Peer Review No. 024697), as the Statutory Auditors of the Company for a term of 5 (five) consecutive years effective from the conclusion of this Annual General Meeting (“AGM”) till the conclusion of the 51st AGM of the Company to be held in the year 2031, at such remuneration plus applicable taxes, and out of pocket expenses as may be recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.

RESOLVED FURTHER THAT any of the Directors and the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution, including but not limited to filing the necessary forms, returns and documents with the Registrar of Companies, Stock Exchanges and other statutory/regulatory authorities and to settle any questions, difficulties or doubts that may arise in this regard.”

SPECIAL BUSINESS:

4. Appointment of M/s. Hiremath Patil Udgiri and Associates, Chartered Accountants (FR. No. 129856W, M. No. 131259 and Peer Review No. 024697) as the Statutory Auditors of the Company to fill the casual vacancy.

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

“RESOLVED THAT pursuant to the provisions of Sections 139(8), 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and based on the recommendation of the Audit Committee and the Board of Directors the consent of the Members be

and is hereby accorded for the appointment of M/s. Hiremath Patil Udgiri and Associates, Chartered Accountants (FR. No. 129856W, M. No. 131259 and Peer Review No. 024697), as the Statutory Auditors of the Company with effect from 21st August 2026, to fill the casual vacancy caused by the resignation of M/s. G M Pawle and Associates, Chartered Accountants (Firm Registration No. 160253W and Membership No. 032561) to hold office until the conclusion of this 46th Annual General Meeting, at such remuneration plus applicable taxes, and out of pocket expenses as may be recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.

RESOLVED FURTHER THAT any of the Directors and the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution, including but not limited to filing the necessary forms, returns and documents with the Registrar of Companies, Stock Exchanges and other statutory/regulatory authorities and to settle any questions, difficulties or doubts that may arise in this regard.”

5. Additions in Main Objects Clause of Memorandum of Association of the Company.

To consider and if thought fit to pass the following resolution as **special resolution**:

“RESOLVED THAT, pursuant to provisions of Section 13 of the Companies Act, 2013 (the Act) and other applicable provisions of the Act, the main object clause of the Memorandum of Association of the Company shall be altered and amended as required for the purpose of carrying on the business of the Company.”

“RESOLVED FURTHER THAT following clauses shall be added after Clause 3 of existing Main Object clause:

4. To carry on the business of manufacturing, designing, assembling, importing, exporting, trading, installing, commissioning, operating and maintaining Battery Energy Storage Systems (“BESS”), including lithium-ion and other advanced chemistry battery cells and battery packs, energy storage solutions, solar energy storage systems, grid-scale energy storage systems, micro-grid solutions, UPS and inverter systems, and to provide energy management services, power backup solutions and related services for commercial, industrial, residential, event and institutional customers; and to enter into technical collaboration, joint venture, technology transfer, licensing and strategic alliance arrangements with Indian and foreign companies for manufacturing, assembly, research and development, and servicing of BESS and other related energy storage technologies.

5. To act as a system integrator, EPC contractor and authorized service provider for setting up BESS-based captive power systems, industrial micro-grids and hybrid energy solutions; and to undertake research and development, testing, certification and manufacturing of components and systems including battery packs, Battery Management Systems (“BMS”), Power Conversion Systems (“PCS”), panels, enclosures and other allied components for BESS and related energy storage applications, and to do all such acts, deeds and things as may be necessary, incidental or conducive to the attainment of the aforesaid objects.

RESOLVED FURTHER THAT, any Director or Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and things, as may be necessary to give effect to the resolution.”

6. Continuation of Mr. Kishore T. Katare (DIN 00645013), as Chairman and Managing Director of the Company after attaining the age of 70 years.

