Kusam Electrical Industries Ltd.
C-325, 3rd Floor, Antop Hill Warehousing Co. Ltd., Vidyalankar College Road, Antop Hill, Wadala East, Mumbai-400037.
Sales Direct : 022 - 27754546 Email : sales@kusam-meco.co.in
Telephone : 27750662 / 27750292 Website : www.kusamelectrical.com
CIN No. : L31909MH1983PLC220457 GST : 27AABCK3644E1ZR

Date: 20th August 2026

To,
Bombay Stock Exchange (BSE) Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai –400001

BSE Scrip Code: 511048

Subject: Notice of 43rd Annual General Meeting

Dear Sir/Madam,

This is to inform you that the 43rd Annual General Meeting (AGM) of the Company will be held on **Saturday, the 26th day of September, 2026** at the Registered office situated at C-325, 3rd Floor, Antop Hill Warehousing Co. Ltd. Vidyalankar College Road, Antop Hill, Wadala (E), Mumbai 400037 at 11:00 a.m.

Pursuant to the provisions of Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Notice of the 43rd Annual General Meeting (AGM) of the Company along with the instructions for e-Voting.

The relevant details in connection with the 43rd AGM are as under:

S.No	Particulars	Details
1.	Date, Day and Time of AGM	26th September 2026, Saturday at 11:00 a.m.
2.	Cut-Off Date for the purpose of e-voting at the 43rd AGM	Saturday, 19th September, 2026
3.	Remote e-voting period	The remote e-voting period will commence on Wednesday, 23rd September, 2026 at 9.00 AM (IST) and ends on Friday, 25th September, 2026 at 5.00 PM (IST).

Kusam Electrical Industries Ltd.
KUSAM-MECO®
AN ISO 9001:2015 COMPANY
C-325, 3rd Floor, Antop Hill Warehousing Co. Ltd., Vidyalankar College Road, Antop Hill, Wadala East, Mumbai-400037.
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GST : 27AABCK3644E1ZR

We hereby inform that the Annual Report for the Financial Year 2025-2026 (including Notice of the 43rd AGM) has been sent through email and/or courier to all the members of the company.

Kindly take this on your records.

Thanking you,

Yours faithfully,
For, Kusam Electrical Industries Ltd.

ANKITA RAJESHKUMAR NAHATA
Digitally signed by ANKITA RAJESHKUMAR NAHATA
Date: 2026.08.20 16:48:17 +05'30'

ANKITA NAHATA
Company Secretary & Compliance Officer
ICSI Mem No A79563

Place: Mumbai

NOTICE

NOTICE is hereby given that the 43rd Annual General Meeting of the Members of Kusam Electrical Industries Ltd will be held on **Saturday, 26th September, 2026** at the Registered office situated at C-325, 3rd Floor, Antop Hill Warehousing Co. Ltd. Vidyalankar College Road, Antop Hill, Wadala (E), Mumbai 400037 at 11:00 a.m. to transact the following business:

ORDINARY BUSINESS

1. ADOPTION OF AUDITED FINANCIAL STATEMENTS

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March 2026, the Reports of the Board of Directors and Auditors thereon.

2. APPOINTMENT OF DIRECTOR OR RETIREMENT BY ROTATION

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder, including any amendments(s) re enactment(s) thereof, for the time being in force, based on the recommendation of Board of Directors, Shri Navin Chandmal Goliya (DIN: 00164681) who retires by rotation, and being eligible, has offered himself for re-appointment, be and is hereby appointed as Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS

3. TO REGULARISE MRS. ANU RANKA (DIN: 11512569) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:.

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

"RESOLVED THAT in accordance with, the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), and the Rules made thereunder, read with Schedule IV of the Act and Regulation 16(1)(b) and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') (including any statutory modification(s) or re-enactment thereof for the time being in force), **Mrs. Anu Ranka (DIN: 11512569)** who was appointed as an Additional Director of the Company with effect from 29th January, 2026, pursuant to Section 161 of the Act and who has submitted a declaration that she meets the criteria of Independence as provided under the Act and the Listing Regulations, approval of the Members be and hereby accorded to appoint Mrs. Anu Ranka (DIN: 11512569), to continue as Non-Executive Independent Director of the Company for the remaining period of her term of 5 years.".

