KONNDOR INDUSTRIES LIMITED

CIN No. L51100GJ1983PLC006041

REGD OFFICE:- D-313, Sumel Business Part 1, Indian Textile Plaza, Near Namaste Circle, Shahibag, Ahmedabad, Ahmadabad City, Gujarat, India, 380004

Contact No. +917940392342/44, **Email id**:-konndorind@gmail.com,

Website:- www.konndorindustries.com

22nd September 2026

To,
BSE Limited
Phiroze Jeeyeebhoy Towers,
Dalal Street, Mumbai-400001
Maharashtra, India.

Scrip Code: 532397

Dear Sir/Madam,

Sub: Submission of Revised Annual Report for the Financial Year 2025-26 including Notice of the 43rd (Forty Third) Annual General Meeting

We hereby submit the Annual Report for the financial year 2025-26.

We regret the inconvenience caused and request you to kindly take the above on record.

Thanking you,

Yours faithfully,

For, Konndor Industries Limited

Shafi Khan

Digitally signed by Shafi Khan
Date: 2026.09.22 17:29:21 +05'30'

Shafi Khan
Whole-time director
DIN: 11361801

Enclose: As Above

KONNDOR INDUSTRIES LIMITED

CIN No. L51100GJ1983PLC006041

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NOTICE

NOTICE is hereby given that the 43rd Annual General Meeting of the Members of **KONNDOR** INDUSTRIES LIMITED will be held on Wednesday, 30th September, 2026 at 11:00 A.M. at the Registered Address of the Company Situated at D-313, Sumel Business Part 1, Indian Textile Plaza, Near Namaste Circle, Shahibag, Ahmedabad, Ahmadabad City, Gujarat, India, 380004 to transact the following business: -

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2026 and Statement of Profit and Loss for the year ended on that date together with Directors' and the Auditors' Report thereon.

2. **TO APPOINTMENT OF DIRECTOR IN PLACE OF MR. SHAFI KHAN (DIN: 11361801), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE APPOINTMENT**

   To consider and, if thought fit, to pass 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 rules made thereunder, Mr. Shafi Khan (DIN:11361801), Director of the Company, who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

   "**RESOLVED FURTHER THAT** the Board of Directors of the Company and/or the Company Secretary be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

SPECIAL BUSINESS

3. **TO SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM ONE STATE TO ANOTHER STATE:-**

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

"**RESOLVED THAT** pursuant to the provisions of Sections 12, 13 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 and subject to the approval of the Central Government (Regional Director), Registrar of Companies and such other authorities as may be necessary, consent of the members of the Company be and is hereby accorded for shifting the Registered Office of the Company from the State of Gujarat to the State of Maharashtra.

RESOLVED FURTHER THAT Clause II of the Memorandum of Association of the Company relating to the Registered Office be and is hereby altered and substituted with the following:

'II. The Registered Office of the Company will be situated in the State of Maharashtra.'

RESOLVED FURTHER THAT upon receipt of the approval of the Regional Director and filing of all requisite forms with the Registrar of Companies, the Registered Office of the Company be shifted to such address in Mumbai, Maharashtra, as may be approved by the Board of Directors.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) and/or the Company Secretary be and are hereby severally authorised to make applications, file petitions, affidavits, forms, returns and other documents with the Regional Director, Registrar of Companies and other authorities and to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for giving **effect to this resolution."**

4. CHANGE IN OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION

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

"**RESOLVED THAT** pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 read with the applicable Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, and subject to the approval of the Registrar of Companies, concerned Stock Exchanges and such other approvals, consents, permissions and sanctions as may be necessary, the consent of the Members of the Company be and is hereby accorded for altering the Object Clause of the Memorandum of Association of the Company by substituting the existing Clause III (A) – "Main Objects" with the following new clause(s):

"To carry on in India or abroad, either for self or on a contract, job-work, development, or collaboration basis, the business of constructing, building, developing, promoting, erecting, establishing, acquiring, owning, operating, equipping, managing, renovating, reconditioning, turning to account, maintaining, running, leasing, renting, hiring, taking on lease/rent/hire, and giving on lease/rent/hire, residential and commercial flats, shops, complexes, townships, schemes, hotels, resorts, logistic parks, infrastructure projects (including roads, bridges, ports, airports, power projects and other public/private infrastructure facilities), warehouses, godowns, open platforms, refrigeration houses, cold storages, stores and other similar establishments, and to provide facilities for storage of commodities, goods, articles and things, and for the said purposes to act as builder, developer, contractor, sub-contractor, project management consultant, C&F agent, custodian, warehouseman, and transportation and distribution agent."

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be deemed necessary, proper, expedient or incidental for the purpose of giving effect to this resolution including filing of necessary forms with the Registrar of Companies and making application(s) to Stock Exchanges and other regulatory authorities, and to settle any question, difficulty or doubt that may arise in this regard."

For and on Behalf of the Board of Directors
KONNDOR INDUSTRIES LIMITED

Place : Ahmedabad
Date : 03/09/2026

Shafi Khan
Whole Time Director
DIN : 11361801

NOTES:

1] **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND VOTE, INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM, IN ORDER TO BE EFFECTIVE MUST BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

2] Members/Proxies should bring the enclosed Attendance Slip duly filled in for attending the meeting along with a copy of the Annual Report. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of Board Resolution authorizing their representatives to attend and vote on their behalf in the meeting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to **info@csutkarsh.com** with copies marked to the Company at **konndorind@gmail.com**

3] Members who hold shares in dematerialized form are requested to write their Client ID and DP ID and those who hold the shares in physical form are requested to write their Folio Number(s) in the Attendance Slip for attending the meeting.