To consider and if thought fit to pass the following resolution as **special resolution:**

“RESOLVED THAT pursuant to the provisions of Section 196(3)(a) and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), read with Schedule V to the Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable provisions of the Act and the rules made thereunder, and subject to such approvals, permissions and sanctions as may be required, approval of the Members of the Company be and is hereby accorded for the continuation of Mr. Kishore T. Katare (DIN 00645013) as Chairman and Managing Director of the Company after attaining the age of 70 years, for the remaining period of his existing tenure of appointment, i.e. up to 30th June 2028, on the existing terms and conditions of his appointment and without any remuneration.

RESOLVED FURTHER THAT the continuation of Mr. Kishore T. Katare (DIN 00645013) as Chairman and Managing Director after attaining the age of 70 years shall be in the interest of the Company, considering his extensive experience, leadership, industry knowledge, valuable contribution and continued guidance in the management and affairs of the Company.

RESOLVED FURTHER THAT, the Board of Directors of the Company, including any Committee thereof and/or the Company Secretary, be and are hereby authorised to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

Best Regards,

KATARE SPINNING MILLS LIMITED

SD/-

KISHORE KATARE

MANAGING DIRECTOR

(DIN- 00645013)

Add: 14/30 Ground Floor, B Wing, Katare complex,
Gandhinagar, Bl. No. 10 Solapur 413006

Place: Solapur

Date: 21th August, 2026

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. The proxy as per the format given in Annual Report should be duly filed, stamped, signed and received by the Company at its Registered Office not less than 48 hours before the time for holding the meeting.
3. Member/proxies should bring duly-filed Attendance Slips sent herewith to attend the meeting.
4. Members / proxies are requested to bring their attendance slip duly filled in and also, bring their copy of the Annual report for the meeting. The proxy shall not have the right to speak at such meeting and shall not be entitled to vote except on a poll.
5. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the business under Item No. 2,3,4,5 and 6 of the Notice, is annexed hereto. The profile of the Director seeking re-appointment, as required in terms of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed.
6. Corporate Members intending to send their authorized representatives to attend the AGM are requested to send a duly certified copy of their Board Resolution/Authority letter authorizing their representatives to attend and vote at the AGM.

7. The Register of Members and the Transfer Books of the Company will be closed from 19th September, 2026 to 26th September, 2026 (both days are inclusive).
8. Members are requested to notify the changes in their Address, Bank Details, e-mail etc. if any, to the Company, Registrar and Transfer Agents. Shareholders should quote their folio numbers/DP ID in all their correspondence with the Company and the Registrar and Transfer agents.
9. As per Securities and Exchange Board of India (SEBI) notification, submission of Permanent Account Number (PAN) is compulsorily required for participating in the securities market, deletion of name of deceased share holder or transmission/transposition of shares. Members holding shares in dematerialized mode are requested to submit their PAN details to the Depository Participant, Whereas Members holding shares in physical form are requested to submit their PAN details to the Company, Registrars and Transfer Agents and also requested to convert the same shares in Demat as the physical shares will not be transfer or sell after 31st March, 2019 as per SEBI's deadline.
10. The Company has de-materialized its equity shares to CDSL and NSDL and Company's ISIN Number is INE498G01015. Members who have shares in physical form, are requested to de-materialize their shares.
11. 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.
12. Members who hold the shares in electronic form, are requested to intimate details regarding change of address, etc. to the Depository Participants, where they have their Demat accounts.
13. Members may avail of the facility of dematerialization by opening Demat accounts with the Depository Participants of either National Securities Depository Limited or Central Depository Services (India) Limited and get equity share certificates held by them in dematerialized.