"**RESOLVED FURTHER THAT** Mrs. Anu Ranka (DIN: 11512569), Nonexecutive Independent Director of the Company, who has submitted a declaration that she meets the criteria for Independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for five consecutive years with effect from 29th January, 2026."

"RESOLVED FURTHER THAT Shri. Chandmal Parasmal Goliya Whole Time Director (DIN 00167842) and Shri Navin Chandmal Goliya, Whole Time Director (DIN 00164681) of the Company be and are hereby authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.

"**RESOLVED FURTHER THAT** Shri. Chandmal Parasmal Goliya Whole Time Director (DIN 00167842) and Shri Navin Chandmal Goliya, Whole Time Director (DIN 00164681) of the Company be and are hereby authorised to sign the certified true copy of the resolution to be given as and when required."

4. TO APPOINT SECRETARIAL AUDITORS OF THE COMPANY.

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

"**RESOLVED THAT** pursuant to the provisions of Sections 179 and 204 and other applicable provisions of the Companies Act, 2013, read with the rules made thereunder, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and based on the recommendations of the Audit Committee and the Board of Directors, the approval of the members be and is hereby accorded for the appointment of M/s. **Manoj V Ayadi & Associates, Practising Company Secretary,** Navi Mumbai as Secretarial Auditor of the Company for a term of five consecutive years, commencing from Financial

Year 2026-27 till Financial Year 2030-31 at such remuneration and on such terms and conditions as may be determined by the Board of Directors (including its committees thereof), and to avail any other services, certificates, or reports as may be permissible under applicable laws.

RESOLVED FURTHER THAT Shri. Chandmal Parasmal Goliya Whole Time Director (DIN 00167842) and Shri Navin Chandmal Goliya, Whole Time Director (DIN 00164681) of the Company be and are hereby authorized to fix the remuneration plus applicable taxes and out-of-pocket expenses payable to her during her tenure as the Secretarial Auditor of the Company.

RESOLVED FURTHER THAT Shri Chandmal Parasmal Goliya, Whole-time Director (DIN: 00167842), Shri Navin Chandmal Goliya, Whole-time Director (DIN: 00164681), and Ms. Ankita Nahata, Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things in order to give effect to the above resolution and to file necessary e-forms with the Registrar of Companies or with such other authorities, if required any on behalf of the Company."

5. TO APPROVE RELATED PARTY TRANSACTIONS TO BE ENTERED BY THE COMPANY WITH RELATED PARTIES

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

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 read with the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to provision of regulation 23 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof and subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary, and also pursuant to the approval of the Audit Committee and the Board of Directors vide resolutions passed/to be passed at their respective meetings, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board), to approve the following material related party transactions (including any modifications, alterations oramendments thereto) to be entered into by the Company in the ordinary course of business andon arm's length basis with related party/ies on such terms and conditions as may be mutually agreed and considered appropriate by the Board."

Sr. No.	Nature of the transaction as persection 188 of the companies act, 2013	Name of the related party	Name of the director/KMP who is related and nature of their Relationship	Maximum Value / Consideration
1	Sale/Transfer of Company's Commercial Office Premises	Navin Chandmal Goliya (HUF)	Mr. Navin Chandmal Goliya – Karta of HUF; Mrs. Milli Navin Goliya – Member of HUF.	Not less than ₹56,07,390/- being the Fair Market Value determined by the Registered Valuer vide Valuation Report dated 12.08.2026
2	Sale of Goods / Stock	Kusam Electrical Instruments LLP	Mr. Navin Chandmal Goliya, Mr. Chandmal Parasmal Goliya and Mrs. Milli Navin Goliya are Partners/Designated Partners.	Upto ₹3,00,00,000/-