4] Members may note that the Notice of Annual General Meeting and Annual Report for the financial year 2025-26 will also be available on the Company's website www.konndorindustries.com; website of the Stock Exchanges i.e. BSE Limited.

5] ***Registration of email ID and Bank Account details:***

In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/Depositories, log in details for e-voting are being sent on the registered email address.

In case the shareholder has not registered his/her/their email address with the Company/its RTA/Depositories and or not updated the Bank Account mandate for receipt of dividend, the following instructions to be followed:

(i) Kindly log in to the website of our RTA, MUFG Intime India Private Ltd., www.linkintime.co.in under Investor Services > Email/Bank detail Registration - fill in the details and upload the required documents and submit. **OR**

(ii) In the case of Shares held in Demat mode:

The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.

6] Members holding shares in physical form are requested to notify the change in their addresses, Bank details etc., if any, to the Company at the registered office of the Company or to M/s. MUFG Intime India Private Limited – Registrar & Share Transfer Agents, by quoting their folio numbers. Members holding shares in electronic mode may update such details with their respective Depository Participants [DPs].

7] Members holding shares in physical form can avail of the nomination facility by filing Form 2B (in duplicate) with the Company or its Registrar & Share Transfer Agent which will be made available on request and in case of shares held in dematerialized form, the nomination has to be lodged with their DPs'.

8] Members of the Company who have multiple accounts in identical names or joint accounts in the same order are requested to send all the share certificates to the Registrar & Share Transfer Agents **M/s. MUFG Intime India Private Limited** or to the Registered Office of the Company for consolidation of all such shareholdings into one account to facilitate better service.

9] Members desirous of obtaining any information concerning the Accounts and Operations of the Company are requested to address their questions to the Company Secretary of the Company so as to reach at least seven days before the date of the meeting, so that the information may be made available at the meeting, to the best extent possible.

10] In all correspondence with the Company or with its Share Transfer Agents, members are requested to quote their folio number and in case their shares are held in the dematerialized form, they must quote their DP ID and Client ID.

11] The shares of the Company are in compulsory demat segment. Those members who still continue to hold shares in physical form, are requested to get their shares dematerialized at the earliest.

12] Securities and Exchange Board of India has made it mandatory for every participant in the securities/capital market to furnish Income Tax Permanent Account Number (PAN). Accordingly, all the shareholders (including joint holders) holding shares in physical form are requested to submit copy of their PAN Card for the purpose of transfer to our Registrar & Share Transfer Agents, M/s. MUFG Intime India Private Limited.

13] Securities and Exchange Board of India has made it mandatory for every shareholder who is holding their shares in physical form, to submit their PAN Card and Bank details for verification and updation of records.

14]. **Voting through electronic means:**

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide to its members facility to exercise their right to vote at the 42nd Annual General Meeting (AGM) by electronic means and the business (es) contained therein may be transacted through e-Voting Services provided by Central Depository Services Limited (CDSL):

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

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

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

(i) The voting period begins on Saturday, 26th September, 2026 (09:00 a.m.) and ends on Tuesday, 29th September, 2026 (05:00 p.m.). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Wednesday, 23rd September, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) 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.

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.

(iv) 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 abovesaid SEBI Circular**,** Login method for e-Voting **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 & New System My easi 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 & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode 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.
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.

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 22 55 33

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

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

(v) Login method for Remote 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 e-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 Physical shareholders and other than individual shareholders holding shares in Demat.
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.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(x) 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.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) 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.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **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 linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour 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; konndorind@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.

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

1. 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**.

2. For Demat shareholders -Please update your email id & mobile no. with your respective Depository Participant (DP)

3. 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 22 55 33

For and on Behalf of the Board of Directors
KONNDOR INDUSTRIES LIMITED

Place : Ahmedabad
Date : 03/09/2026

Shafi Khan
Whole Time Director
DIN : 11361801

ANNEXURE TO NOTICE

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

Item No 3

The Registered Office of the Company is presently situated in the State of Gujarat. In order to achieve greater administrative efficiency, improve operational management, facilitate better coordination of business activities and enable effective control over the affairs of the Company, the Board of Directors of the Company has considered it desirable to shift the Registered Office of the Company from the State of Gujarat to the State of Maharashtra.

The proposed shifting of the Registered Office will not result in any change in the nature of business activities of the Company nor will it affect the rights of any stakeholders, employees, creditors or members of the Company. The Company shall continue to carry on its existing business activities after the proposed shift.

Pursuant to Sections 12 and 13 of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014, shifting of the Registered Office from one State to another requires approval of the members by way of a Special Resolution and approval of the Central Government (Regional Director).

Accordingly, approval of the members is sought by way of the Special Resolution set out in the Notice.

None of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the proposed resolution except to the extent of their shareholding, if any, in the Company.

The Board recommends the Special Resolution for approval of the members.

Item No 4

The existing Object Clause of the Memorandum of Association (MOA) of the Company, inter alia, covers the main business activities of the Company. In view of the evolving business environment and to enable the Company to explore new business opportunities and diversify its operations, the Board of Directors has, at its meeting held on 01st August, 2026 approved the proposal for alteration of the Object Clause of the MOA by substituting the existing Clause III (A) with the new clause set out in the Resolution.

Pursuant to the provisions of Section 13 of the Companies Act, 2013, any alteration in the Object Clause of the Memorandum of Association requires approval of the Members of the Company by way of a Special Resolution and subsequent approval of the Registrar of Companies.

Further, in terms of Regulation 30 of the SEBI (LODR) Regulations, 2015 and SEBI (ICDR) Regulations, 2018, if any part of the funds raised through a public issue remains unutilized, the Company is required to obtain the consent of the shareholders by way of a special resolution for change in objects and also provide exit opportunities to dissenting shareholders, wherever applicable.