14. Members, who hold shares in electronic form, are requested to bring their Client Id and DP Id for easy Identification.
15. The Notice of the AGM along with the Annual Report of FY 2025-26 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register the same with Link Intime India Private Limited/Depositories.
16. Since the securities of the Company are compulsorily tradable in electronic form, to ensure better investor service and elimination of risk of holding securities in physical form, it is requested that the members holding shares in physical form to get their shares in dematerialization at the earliest.
17. In case members wish to ask any information about accounts or operations of the Company, they are requested to send their queries in writing at least 10 days before the date of the meeting, so that the information can be made available at the time of the meeting.
18. **Members having multiple folios are requested to intimate to the Company such folios to enable the Company to consolidate all shareholdings into one folio.**
19. Pursuant to the provisions of Section 108 of the Companies Act, 2013 and the Companies (Management and Administrations) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements), 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by MUFG Intime India Pvt. Ltd., on all the resolutions set forth in this Notice.
20. Members will not be distributed any kind of Gift, Complement or any kinds of such nature at venue of the Annual General Meeting.

21. Route Map showing directions to reach to the venue of the 46th AGM is given at the end of this Notice as per the requirement of the Secretarial Standards-2 on “General Meeting.”
22. The Register of Directors and Key Managerial Personnel and their shareholding under Section 170 and 171 and Register of Contracts or arrangements maintained under Section 189 of the Companies Act, 2013 and all documents as mentioned in the resolutions and/or explanatory statements will be available for inspection by the members at the registered office of the Company.
23. **Green Initiative in the Corporate Governance– Registration of email address.**

The Members are requested to register email address with the Depository Participant / The Registrar and Share Transfer Agent of the Company, i.e. MUFG Intime India Pvt. Ltd. (Formerly known as Link Intime India Private Limited), as the case may be, for service of documents.

Information and other instructions relating to e-voting are as under:-

- a. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

- b. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.Katarespinningmills.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.
- c. The facility for voting through ballot paper shall also be made available at the AGM to the members attending the meeting. The members, who have not cast their vote by remote e-voting, shall be able to exercise their right to vote at the meeting through ballot paper.
- d. Members can also exercise their voting rights through ballot form annexed with the Notice and the duly filled and signed ballot form be sent to the scrutinizer, Mr. G. N. Pawar, Solapur at the registered office of the Company or to his Email Id gnpawar@gmail.com, so as to reach by 5.00 P.M. on 25th September, 2026.
- e. The detailed instructions for voting through Ballot paper is annexed herewith separately.
- f. The Members, who have cast their vote by remote e-voting prior to the AGM, they can attend the AGM but shall not be entitled to cast their vote again.
- g. The remote e-voting period commences on 23rd September, 2026 (9.00 am) and ends on 25th September, 2026 (5.00 pm). During this period the members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off (Record) date of 18th September, 2026 may cast their vote by remote e-voting. The remote e-voting module

shall be disabled by CDSL for voting after 5.00 pm on 25th September, 2026. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

- h. The notice of 46th Annual General Meeting and instructions for e-voting, along with the attendance slip and Proxy Form, is being sent by electronic mode to all members whose e-mail addresses are registered with the Company/Depository participant (s) unless a member has requested for a hard copy of same.
- i. Members may please note the contact details of the Company's Registrar and Transfer Agents, MUFG Intime India Pvt. Ltd. (Formerly known as Link Intime India Private Limited), Akshay Complex, Block No. 202, 2nd Floor Opp. Dhole Patil Road, Pune – 400 001. Email-id: rnt.helpdesk@in.mpms.mufg.com.

The instructions for shareholders voting electronically are as under:

1. The voting period begins on 23rd September, 2026 (9.00 am) and ends on 25th September, 2026 (5.00 pm) during this period the shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off (Record) date of 18th September, 2026, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
2. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
3. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting

facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

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

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

- (i) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 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 & My Easi New (Token) 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 with NSDL Depository	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
---	---

	4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

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

1. The shareholders should log on to the e-voting website www.evotingindia.com.
2. Click on “Shareholders” module.
3. Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.