"**RESOLVED FURTHER THAT** the transaction may be entered into subject to the compliance of criteria mentioned under Rule 15 of the Companies (Meetings of Board and its Power) Rules, 2014 of the Companies Act, 2013."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company/ or Committee thereof be and is hereby authorised to do or cause to be done all such acts, matters, deeds and things and to settle any queries, difficulties that may arise with regard to any transaction with the related party and execute such agreements, documents and writings and to make such filings as may be necessary or desirable for the purpose of giving effect to this resolution, in the best interest of the Company.."

"RESOLVED FURTHER THAT Shri. Chandmal Parasmal Goliya Whole Time Director (DIN 00167842) and Shri Navin Chandmal Goliya, Whole Time Director (DIN 00164681) of the Company be and are hereby authorised to sign the certified true copy of the resolution of the resolution to be given as and when required."

By Order of the Board
For, Kusam Electrical Industries Ltd.

Sd/-

ANKITA NAHATA
Company Secretary & Compliance Officer
ICSI Mem No A79563

Registered Office:
C-325, 3rd Floor,
Antop Hill Warehousing Co. Ltd.,
Vidyalankar College Road,
Antop Hill, Wadala (E),
Mumbai 400037

Place - Mumbai
Date – 13-08-2026

NOTES:

(1) A Statement pursuant to Section 102 (1) of the Companies Act, 2013, Secretarial Standard-2 on General Meetings and Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of Special Business of the Company is appended and annexed hereto

(2) A Member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint Proxy to attend and vote on a poll instead of himself/herself and the Proxy so appointed need not be a Member of the Company. The instrument appointing the Proxy in order to be effective must be duly filed in all respects and should however, be deposited at the Registered Office of the Company not less than 48 (forty-eight) hours before the commencement of the Meeting.

Members are requested to note that a person can act as a proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying Voting Rights. A Member holding more than ten percent of the total Share Capital of the Company, carrying voting rights may appoint a single person as Proxy and such person shall not act as a Proxy for any other person or Shareholder.

(3) Institutional/Corporate Members intending to send their Authorised Representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.

(4) In compliance with the Circulars, the AGM Notice and the Annual Report 2025-26, including Financial Statements (along with Board's Report, Auditor's Reports or other documents required to be attached therewith), are being sent only through electronic mode to those Members whose e mail IDs are registered with the Registrar & Transfer Agent ("RTA") or respective Depository Participants ("DPs"). Members may note that the AGM Notice and Annual Report 2025-26 are also available on the Company's website at www.kusamelectrical.com and on website of the stock exchange i.e. BSE Limited at www.bseindia.com.

(5) Members are requested to support Green initiative by registering/ updating their e-mail addresses with the Depository Participant (in case of shares in dematerialized form) or with M/s. Satellite Corporate Services Pvt Ltd., the Registrar and Transfer Agent ("RTA") of the Company (in case of shares held in physical form) for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

(6) Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No. along with their copy of Annual Report to the Meeting. The Attendance slip is annexed with this Annual Report. Members, who hold shares in Electronic Form, are requested to bring their Depository ID Number and Client ID Number to facilitate their identification for recording attendance at the forthcoming Annual General Meeting.

(7) 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.

(8) In terms of Section 152 of the Companies Act, 2013 Shri Navin Chandmal Goliya (DIN 00164681), Director of the Company, retires by rotation at the Meeting and

being eligible, offers himself for re-appointment. The Board of Directors of the Company recommends his re-appointment. The brief profile of Shri Navin Chandmal Goliya (DIN 00164681), in terms of Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, is annexed herewith.