None of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the proposed resolution except to the extent of their shareholding, if any, in the Company.

The Board recommends the Special Resolution for approval of the members.

For and on Behalf of the Board of Directors
KONNDOR INDUSTRIES LIMITED

Place : Ahmedabad
Date : 03/09/2026

Shafi Khan
Whole Time Director
DIN : 11361801

DIRECTORS' REPORT

To,
The Members,
KONNDOR INDUSTRIES LIMITED
AHMEDABAD

Your Directors take pleasure in presenting the 43rd Annual Report of your Company together with Audited Accounts for the year ended 31st March, 2026.

1. FINANCIAL HIGHLIGHTS:

Your company's performance for the financial year 2025-26 is summarized below:-

(Amount in Rs. Lakhs)

Particulars	Year 2025-26	Year 2024-25
Total Revenue	190.20	900.16
Total Expenses	194.31	811.92
Profit (Loss) Before Taxes	(4.11)	88.24
Net Tax Expense	0.00	23.26
Profit/ (Loss) for the period (After Tax)	(4.11)	64.98

2. OPERATIONS:

Your Company has earned total revenue of **Rs. 190.20 Lacs** as compared to **Rs. 900.16 Lacs** in the previous year. The total expenditure incurred during the year was **Rs. 194.31 Lacs** as compared to **Rs. 811.92 Lacs** in the previous year. The Company has incurred a **Net Loss after taxation of Rs. 4.11 Lacs** during the year under review as compared to the **Net Profit of Rs. 64.98 Lacs** in the previous year.

3. STATE OF AFFAIRS:-

During the financial year ended 31st March, 2026, the Company continued its business operations with a focus on strengthening its market position, enhancing operational efficiency and creating sustainable value for its stakeholders. The management remained committed towards prudent financial management, cost optimization and effective utilization of resources to improve overall business performance.

The Company closely monitored market developments and industry trends and undertook appropriate measures to address business challenges and leverage available opportunities. Continuous efforts were made to improve productivity, maintain quality standards and strengthen customer relationships. The management also focused on streamlining operational processes and implementing effective internal control mechanisms to ensure smooth conduct of business activities.

During the year under review, the Company maintained its commitment towards compliance with applicable provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other statutory requirements. The Company continued to emphasize corporate governance practices and transparency in its operations.

The financial performance of the Company for the year under review is detailed in the Financial Statements forming part of this Annual Report. The Board of Directors is continuously exploring various business opportunities and strategic initiatives to improve the Company's operational and financial performance and to maximize shareholders' value.

The Directors are optimistic about the future prospects of the Company and believe that with continued focus on operational excellence, efficient resource management and strategic growth initiatives, the Company is well-positioned to achieve sustainable growth in the coming years.

4. DIVIDEND:

Due to Losses, your Directors do not recommend any dividend on the equity share capital of the Company for the year ended 31st March, 2026.

5. PUBLIC DEPOSITS:

Your Company has not accepted any deposits from public during the year under review.

6. THE AMOUNT, IF ANY WHICH PROPOSE TO CARRY TO ANY RESERVES:

The company has not transferred any amount to reserves during the financial year 2025-26.

7. COMPOSITION OF BOARD OF DIRECTORS AND COMPOSITION OF COMMITTEES:

The Board of Directors of the Company is constituted in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. As on March 31, 2026, the Board comprised five (5) Directors consisting of one Whole-time Director, two Non-Executive Promoter Directors and two Independent Directors. The composition of the Board provides an appropriate balance of Executive, Non-Executive and Independent Directors.

The composition of the Board as on March 31, 2026 is as follows:

Sr. No	DIN/PAN	Name	Designation	Category	Date of Appointment
1	10319484	ZINAT BANO ANIS KHAN	Director	Promoter	05/12/2025

2	10319516	NAJMA SHAFI KHAN	Director	Promoter	28/11/2025
3	11205647	ANIS NIZAM KHAN	Director	Promoter	27/11/2025
5	01710345	SANDEEP BHIKU PAWAR	Director	Independent	19/12/2025
6	11439344	VISHAL BALU BORKAR	Director	Independent	19/12/2025
7	11361801	SHAFI KHAN	Whole-time director	Promoter	27/11/2025

Further, **Mr. Anis Nizam Khan** was appointed as the **Chief Financial Officer (CFO)** of the Company with effect from **January 5, 2026**.

During the financial year under review, the composition of the Board was in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Audit Committee

The Audit Committee of the Board is constituted in accordance with the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. As on March 31, 2026, the Audit Committee comprised **Mr. Sandeep Bhiku Pawar, Independent Director, as the Chairman of the Committee, Mr. Vishal Balu Borkar, Independent Director, and Mr. Anis Nizam Khan, Non-Executive Director, as Members**. The composition of the Audit Committee is in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI Listing Regulations. During the year under review, all the recommendations made by the Audit Committee were accepted by the Board of Directors.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee has been constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. As on March 31, 2026, the Committee comprised **Mr. Sandeep Bhiku Pawar, Independent Director, as the Chairman of the Committee, Mr. Vishal Balu Borkar, Independent Director, and Ms. Najma Shafi Khan, Non-Executive Director, as Members**. The Committee is responsible for identifying persons qualified to become Directors and Senior Management Personnel, recommending their appointment and remuneration, and evaluating the performance of the Board, its Committees and individual Directors.

Stakeholders' Relationship Committee

The Stakeholders' Relationship Committee is constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. As on March 31, 2026, the Committee comprised **Mr. Sandeep Bhiku Pawar, Independent Director, as the Chairman of the Committee, Mr. Vishal Balu Borkar, Independent Director, and Mr. Shafi Khan, Whole-time Director, as Members**. The Committee oversees and resolves the grievances of shareholders and investors relating to transfer/transmission of shares, non-receipt of annual reports, dividends, dematerialization of shares and other investor-related matters, ensuring prompt and effective redressal.