5. If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
6. If you are a first time user follow the steps given below:

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

7. After entering these details appropriately, click on “SUBMIT” tab.
8. (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in Demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the Demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

9. For Shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
10. Click on the EVSN for the relevant KATARE SPINNING MILLS LTD on which you choose to vote.
11. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
12. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
13. After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
14. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
15. You can also page take print out of the voting done by you by clicking on “Click here to print” option on the Voting.
16. If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
17. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
18. Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on

or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.

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

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; katarespinningmills@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

20. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an Email to helpdesk.evoting@cdslindia.com

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

- a. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
- b. For Demat shareholders -, please update your email id & mobile no. with your respective Depository Participant (DP)
- c. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

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

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911.

By Order of the Board of Directors

KATARE SPINNING MILLS LIMITED

SD/-

KISHORE KATARE

MANAGING DIRECTOR

(DIN- 00645013)

Add: 14/30 Ground Floor, B Wing, Katare complex,
Gandhinagar, Bl. No. 10 Solapur 413006

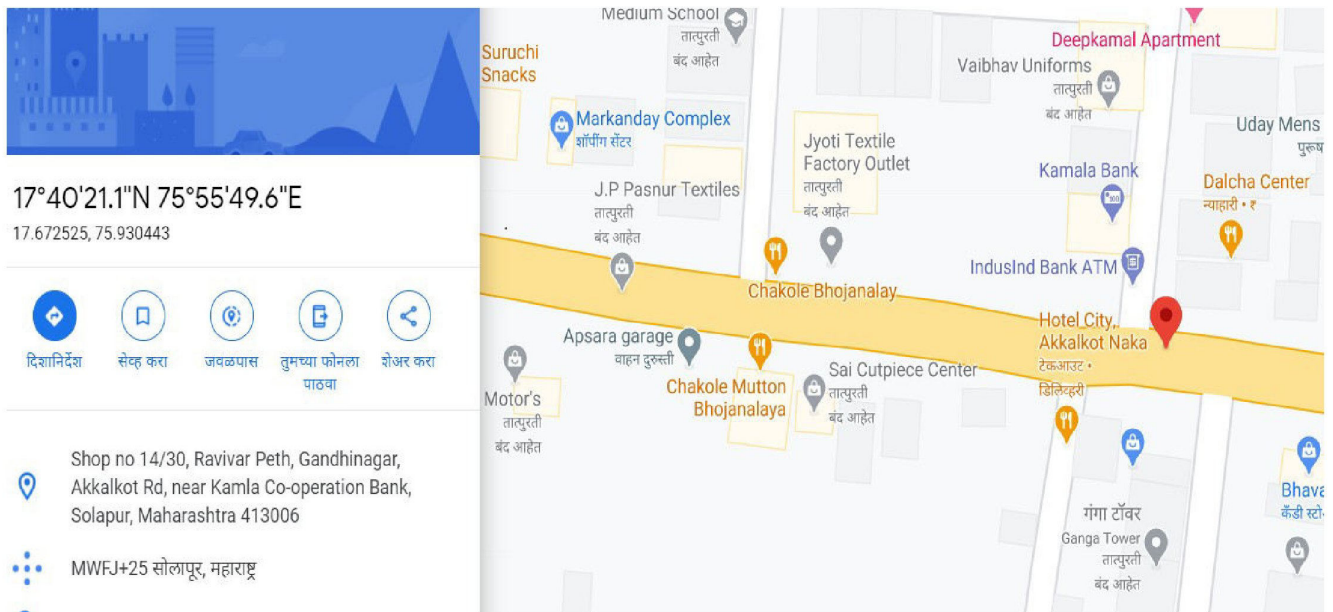
Place: Solapur

Date: 21th August, 2026

ROUTE MAP OF 46th ANNUAL GENERAL MEETING OF THE COMPANY

Venue of the AGM:

14/30 Ground Floor, B Wing, Katare Complex, Gandhinagar, Bl. No. 10
Solapur MH- 413006.