(9) The Ballot Form should be signed by the Member as per the specimen signature registered with the Company. In case the shares are jointly held, the Form should be completed and signed by the first named holder and in his/her absence, by the next named holder. Holders of Power of Attorney ("POA") on behalf of a Member may vote on the Form mentioning the Registration No. of the POA registered with the Company or attach notarially attested copy of the POA. Unsigned Form will be rejected.

(10) The Company has notified closure of Register of Members and Share Transfer Books from **19th September, 2026 to 26th September, 2026** (both days inclusive) for determining the names of Members eligible for dividend on Equity Shares, if declared at the Meeting.

(11) Voting rights will be reckoned on the paid-up value of shares registered in the name of the Members on Saturday, 19th September, 2026 (cut-off date). Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes by remote e-voting or e-voting during the AGM. Those who are not Members on the cut-off date should accordingly treat this Notice as for information purposes only.

(12) Relevant documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours on all working days except, Sundays, up to and including the date of the Annual General Meeting of the Company.

(13) The Company does not have any pending unclaimed dividend to be transferred to Investor Education and Protection Fund (IEPF) in pursuant to the provisions of Section 125 of the Companies Act, 2013.

(14) Members holding shares in electronic form may note that bank particulars registered against their respective Depository Accounts will be used by the Company for payment of Dividend. The Company or its Registrars and Transfer Agents, M/s. Satellite Corporate Services Private Limited cannot act on any request received

directly from the Members holding shares in electronic form for any change of bank particulars or Bank mandates. Such changes are to be advised only to the Depository Participant by the Members.

(15) Members, holding shares in physical form, are requested to notify changes in address, if any, to the Registrars of the Company immediately, quoting their folio numbers. Members, holding shares in dematerialized form, should send the above information to the respective Depository Participants.

(16) In all correspondence with the Company, members are requested to quote their DP ID and Client
ID Number or Folio No in case of holding shares in physical form.

(17) Members desirous of getting any information in relation to the Company's Annual Report 2025-26 are requested to address their query (ies) well in advance, i.e. at least 10 days before the Meeting, to the Secretary of the Company to enable the Management to keep the information readily available at the Meeting.

(18) As per the provisions of Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Shares Capital and Debentures) Rules, 2014 as amended from time to time, Members holding shares in single name and in physical form are advised to make nomination in respect of shareholding in the Company. Members can avail of the Nomination facility by filing Form SH-13 with the Company or its Registrar. Blank forms will be supplied on request. In case of shares held in Demat form, the nomination has to be lodged with their DP.

(19) Non-Resident Indian Members are requested to inform M/s. Satellite Corporate Services Private Limited, immediately of:

(a) Change in their residential status on return to India for permanent settlement.

(b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

(20) Electronic Copy of the Annual Report 2025-26 is being sent to those Members whose e-mail addresses are registered with the Company / Depositories for communication purpose, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies of the Annual Report are being sent in the permitted mode. Members may note that this Annual Report will also be available on the Company's website at www.kusamelectrical.com.

(21) Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to M/s. Satellite Corporate Services Private Limited, for consolidation into a single folio.

(22) Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

(23) Details of the Director retiring by rotation and seeking Re-appointment at the 43rd Annual General Meeting of the Company [in pursuance to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standard-2 on General Meetings]:

Name of Director	Shri Navin Chandmal Goliya
Date of Appointment	11/02/2019
Directorship Indentification Number	00164681
Designation	Whole time Director
Date of Birth & Age	21-12-1977 Age- 49 years
Qualification	B.E. Bachelor degree in Engineering in Electronics.
Expertise in specific functional area and years	He has done a Bachelor degree in Engineering in Electronics. He has a wide industry experience in the field of the Company. His immense knowledge in the field of electronic engineering helps the Company in various ways.
List of Other Directorship held	KUSAM-MECO IMPORT EXPORT PRIVATE LIMITED
Chairman/Member of the Committees of the Board of Directors of the Company	1
Chairman/Member of the Committee(s) of Board of Directors of other Companies in which he is a Director	Nil
Shareholding in the Company	-
Relationship with Other Directors inter se	Mr. Chandmal Parasmal Goliya (Father) and Mrs. Milli Navin Goliya (Wife).
Terms and Conditions of re-appointment including remuneration payable	Same as original appointment

(24) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts(s). Members holding shares in physical form can submit their PAN details to M/s. Satellite Corporate Services Private Limited, - A Wing, office no. 106 and 107, Dattani Plaza Andheri Kurla Road, East west Ind estate Sakinaka, Mumbai-40007.