8. SHARE CAPITAL:-

During the financial year under review, there was no change in the Authorized Share Capital, Issued, Subscribed and Paid-up Share Capital of the Company. As on March 31, 2026, the Authorized Share Capital and the Issued, Subscribed and Paid-up Share Capital of the Company remained unchanged from the previous financial year.

The Company has not issued any shares with differential voting rights, sweat equity shares or employee stock options during the financial year under review. Further, none of the Directors of the Company hold any instruments convertible into equity shares of the Company as on March 31, 2026.

9. MATERIAL CHANGES AND COMMITMENTS:-

No material changes or commitments affecting the financial position of the Company have occurred between the end of the financial year, i.e., March 31, 2026, and the date of this Report, except those, if any, disclosed in the financial statements forming part of the Annual Report.

The Company continues to monitor its business environment and remains committed to adopting appropriate measures to safeguard the interests of its stakeholders and ensure sustainable business operations.

10. NUMBER OF MEETINGS OF THE BOARD

During the financial year ended March 31, 2026, **four (4) meetings of the Board of Directors** were held. The intervening gap between any two Board Meetings was within the limits prescribed under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

For FY 2025-26, based on the BSE disclosures, the **Board met 8 times** after the new management took over:

- 21 August 2025
- 14 November 2025
- 27th November, 2025
- 28th November, 2025
- 5th December, 2025
- 5th January, 2025
- 14 February 2026
- 06 March 2026

During the year, the **Audit Committee met 4 times**, the **Nomination and Remuneration Committee met 2 times**, and the **Stakeholders' Relationship Committee met 1 times**. The details of the attendance of the Directors at the meetings of the Board and its Committees are provided in the Corporate Governance Report forming part of this Annual Report.

11. MEETING OF INDEPENDENT DIRECTORS:-

In compliance with the requirements of Schedule IV of the Companies Act, 2013 and Regulation 25(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Independent Directors of the Company met separately during the Financial Year 2025-26. The Independent Directors reviewed the performance of the Non-Independent Directors and the Board as a whole, reviewed the performance of the Chairperson of the Company and assessed the quality, quantity and timeliness of the flow of information between the management and the Board for effective discharge of their duties.

12. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS:-

There were no significant and material orders passed by any Regulators, Courts or Tribunals during the Financial Year 2025-26 which would impact the going concern status of the Company or materially affect its future operations. Further, no proceedings have been initiated or are pending against the Company under the Insolvency and Bankruptcy Code, 2016, and no application has been made or admitted under the Insolvency and Bankruptcy Code, 2016 by or against the Company. The Company continues to comply with the applicable provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws, rules and regulations governing its business activities.

13. COMMITTEES:-

The company has several committees which have been established as a part of best corporate governance practices and are in compliance with the requirements of the relevant provisions of applicable laws and statues.

The Board has constituted following Committees:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholder’s Relationship Committee

The details with respect to the compositions, powers, roles, terms of reference etc. of relevant committees are given in detail in the ‘Report on Corporate Governance’ of the company which forms part of this Annual Report.

14. SECRETERIAL STANDARD COMPLIANCE:-

The Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) and approved by the Central Government under Section 118(10) of the Companies Act, 2013. The Company has complied with Secretarial Standard on Meetings of the Board of Directors (SS-1) and Secretarial Standard on General Meetings (SS-2) during the Financial Year 2025-26.

15. ANNUAL RETURN:-

The Annual Return of the Company as on March 31, 2026 is available on the Company's website and can be accessed at (www.konndorindustries.com)

16. DIRECTORS' RESPONSIBILITY STATEMENT:

In terms of Section 134 (3) of the Companies Act, 2013, in relation to the financial statements for FY 2025-26 the Board of Directors state that

a) In preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on 31st March, 2026 and of the profits for the year ended 31st March, 2026;

c) The Directors have taken proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and

d) The financial statements have been prepared on a going concern basis.

e) The Directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively

17. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS PROVIDED UNDER SUB-SECTION (3) OF SECTION 178

The Nomination & Remuneration Committee considers the requirement of the skill on the Board, integrity of the persons having standing in their respective field/profession and who can effectively contribute to the Company's business and policy decisions, recommend the appointment to the Board for approval.

Any payment to non-executive directors of the Company is decided based on the market rate of the same service and the after considering the professional knowledge and expertise of the Director in the same field.

The Committee has approved a policy with respect to the appointment and remuneration of the Directors and Senior Management personnel.

18. STATUTORY AUDITORS AND THEIR REPORT

M/s. **Chandabhoy & Jassoobhoy, Chartered Accountants**, have conducted the statutory audit of the Company for the **Financial Year 2025–26**.

The Auditors' Report on the Standalone Financial Statements for the Financial Year ended **31st March, 2026** does not contain any qualification, reservation, adverse remark or disclaimer.

The Auditors' Report forms part of the Annual Report. The observations made by the Statutory Auditors in their Report on the Financial Statements for the year ended **31st March, 2026** are self-explanatory and, therefore, do not call for any further explanation by the Board in terms of Section **134(3)(f)** of the Companies Act, 2013.

19. DISCLOSURE OF REPORTING OF FRAUD BY THE AUDITORS UNDER SECTION 143(2):-

During the financial year 2025-26, the Statutory Auditor has not reported to the audit committee any instance of fraud committed against the Company by its employees or officers under section 143(12), the details of which need to be reported in Board’s Report.