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

As required under provisions of Section 102 of the Companies Act, 2013 the following explanatory statement sets out all material facts relating to the business mentioned under Item No. 2, 3, 4, 5 and Item No. 6 of the accompanying Notice:

ITEM NO. 2:

Mr. Umakant Mahindrakar (DIN 01233305) holds a qualification in Bachelor of Commerce. He is appointed as a Non-Executive Director in the Company and primarily responsible for the Management functions and other activities in the Company. He has been associated with the Company for over 20 years and he is the Non-Executive Director of the Company from the date of appointment in the Company and liable to retire by rotation.

ITEM NO. 3 & 4:

Pursuant to the provisions of Section 139 of the Companies Act, M/s. G M Pawle and Associates, Chartered Accountants (Firm Registration No. 160253W and Membership No. 032561) were appointed as the Statutory Auditors of the Company at the AGM held on 29th September 2022 to hold office for a period of 5 years from the conclusion of the 42nd AGM until the conclusion of the 47th AGM of the Company to be held in the year 2027. However, on 12th August 2026, M/s. G M Pawle and Associates, Chartered Accountants has tendered his resignation as the Statutory Auditors of the Company before completion of his term.

This had resulted in a casual vacancy in the office of Statutory Auditors of the Company. Further, as per the provisions of Section 139(8) of the Companies Act, 2013 casual vacancy caused by the resignation of auditor shall be approved by the shareholders in a General Meeting within 3 (three) months from the date of recommendation of the Board of Directors of the Company.

The Board of Directors at their meeting held on 21st August 2026, on the recommendation of the Audit Committee, and pursuant to the provisions of Section 139(8) of the Companies Act, 2013, has appointed M/s. Hiremath Patil Udgiri and Associates, Chartered Accountants (Firm Registration No. 129856W and Peer Review No. 024697), to fill the casual vacancy caused by the resignation of M/s. G M Pawle and Associates, Chartered Accountants and hold the office of the Statutory Auditor until the conclusion of this AGM. Accordingly, shareholders' approval by way of Ordinary resolution is sought.

Further, the Board of Directors at their meeting held on 21st August 2026, on the recommendation of the Audit Committee, has also recommended the appointment of M/s. Hiremath Patil Udgiri and Associates, Chartered Accountants (Firm Registration No. 129856W and Peer Review No. 024697), to hold office as Statutory Auditors of the Company for a term of five (5) consecutive years from conclusion of this 46th AGM till the conclusion of 51st Annual General Meeting to be held in the year 2031, subject to approval of members at the 46th AGM of the Company.

M/s. Hiremath Patil Udgiri and Associates, having a Firm Registration No. 129856W and Peer Review No. 024697, is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India. The Firm was established in the year 11/09/2006. The registered office of the Firm is at 208, 01st Floor, Hall No. 101, Prime Residency Apartment, Near old Siddeshwar Temple, Sakhar Peth, Solapur- 413005. The Firm is primarily engaged in providing Assurance and Tax Auditing services to its clients. The Firm has 03 Partners as of 01st July, 2026. It has a valid peer review certificate and audits various Private and Public companies in India.

M/s. Hiremath Patil Udgiri and Associates, Chartered Accountants (Firm Registration No. 129856W and Peer Review No. 024697), have conveyed their consent for being appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013 and shall satisfy the criteria as provided under Section 139, 141 and other relevant

provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014.

Details as required under Regulation 36(5) of the Listing Regulations, 2015 is provided below:

Sr. No.	Particulars	Details
1	Proposed Statutory Auditor	M/s. Hiremath Patil Udgiri and Associates, Chartered Accountants
2	Proposed Fees payable to the Statutory Auditor	Limited Review Fees: Rs. 50K for Conducting three Limited Reviews. Statutory Audit Fees: Rs. 50K for the Statutory Audit. The above fees are exclusive of out-of-pocket Expenses (OPE) and any additional certifications, reports, or other services that may be required to meet statutory, regulatory, or other legal obligations.
3	Terms of Appointment	With effect from 21 st August 2026, till the conclusion of 46 th AGM. Thereafter, for a period of five (5) consecutive year commencing from the conclusion of 46 th AGM till the conclusion of the 51 st AGM of the Company to be held in the year 2031.
4	In case of a new Auditor, any material change in the fee payable to such Auditor from that paid to the outgoing Auditor along with the rationale for such change	As per Industry standard and commercial approach in Solapur district.