(25) As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed entities can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this, and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Registrar and Share Transfer Agent or the Company for any assistance in this regard.

(26) All documents referred to in the Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during office hours on all working days between 11.00 a.m. to 1.00 p.m. up to the date of declaration of the result of the Annual General Meeting of the Company.

(27) The route map showing directions to reach the venue of the 43rd AGM is annexed herewith the Notice.

E-Voting:

The Company is pleased to provide E-voting facility through Central Depository Services (India) Limited (**CDSL**) as an alternative, for all members of the Company to enable them to cast their votes electronically on the resolutions mentioned in the notice of 43rd Annual General Meeting of the Company dated on **26th September, 2026** (the AGM Notice).

The Company has appointed CS Manoj V Ayadi, Practicing Company Secretary, as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.

(1) Voting through electronic means

i. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services Limited (CDSL)

ii. Members who have cast their votes by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again at the meeting.

(2) The procedure and instructions for E-voting are as follows:

i. The voting period begins from 9.00 a.m. (Starting Time) on **Wednesday, 23rd September, 2026 and ends at 5.00 p.m. (Ending Time) on Friday, 25th September, 2026**. During this period Shareholders' of the Company, holding Shares either in physical form or in dematerialized form, as on the cut-off date 19th September, 2026, may cast their vote electronically.

The E-voting module shall be disabled by CDSL for voting at the Ending Time.

ii. Open your web browser during the voting period and log on to the E-voting website www.evotingindia.com;

iii. Click on “Shareholders” tab to caste your votes;

iv. Now, select the “COMPANY NAME” from the drop down menu and click on “SUBMIT;

v. Now Enter your User ID

a) For Shareholder holding De-materialised Shares in CDSL: 16 digits beneficiary ID,
b) For Shareholder holding De-materialised Shares in NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c) Members holding shares in Physical Form should enter Folio Number registered with the Company.

vi. Enter the image Verification as displayed and Click on Login

vii. 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.

viii. 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) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the folio number or client ID in the PAN Field. • In case the folio number or client ID is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN Field.
DOB	Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio. Members who have not registered their Dividend Bank Details kindly enter no of shares held as on holding or cutoff date. • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or Company please enter the no. of shares held as on cut off date i.e. 19th September 2026 in the Dividend Bank details field.

ix. After entering these details appropriately, click on “SUBMIT” tab;

x. Members holding shares in physical form will then reach directly 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 is 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.

xi. For Members holding shares in physical form, the details can be used only for E-voting on the resolutions contained in this Notice.

xii. Click on the relevant EVSN on which you choose to vote.

xiii. 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.

xiv. Click on the "Resolutions File Link" if you wish to view the entire Resolutions

xv. 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.

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

xvii. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

xviii. If Demat account holder has forgotten the changed password then enter the User ID and Image Verification Code and click on Forgot Password & enter the details as prompted by the system.

xix. Note for Institutional Shareholders:

- Institutional Shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to https://www.evotingindia.co.in and register themselves as Corporates.

- They should submit a scanned copy of the Registration Form bearing the stamp and Sign of the entity to.

- After receiving the login details they have to create a user who would be able to link the account(s) 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.

- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the Scrutinizer to verify the same.

xx. 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.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.

xxi. CS Manoj V Ayadi, Practicing Company Secretary (ACS No. 50730)(COP No. 23317) has been appointed as the Scrutinizer to scrutinize the polling and e-Voting process in a fair and transparent manner.