20. INTERNAL FINANCIAL CONTROL AND INTERNAL AUDITOR:-

Pursuant to provisions of 138 of the Companies Act, 2013, and Rule 13 of Companies (Accounts) Rules, 2014, **M/S. MAUKSH SHAHS ASSOCIATES**, Chartered Accountants (Firm Registration No. 156115W), Ahmedabad, has been appointed as an Internal Auditor of the Company for the Financial Year 2025-26. The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company’s policies, safeguarding of its assets, prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial disclosures. The reports of Internal Audit are reviewed by the Audit Committee of the Board.

21. CORPORATE GOVERNANCE REPORT

Pursuant to Regulation 15 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Report on Corporate Governance Report are not applicable to the Company, as the paid up equity share capital of the Company is less than Rs. 10 Crore and net worth of the Company is less than Rs. 25 Crores as on the last date of Financial year 2025-26.

22. COST RECORD

Pursuant to Section-148 (1) of the Companies Act, 2013 read with Rule 3 of Companies (Cost Records and Audit) Rules, 2014, Company does not fall under the criteria for maintaining cost record for the financial year 2025-26.

23. SECRETARIAL AUDIT REPORT

Pursuant to Section 204 read with Section 134(3) of the Companies Act, 2013, the Board of Directors has appointed M/s. Utkarsh Shah & Co as Secretarial Auditor of the Company for FY 2025-26. The Secretarial Audit Report issued in Compliance with SEBI (LODR) by M/s. Utkarsh Shah & Co Is annexed with the Board's report as **Annexure B.**

24. SECRETARIAL AUDITORS' REMARKS

M/s. Utkarsh Shah & Co, Company Secretary who was appointed as Secretarial Auditor for the Company for conducting audit for the year 2025-26, has given following qualifications in his report

1. Appointment of Company Secretary

During the period under review, the Company did not have a Whole-time Company Secretary for a certain period, resulting in non-compliance with the applicable provisions of Section 203 of the Companies Act, 2013 and Regulation 6 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. Structured Digital Database (SDD)

The Company has not adequately maintained the Structured Digital Database (SDD) as required under Regulation 3(5) of the SEBI (Prohibition of Insider Trading) Regulations, 2015.

3. SDD Connectivity with Depositories

The Company has not ensured complete compliance with the Structured Digital Database requirements and related connectivity/maintenance with the Depositories (CDSL/NSDL), as prescribed under the applicable SEBI Regulations.

4. Newspaper Publication

The Company has not complied with the requirements relating to publication of notices/results in newspapers within the prescribed timelines under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

5. Delay in Quarterly Compliances

There was delay in submission of certain quarterly compliances/returns with the Stock Exchange(s) during the Financial Year under review.

1. MANAGEMENT'S VIEW ON REMARKS

With reference to the remarks provided in the Secretarial Audit Report, Board of Directors of the Company has considered the remarks.

1. The Company is taking necessary steps to appoint a qualified Company Secretary and Compliance Officer and shall ensure compliance with the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations.
2. The management has implemented appropriate systems and controls to ensure proper maintenance of the Structured Digital Database (SDD) in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015.
3. The Company has strengthened its compliance mechanism with the Depositories (CDSL/NSDL) and shall ensure timely compliance with all applicable SDD-related requirements.
4. The Company shall ensure timely publication of newspaper advertisements and disclosures as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
5. The Company has strengthened its internal compliance monitoring system and implemented a compliance calendar to ensure timely submission of all quarterly compliances and statutory filings with the Stock Exchange in future.

25. CODE OF CONDUCT

The Company has adopted a Code of Business Conduct based on the business principles of the Company. The Board has laid down the code of conduct for all Board members and Senior management of the Company. The code of conduct has been posted on the website of the company. All Board members and Senior management personnel affirms the compliance with the code on an annual basis in the prescribed format.

26. STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS UNDER SUB-SECTION (6) OF SECTION 149

The Company has received declarations from all the Independent Directors confirming that they meet the criteria of Independence as prescribed under the applicable provisions of the Companies Act, 2013 read with the Schedules and Rules issued thereunder as well as applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

27. DEMATERIALIZATION

The Equity shares of the Company are in compulsory demat segment and are available for trading in the depository system of both National Securities Depository Ltd (NSDL) and the Central Depository Services (India) Ltd. (CDSL) 52,19,872 nos. of equity shares forming 94.59% of the equity share capital of the Company stands dematerialized on 31st March, 2026.

28. LISTING OF SHARES:

The Equity Shares of the Company are listed on the BSE Limited, the nation-wide Stock Exchange.

29. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All Related Party Transactions entered into during the Financial Year were in the ordinary course of business and on an arm's length basis. All such transactions were placed before the Audit Committee for its review and approval, wherever applicable.

The Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions, as approved by the Audit Committee and the Board of Directors, is available on the website of the Company at **www.konndorindustries.com** under the Investors section.

The particulars of contracts or arrangements entered into by the Company with related parties referred to in Section 188(1) of the Companies Act, 2013 are disclosed in **Form AOC-2**, annexed as **Annexure–III** to this Report in accordance with Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014.

During the year, the Company had related party transactions in the nature of **sitting fees paid to Independent Directors**, which were in the ordinary course of business and on an arm's length basis.

30. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

Pursuant to the provisions of Section 134(3)(g) read with Section 186 of the Companies Act, 2013, **the Company has not provided any loans, guarantees or made investments covered under Section 186 during the Financial Year 2025–26**.

The particulars of Loans, Guarantees and Investments under Section 186 are annexed as **Annexure–IV** to this Report.

31. PARTICULARS OF EMPLOYEE REMUNERATION

The disclosure relating to the ratio of remuneration of each Director to the median remuneration of employees and other particulars required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this Report as **Annexure–V**.

The statement containing particulars of employees as required under Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is **not applicable**, as **no employee of the Company was in receipt of remuneration exceeding the prescribed limits** during the Financial Year 2025–26.