5	Basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor proposed to be appointed	M/s. Hiremath Patil Udgiri and Associates, Chartered Accountants (Firm Registration No. 129856W and Peer Review No. 024697) is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India. The firm has significant experience in providing audit and assurance services and is recognised for its strong technical expertise, technology-enabled audit approach, and deep industry knowledge, supported by a qualified and experienced team. For the purpose of recommending the appointment, the management evaluated various audit firms based on defined technical and commercial criteria, including Peer review certificate, audit methodology Approach, understanding of the Company's business and industry, experience and expertise of the engagement team, use of technology and communication approach.
---	--	--

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested financially or otherwise, in the Resolution set out in Item No. 3 and 4 of this Notice.

The Board of Directors recommends the resolutions as set out in Item No. 3 and 4 of the Notice for approval by the Members.

ITEM NO. 5:

The Company is presently engaged in the business of Spinning and Doubling, manufacturing and/or dealing in Cotton etc. and generation of solar power, as provided in its existing Memorandum of Association (“MOA”).

With a view to expand and diversify the business activities of the Company, explore new business opportunities and avenues for sustainable growth, and enable the Company to undertake activities which may be complementary and/or ancillary to its existing business operations, the Board of Directors of the Company has considered it appropriate to enlarge the scope of the Main Objects of the Company.

Accordingly, it is proposed to insert/add a new Main Object Clause in Clause 3rd (a) of the Memorandum of Association of the Company, enabling the Company to undertake the proposed business activity as and when considered appropriate by the Board of Directors.

The proposed alteration will provide greater flexibility to the Company in expanding its business operations and entering into new and emerging business opportunities whenever it comes. The proposed object is expected to facilitate diversification of the Company's business, optimum utilization of available resources and infrastructure, and creation of additional avenues for revenue generation and long-term growth.

The proposed alteration of the Main Object Clause shall not adversely affect the existing business operations of the Company. The Company shall undertake the proposed activities only after obtaining such approvals, permissions, registrations or licences as may be required under applicable laws and regulations.

The alteration of the Main Object Clause of the MOA requires the approval of the Members by way of a Special Resolution pursuant to the provisions of Sections 4 and 13 and other applicable provisions of the Companies Act, 2013, read with the applicable rules made thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

A copy of the proposed altered MOA of the Company shall be available for inspection by the Members at the Registered Office of the Company during business hours on all working days up to the date of the ensuing General Meeting and shall also be made available in accordance with applicable provisions.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested financially or otherwise, in the Resolution set out in Item No. 5 of this Notice.

The Board of Directors recommends the Special Resolution set out at Item No. 5 of the accompanying Notice for approval of the Members.

ITEM NO. 6:

The Members of the Company at the Annual General Meeting held in the year 2023 had approved the re-appointment of Mr. Kishore T. Katare (DIN 00645013), without remuneration as a Chairman and Managing Director of the Company for a period of five (5) years with effect from 01st July 2023 up to 30th June 2028, without any remuneration.

Mr. Kishore T. Katare (DIN 00645013) has been associated with the Company for a considerable period and has played an important role in providing strategic direction, leadership and guidance in the overall management and affairs of the Company. During his tenure, he has contributed significantly towards the operations, growth and development of the Company and has provided valuable guidance to the Board and management.