The Scrutinizer shall, immediately after the conclusion of voting at the Annual General Meeting, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, within 2 (Two) working days of the conclusion of the AGM, a Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or to a person authorised by the Chairman in writing, who shall countersign the same and declare the Result of the voting forthwith.

xxii. Corporate / Institutional Members (other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) Certified True Copy of the relevant Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM on its behalf and to vote through Remote e-Voting. The said Resolution / Authorization shall be sent to the Company at Email ID https://www.kusamelectrical.com/

xxiii. The voting rights of the Members shall be in proportion to their Shares of the Paid up Equity Share Capital of the Company as on the cut-off date of 19th September, 2026.

A Member can opt for only one mode of voting i.e. either through E-voting or by Physical Ballot. If a Member casts votes by both modes, then voting done through E-voting shall prevail and Ballot shall be treated as invalid.

The Scrutinizer will submit his Report of the votes cast in Favour or against by the Shareholders both by way of Physical Postal Ballot and E-voting, forthwith to the Chairman of the Company. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.kusamelectrical.com and on the website of CDSL within 2 (two) working days of the Resolutions at the AGM of the Company and shall be communicated to the BSE Ltd. where the Shares of the Company are listed.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

The following Explanatory Statements, as required under Section 102 of the Companies Act, 2013, set out all material facts relating to the business under Item No. 3, of the accompanying Notice dated 13th August 2024.

ITEM NO. 3 : TO REGULARISE MRS. ANU RANKA (DIN: 11512569) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:.

Mrs. Anu Ranka (DIN: 11512569) was appointed as an Additional Director (Non-Executive, Independent Director) of the Company with effect from 29th January, 2026, based on the recommendation of the Nomination and Remuneration Committee ("NRC") and approval of the Board of Directors, pursuant to the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations").

Accordingly, the Board of Directors, at its Meeting held on 13th August, 2026, based on the recommendation of the NRC, recommended the appointment of Mrs. Anu Ranka (DIN: 11512569) as a Non-Executive Independent Director of the Company for a first term of five consecutive years commencing from 29th January, 2026 and ending on 28th January, 2031, subject to the approval of the Members by way of a Special Resolution. She shall not be liable to retire by rotation.

The Company has received the following from Mrs. Anu Ranka:

(i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014;

(ii) Intimation in Form DIR-8 pursuant to the applicable provisions of the Companies Act, 2013 and the Rules made thereunder, confirming that she is not disqualified from being appointed as a Director;

(iii) Declaration confirming that she meets the criteria of independence prescribed under Section 149(6) of the Companies Act, 2013 and the applicable provisions of the LODR Regulations;

(iv) Declaration confirming that she has not been debarred from holding the office of Director by virtue of any order passed by SEBI or any other such authority, as applicable;

(v) Confirmation that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties as an Independent Director of the Company;

The NRC has determined the desired attributes, skills, knowledge and experience required for the position of an Independent Director. Based on the identified requirements and her professional background, the NRC recommended the candidature of Mrs. Anu Ranka for appointment as an Independent Director of the Company.

In the opinion of the Board, Mrs. Anu Ranka fulfils the conditions for independence specified under the Companies Act, 2013, the Rules made thereunder, the LODR Regulations and other applicable laws and regulations. The Board is satisfied that her skills, background and experience are aligned with the role and capabilities identified by the NRC and that she is eligible for appointment as an Independent Director. Section 150 also requires the explanatory statement for an Independent Director appointment to indicate the justification for choosing the appointee.

Mrs. Anu Ranka has experience in the field of Management and Administration. The Board is of the opinion that her professional experience and background would contribute to the effective functioning of the Board and would be beneficial to the Company.

The sitting fees and other remuneration, if any, payable to Mrs. Anu Ranka shall be governed by the applicable policy of the Company and the provisions of the Companies Act, 2013.