32. SEXUAL HARASSEMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL ACT 2013)

Disclosure under Section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

Pursuant to Section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the company has setup the Internal complaints committee and the said committee has framed policy for prevention of sexual harassment at work place in accordance with the section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

There were 13 employees working in the Organization during the financial year 2024-25. Disclosure of complaints during the year:

1. Number complaints of sexual harassment received in the year:Nil
2. Number of complaints disposed off during the year: Nil
3. Number of cases pending for more than ninety days: Nil

However, during the year no complaints were received by the Internal Complaints committee for sexual harassment from any of the women

33. MATERNITY BENEFIT PROVIDED BY THE COMPANY UNDER MATERNITY BENEFIT ACT 1961:-

The Company declares that it has duly complied with the provisions of the Maternity Benefit Act, 1961. All eligible women employees have been extended the statutory benefits prescribed under the Act, including paid maternity leave, continuity of salary and service during the leave period, and post-maternity support such as nursing breaks and flexible return-to-work options, as applicable. The Company remains committed to fostering an inclusive and supportive work environment that upholds the rights and welfare of its women employees in accordance with applicable laws.

34. HUMAN RESOURCE AND DEVELOPMENT

Our Company treats its "Human Resources" as one of its most significant assets. The Company continues its focus on retention through employee engagement initiatives and provides a holistic environment where employees get opportunities to realize their potential. A number of programs that provide focused people attention are currently underway. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement. The Company's Health and Safety Policy commits to provide a healthy and safe work environment to all employees.

35. MANAGEMENT DISCUSSION AND ANALYSIS

As per the corporate governance norms, a separate section on Management Discussion and Analysis outlining the business of the Company is set out in Annexure forming part of this Report.

36. CORPORATE SOCIAL RESPONSIBILITY (CSR)

Provisions of Corporate Social Responsibility (CSR) are currently not applicable to the Company.

37. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The details relating to conservation of energy, technology absorption, foreign exchange earnings and outgo prescribed under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Account) Rules, 2014 are not applicable to the Company.

38. VIGIL MECHANISM POLICY

The Company has established a Vigil Mechanism/Whistle Blower Policy in accordance with the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

39. RISK MANAGEMENT

Your Company has developed and implemented a Risk Management Policy which includes identification of elements of risk, if any, which in the opinion of the Board, may threaten the existence of the Company. Your Company has a risk identification and management framework appropriate to the size of your Company and the environment under which it operates. The process involves identifying both external and internal risks and the readiness to respond to extreme risks like calamities and disasters.

40. SUBSIDIARY COMPANY

During the year under review there is no Company which have become or ceased to be the Subsidiaries, joint ventures or associate companies.

41. BOARD EVALUATION

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Companies Act, 2013.

The corporate governance requirements as prescribed by Securities and Exchange Board of India ("SEBI") under Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc. The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

The Board and the Nomination and Remuneration Committee ("NRC") reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent Directors, performance of non-independent directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

42. FOREIGN EXCHANGE EARNINGS/OUTGO

The Company has not earned any Foreign Exchange by the way of Export Sales and has not incurred any Expenditure in Foreign Exchange during the Financial Year 2025-26.

43. NOMINATION AND REMUNERATION POLICY

The Board has on the recommendation of Nomination and Remuneration/ Compensation Committee framed a policy on directors' appointment and remuneration of Directors including criteria for determining qualification, positive attributes, independence of directors and remuneration for Directors, Key Managerial Personnel and other employees. The policy is annexed to this report as '**Annexure: II**'.

44. CONSERVATION OF ENERGY TECHNOLOGY ABSORPTIONS AND FOREIGN EXCHANGES EARNINGS AND OUTGO:-

(a) Conservation of energy:

(i)	the steps taken or impact on conservation of energy	N.A.
(ii)	the steps taken by the company for utilizing alternate sources of energy	N.A.
(iii)	the capital investment on energy conservation equipment's	N.A.

(b) Technology absorption:

(i)	the efforts made towards technology absorption	N.A
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	N.A.
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)	N.A.
	(a) the details of technology imported	N.A.
	(b) the year of import;	N.A.
	(c) whether the technology been fully absorbed	N.A.
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	N.A.
(iv)	the expenditure incurred on Research and Development	N.A.

c) **Foreign Exchange Earnings and Outgo:**

- Foreign Exchange Earned: NIL
- Foreign Exchange Outgo: NIL

The efforts are being made for energy conservation to new and innovative means. Further, the Company did not have any imported technology during the financial year.

45. APPRECIATION AND ACKNOWLEDGEMENTS

The Board of Directors places on record their appreciation for the continued support and confidence received from its Bankers and employees of the Company.

For and on Behalf of the Board of Directors
KONNDOR INDUSTRIES LIMITED

Place : Ahmedabad
Date : 03/09/2026

Shafi Khan
Whole Time Director
DIN : 11361801

ANNEXURE B

Annexure: II

NOMINATION AND REMUNERATION POLICY INTRODUCTION:

In pursuance of the Company’s policy to consider human resources as its invaluable assets, to pay equitable remuneration to all Directors, key managerial personnel and employees of the company, to harmonize the aspirations of human resources consistent with the goals of the company and in terms of the provisions of the Companies Act, 2013 and the Listing Agreement with the stock exchanges (As amended from time to time), this policy on nomination and remuneration of Directors, Key Managerial Personnel (KMP) and Senior Management has been formulated by the Nomination and Remuneration Committee (”NRC”) and approved by the Board of Directors of the Company.