Mr. Kishore T. Katare (DIN 00645013) has attained the age of 70 years on April, 2026 during the subsistence of his existing tenure as Chairman and Managing Director.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, is of the considered view that the continued association and leadership of Mr. Kishore T. Katare (DIN 00645013) would be beneficial to the Company. His extensive experience, knowledge of the textile and spinning industry, business acumen, strategic understanding and familiarity with the Company's operations and stakeholders would continue to provide valuable guidance to the Company.

Accordingly, in order to ensure continued benefit of his experience and leadership and in the interest of the Company, the Board has considered it appropriate to seek approval of the Members for his continuation as Chairman and Managing Director after attaining the age of 70 years for the remaining period of his existing tenure, i.e. up to 30th June 2028.

Pursuant to the provisions of Section 196(3)(a) of the Companies Act, 2013 read with Part I of Schedule V, approval of the Members by way of a Special Resolution is being sought for continuation of Mr. Kishore T. Katare (DIN 00645013) as Chairman and Managing Director for attaining the age of 70 years.

It is pertinent to mention that Mr. Kishore T. Katare (DIN 00645013) was below the age of 70 years at the time of his re-appointment with effect from 01st July 2023 and the present proposal is only for obtaining Members' approval for his continuation for the balance period of his existing tenure after attaining the age of 70 years.

Justification for continuation after attaining 70 years

The Board is of the opinion that the continued association of Mr. Kishore T. Katare (DIN 00645013) as Chairman and Managing Director after attaining the age of 70 years is in the best interest of the Company and its

stakeholders, considering his extensive experience, leadership capabilities, industry knowledge, strategic insight and valuable contribution to the Company's business and operations.

His continued guidance would facilitate stability in the management and assist the Company in achieving its business objectives and pursuing its long-term growth strategy. Further, as he is not drawing any remuneration from the Company, the proposed continuation does not involve any additional remuneration cost to the Company.

Mr. Kishore T. Katare (DIN 00645013) is concerned or interested in the proposed Resolution. Save and except Mr. Kishore T. Katare (DIN 00645013), none of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested financially or otherwise, in the Resolution set out in Item No. 6 of this Notice.

The Board of Directors recommends the Special Resolution set out at Item No. 6 of the accompanying Notice for approval of the Members.

By Order of the Board of Director
KATARE SPINNING MILLS LIMITED

SD/-

KISHORE KATARE
MANAGING DIRECTOR
(DIN- 00645013)

Add: 14/30 Ground Floor, B Wing, Katare complex,
Gandhinagar, Bl. No. 10 Solapur 413006

Place: Solapur

Date: 21th August, 2026

ANNEXURE TO THE NOTICE

Profile of director and additional information as required under Regulation 36 (3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015; Clause 1.2.5 of Secretarial Standards-2 on General Meetings.

Name of the Director	Mr. Umakant Mahindrakar	Mr. Kishore T. Katare
DIN	01233305	00645013
Date of birth and Age	27/07/1951 74 Years	12/04/1956 70 Years
Date of first Appointment on the Board	12 th August, 2006	08 th August, 1980
Qualifications	Bachelor of Commerce	B.A. and Diploma in Export management and Marketing.
Experience	Having 27 years into the Textile Industry, Spinning Mill	+ 45 Years
Expertise	Management functions and other activities in the Company	Superior inter personal skills, technical skills, capable of resolving multiple and Complex issues.
Number of Meetings of the Board attended during the Year	4 out of 4	4 out of 4
Shareholding in Company	534 (Shares)	610,859 (Shares)

Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	NA	Mrs. Vidyavati Katare- wife Mr. Kamal Katare- Son
Terms and conditions of appointment along with details of remuneration sought to be paid/last drawn	Appointment due to retire by rotation. No remuneration drawn In previous year	Appointment as a Chairman and Managing Director without remuneration.
List of Directorship/ Membership/ Chairmanship of Committees of other Board:		
Public/Listed Companies Directorship	NIL	1 Public Company
Private Companies Directorship	NIL	1 Private Company
Membership/ Chairmanship of Committees	NIL	NIL