The resolution seeks the approval of the Members for the appointment of Mrs. Anu Ranka (DIN: 11512569) as a Non-Executive Independent Director of the Company for a first term of five consecutive years commencing from 29th January, 2026 and ending on 28th January, 2031, pursuant to Sections 149, 150, 152, 160, 161 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, read with the applicable provisions of the LODR Regulations. She shall not be liable to retire by rotation. The Companies Act permits an Independent Director to hold office for up to five consecutive years and provides that the retirement-by-rotation provisions do not apply to Independent Directors.
In compliance with Section 149 read with Schedule IV of the Companies Act, 2013 and Regulation 25 of the LODR Regulations, approval of the Members is sought for the appointment of Mrs. Anu Ranka as a Non-Executive Independent Director of the Company by way of a Special Resolution.

The details required under Secretarial Standard–2 on General Meetings read with Regulation 36(3) of the LODR Regulations are provided separately as Annexure A to this Notice.

Except Mrs. Anu Ranka (DIN: 11512569), being the appointee, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, considers that the appointment of Mrs. Anu Ranka as a Non-Executive Independent Director would be in the interest of the Company and recommends the Special Resolution set out at Item No. 3 of this Notice for approval of the Members.

ITEM NO 04: TO APPOINT SECRETARIAL AUDITORS OF THE COMPANY.

Pursuant to Section 204 of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations"), the Company is required to appoint a Secretarial Auditor in accordance with the applicable provisions.

Based on the recommendation of the Audit Committee, the Board of Directors at its Meeting held on 13th August, 2026, recommended the appointment of M/s. Manoj V. Ayadi & Associates, Practising Company Secretaries, as the Secretarial Auditor of the Company for a term of five consecutive financial years commencing from FY 2026-27 to FY 2030-31, subject to approval of the Members.

M/s. Manoj V. Ayadi & Associates has confirmed that they are eligible for appointment as Secretarial Auditor, fulfil the applicable Peer Review and other eligibility requirements, are independent and have no conflict of interest in undertaking the Secretarial Audit of the Company.

DETAILS OF SECRETARIAL AUDITORS OF THE COMPANY:

Particulars	Information of such events
Reason for change viz. appointment, resignation, removal, death or otherwise;	Appointment of M/s. Manoj V Ayadi & Associates, Practicing Company Secretaries, as Secretarial Auditor of the Company for the Financial Year 2026-27 to 2030-31.
Date & Term of	The appointment is proposed for approval by the

Appointment	Members at the ensuing 43rd Annual General Meeting, for a term of five consecutive financial years commencing from FY 2026-27 and ending with FY 2030-31, to conduct the Secretarial Audit of the Company.
Brief Profile	M/s. Manoj V Ayadi & Associate, Practicing Company Secretaries engaged in providing services relating to Company Law, Securities Laws, Due Diligence, Mergers and Acquisitions, Listing of Securities on SME and Main board of BSE & NSE and in solving complexity relating to various Corporate Law matters. The Firm is engaged in providing consultancy to Companies listed with BSE & NSE, NBFCs registered with RBI. The Firm is providing an expertise advisory to clients relating to various capital market instruments and also Advising clients on Board functions and its Process, Disclosures and other Compliances, Issue and Allotment of Securities, Advising on matters related with IPO/FPO, Right Issue, Bonus Issue, Preferential Issue, takeover regulations, various Listing formalities with the Stock Exchanges management corporate restructuring, consultancy, Corporate Governance, Advice and Support, worked for clients to obtain various approvals including SEBI, RBI, Regional Director etc. M/s. Manoj V Ayadi & Associates Practising Company Secretaries is a peer reviewed firm and is eligible to be appointed as Secretarial Auditors of the Company and are not disqualified in terms of SEBI Listing Regulations read with SEBI Circular dated December 31, 2024
Disclosure of relationships between Directors (in case of appointment as a Director)	Not Applicable
Peer Review / Eligibility	M/s. Manoj V. Ayadi & Associates is a Peer Reviewed Practice Unit and has confirmed its eligibility for appointment as Secretarial Auditor under applicable provisions.