CONSTITUTION OF COMMITTEE:

The Board of Directors of the Company (the Board) constituted the committee to be known as the Nomination and Remuneration Committee consisting of at least three non-executive directors out of which at least two-third are independent directors. The Chairman of the Committee is an Independent Director. However, the chairperson of the company (whether executive or non- executive) may be appointed as a member of the Nomination and Remuneration Committee but shall not chair such Committee.

OBJECTIVE:

The Nomination and Remuneration Committee and this Policy shall be in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and as per LODR Regulation, 2015 and Guidelines of Reserve Bank of India. The objective of this policy is to lay down a framework in relation to remuneration of directors, KMP, senior management personnel and other employees. The Key Objectives of the Committee would be:

1.1. To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.

1.2. Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of Directors, key managerial personnel and other employees.

1.3. Formulation of criteria for evaluation of Independent Director and the Board.

1.4. To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.

1.5. To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

1.6. To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.

1.7. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.

1.8. To develop a succession plan for the Board and to regularly review the plan.

1.9. To assist the Board in fulfilling responsibilities. 1.10 To Implement and monitor policies and processes regarding principles of corporate governance.

APPLICABILITY:

a) Directors (Executive and Non-Executive)
b) Key Managerial Personnel
c) Senior Management Personnel

DEFINITION:

"**Act**" means the Companies Act, 2013 and Rules framed there under, as amended from

time to time. "**Board**" means Board of Directors of the Company.

"**Directors**" mean Directors of the Company.

"**Key Managerial Personnel**" means

i. Managing Director, or Chief Executive Officer or Manager and in their absence, a Whole-time Director;
ii. Chief Financial Officer;
iii. Company Secretary; and
iv. Such other officer as may be prescribed.

"**Senior Management**" means Senior Management means the personnel of the company who are members of its core management team excluding Board of Directors comprising all members of management one level below the executive directors, including the functional heads. Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 as may be amended from time to time shall have the meaning respectively assigned to them therein.

POLICY FOR APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT:

a) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.

b) The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

1. **Term / Tenure**:

a) Managing Director/Whole-time Director: The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

b) Independent Director:

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms of upto maximum of 5 years each, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

1. **Evaluation:**

The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval (yearly).

a) Removal Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations there under, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

b) Retirement the Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

POLICY FOR REMUNERATION TO DIRECTORS / KMP / SENIOR MANAGEMENT PERSONNEL:

1. **Remuneration to Managing/Whole-time / Executive / Managing Director, KMP and Senior Management Personnel**:
   The Remuneration/ Compensation/ Commission etc. to be paid to Director / Managing Director etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force.

2. **Remuneration to Non- Executive / Independent Director**:
   No remuneration / compensation / commission are given to the Non-Executive Independent Director of the company.

DUTIES IN RELATION TO NOMINATION MATTERS:
The duties of the Committee in relation to nomination matters include:

- Ensuring that there is an appropriate induction in place for new Directors and members of Senior Management and reviewing its effectiveness;
- Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Act;
- Identifying and recommending Directors who are to be put forward for retirement by rotation
- Determining the appropriate size, diversity and composition of the Board;
- Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;
- Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
- Making recommendations to the Board concerning any matters relating to the continuation in
  office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.
- Delegating any of its powers to one or more of its members or the Secretary of the Committee;
- Recommend any necessary changes to the Board; and
- Considering any other matters, as may be requested by the Board.

DUTIES IN RELATION TO REMUNERATION MATTERS:
The duties of the Committee in relation to remuneration matters include:

- Considering and determining the Remuneration Policy, based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract retain and motivate members of the Board and such other factors as the Committee shall deem appropriate all elements of the remuneration of the members of the Board.

Approving the remuneration of the Senior Management including key managerial personnel of the Company maintaining a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company. Delegating any of its powers to one or more of its members or the Secretary of the Committee. Considering any other matters as may be requested by the Board.

REVIEW AND AMENDMENTS:

1. The NRC or the Board may review the Policy as and when it deems necessary.

2. The NRC may issue the guideline, procedures, formats, reporting mechanism and manual in supplement and better implementation to this policy, if it thinks necessary.

3. This Policy may be amended or substituted by the NRC or by the Board and as when required and also by the Compliance Officer where there is any statutory change necessitating the change in the policy.

For and on Behalf of the Board of Directors
KONNDOR INDUSTRIES LIMITED

Place : Ahmedabad
Date : 03/09/2026

Shafi Khan
Whole Time Director
DIN : 11361801

Annexure: III

FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions at Arm's length basis:

Sr. No.	**Particulars**		**Details**
1	Name(s) of the related party Nature of relationship	: :	NA
2	Nature of contracts/arrangements/transaction	:	NA
3	Duration of the contracts/arrangements/transaction	:	NA
4	Salient terms of the contracts or arrangements or transaction including the value, if any	:	NA
5	Date of approval by the Board	:	
6	Amount paid as advances, if any	:	

For and on Behalf of the Board of Directors
KONNDOR INDUSTRIES LIMITED

Place : Ahmedabad
Date : 03/09/2026

Shafi Khan
Whole Time Director
DIN : 11361801

Annexure: IV

(Pursuant to sub-section (2) of section 186 of the Act and Rule 11 of the Companies (Meetings of Board and its Powers) Rules, 2014)

- **Details of Loans**:

Sr. No.	Date of making loan	Details of Borrower	Amount	Purpose for which the loan is to be utilized by the recipient	Time period for which it is given	Date of BR	Date of SR (if required)	Rate of Interest	Security
1	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

- **Details of Investments**:

Sr. No.	Date of investment	Details of Investee	Amount	Purpose for which the proceeds from investment is proposed to be utilized by the recipient	Date of BR	Date of SR (if required)	Expected rate of return
1	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

- **Details of Guarantee / Security Provided**:

Sr. No	Date of providing security/guarantee	Details of recipient	Amount	Purpose for which the security/guarantee is proposed to be utilized by the recipient	Date of BR	Date of SR (if any)	Commission
1	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

For and on Behalf of the Board of Directors
KONNDOR INDUSTRIES LIMITED

Place : Ahmedabad
Date : 03/09/2026

Shafi Khan
Whole Time Director
DIN : 11361801

Annexure: V

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197 (12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 (1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

(i) The percentage increase in remuneration of each Director S Chief Financial Officer during the Financial year 2025-26, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial year 2025-26 are as under:

Sr. No.	Name of Director/ KMP and Designation	Remuneration of Director/KMP for Financial year 2025-26(Amount in Rs.)	% Increase/decrease in Remuneration in the Financial Year 2025-26	Ratio of remuneration of each Director to median remuneration of employees
1				

(i) In the Financial year 2025-26 the median remuneration of employees decreased: Nil

(ii) There were 4 permanent employees on the rolls of Company as on March 31, 2026;

(iii) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and any exceptional circumstances for increase in the managerial remuneration: NIL

(ii) The key parameters for the variable component of remuneration availed by the directors are considered by the Board of Directors based on the recommendations of the Nomination and Remuneration Committee as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

(iii) The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year – Not Applicable; and

(iv) It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

For and on Behalf of the Board of Directors
KONNDOR INDUSTRIES LIMITED

Place : Ahmedabad
Date : 03/09/2026

Shafi Khan
Whole Time Director
DIN : 11361801

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY STRUCTURE AND DEVELOPMENTS

The Indian economy continued to demonstrate resilience during FY 2025-26 despite global economic uncertainties, inflationary pressures and geopolitical challenges. Government initiatives focusing on infrastructure development, manufacturing growth, ease of doing business and digital transformation have contributed positively to industrial and economic growth.

The Company's industry continued to experience changing market dynamics driven by technological advancements, evolving customer preferences and increasing competition. The management continuously monitors industry trends and adopts appropriate strategies to capitalize on emerging opportunities while mitigating associated risks.

OPPORTUNITIES AND THREATS

Opportunities

- Growing domestic demand and expanding market opportunities.
- Government initiatives supporting industrial and economic growth.
- Adoption of technology-driven business processes.
- Potential for diversification and expansion into new markets.
- Improvement in operational efficiency through effective resource utilization.

Threats

- Intense competition from existing and new market participants.
- Volatility in economic conditions and market demand.
- Changes in regulatory and compliance requirements.
- Inflationary pressures affecting operational costs.
- Global economic and geopolitical uncertainties impacting business sentiment.

SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE

The Company operates in its principal business segment. The performance of the Company during the year has been discussed in detail in the Directors' Report forming part of this Annual Report.

OUTLOOK

The management remains optimistic regarding the future prospects of the Company. The Company intends to focus on strengthening its business operations, improving operational efficiencies, enhancing customer relationships and exploring growth opportunities. With a prudent business approach and effective management strategies, the Company expects to achieve sustainable growth in the coming years.

RISKS AND CONCERNS

Every business is exposed to various risks arising from economic, operational, financial and regulatory factors. The Company has established appropriate mechanisms to identify, assess and mitigate risks on a continuous basis. The management regularly reviews risk management practices to ensure effective control over potential business risks and to safeguard stakeholders' interests.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has adequate internal control systems commensurate with the size, scale and nature of its operations. These systems are designed to ensure safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records and timely preparation of reliable financial information.

The internal control framework is periodically reviewed by the management and the Audit Committee to ensure its effectiveness and adequacy.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

During the financial year under review, the Company continued its focus on operational efficiency, cost management and effective utilization of resources. The financial performance of the Company is presented in the Financial Statements forming part of this Annual Report. The management continuously evaluates business performance and undertakes necessary measures for improving profitability and long-term sustainability.

HUMAN RESOURCES

Human resources remain one of the most valuable assets of the Company. The Company maintains cordial industrial relations and provides a conducive work environment for employee growth and development. Continuous efforts are made towards employee engagement, skill enhancement and fostering a culture of professionalism and integrity.

CAUTIONARY STATEMENT

Statements made in this Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, expectations or predictions may constitute forward-looking statements within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed or implied. Important factors that could influence the Company's operations include economic conditions, government policies, taxation laws, market demand, competition and other factors beyond the control of the Company. The Company undertakes no obligation to publicly amend, modify or revise any forward-looking statements on the basis of subsequent developments, information or events.

CEO/CFO CERTIFICATION

(Pursuant to Regulation 17(8) read with Part B of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

The Board of Directors
KONNDOR INDUSTRIES LIMITED

We, the undersigned, in our respective capacities as Managing Director/Chief Executive Officer and Chief Financial Officer of KONNDOR INDUSTRIES LIMITED, to the best of our knowledge and belief certify that:

1. We have reviewed the Financial Statements and the Cash Flow Statement for the Financial Year ended 31st March, 2026 and that to the best of our knowledge and belief:

   a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   b) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

2. To the best of our knowledge and belief, no transactions entered into by the Company during the year are fraudulent, illegal or violative of the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps taken or proposed to be taken to rectify these deficiencies.
4. We have indicated to the Auditors and the Audit Committee:

   a) that there are no significant changes in internal control over financial reporting during the year;

   b) that there are no significant changes in accounting policies during the year requiring disclosure in the notes to the financial statements; and

   c) that there are no instances of significant fraud of which we have become aware involving management or an employee having a significant role in the Company's internal control system over financial reporting.

We further affirm that all Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct for the Financial Year ended 31st March, 2026.

For KONNDOR INDUSTRIES LIMITED

Mr. ANIS NIZAM KHAN
Chief Financial Officer

Place: Gujarat
Date: 03.09.2026