The Board has considered the professional experience, technical expertise, competence and suitability of M/s. Manoj V. Ayadi & Associates and, based on the recommendation of the Audit Committee, is of the opinion that they fulfil the applicable criteria for appointment as Secretarial Auditor of the Company.

The remuneration payable to M/s. Manoj V. Ayadi & Associates, Practising Company Secretaries, for conducting the Secretarial Audit shall be as may be mutually agreed between the Company and the Secretarial Auditor."

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

The Board of Directors, based on the recommendation of the Audit Committee, recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval of the Members.

ITEM NO 5: TO APPROVE RELATED PARTY TRANSACTIONS TO BE ENTERED BY THE COMPANY WITH RELATED PARTIES.

The Companies Act, 2013 seeks to ensure transparency in transactions and arrangements entered into between a Company and its Related Parties. Section 188(1) of the Companies Act, 2013 provides that a Company shall not enter into specified contracts or arrangements with a Related Party except with the consent of the Board of Directors given by a resolution at a meeting of the Board and subject to such conditions as may be prescribed. The specified transactions include, inter alia, sale, purchase or supply of goods or materials and selling or otherwise disposing of, or buying, property of any kind.

Further, where the transactions covered under Section 188(1) exceed the applicable limits prescribed under Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, approval of the Members by way of a resolution is required. Accordingly, the proposed Related Party Transactions have been placed before the Members for their approval by way of an Ordinary Resolution, to the extent applicable under Section 188 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014.

The Audit Committee, at its Meeting held on 13th August, 2026, considered and recommended the proposed Related Party Transactions to the Board of Directors. The Board of Directors, at its Meeting held on 13th August, 2026, after considering the recommendation of the Audit Committee, commercial rationale, proposed terms, valuation and other relevant particulars, approved and recommended the proposed transactions for approval of the Members.

The Company proposes to sell/transfer its commercial office premises being Office No. 18, situated on the 1st Floor of "CIDCO Shopping Centre", Plot No. 9, Sector-7, Sanpada, Navi Mumbai, Taluka and District – Thane – 400705, admeasuring approximately 42.47 sq. metres / 457 sq. ft. built-up area, to Navin Chandmal Goliya (HUF). The proposed transaction shall be undertaken at a consideration not less than the Fair Market Value determined by the Registered Valuer.

The Company has obtained a **Valuation Report dated 12th August, 2026 from M/s. Anmol Sekhri Consultants Pvt. Ltd., Registered Valuer, IBBI Registration No. IBBI/RV/07/2022/15203**, determining the Fair Market Value of the aforesaid premises at ₹56,07,390 (Rupees Fifty-Six Lakhs Seven Thousand Three Hundred Ninety Only) as on 12th August, 2026. Accordingly, the consideration for the proposed sale/transfer shall not be less than ₹56,07,390, subject to applicable taxes, stamp duty, registration and other statutory/transfer charges.

The Company also proposes to sell goods/stock to Kusam Electrical Instruments LLP for an aggregate value of up to ₹3,00,00,000 (Rupees Three Crore Only) during the Financial Year 2026-27. The proposed transactions shall be undertaken on mutually agreed commercial terms, including applicable pricing, payment, delivery and other customary terms.

The particulars of the proposed Related Party Transactions are as follows:

Particulars	**Sale/Transfer of Office Premises**	**Sale of Goods / Stock**
Name of Related Party	Navin Chandmal Goliya (HUF)	Kusam Electrical Instruments LLP
Nature of Relationship	Mr. Navin Chandmal Goliya – Karta of HUF; Mrs. Milli Navin Goliya – Member of HUF	Mr. Navin Chandmal Goliya, Mr. Chandmal Parasmal Goliya and Mrs. Milli Navin Goliya – Partners/Designated Partners

Nature of Transaction	Sale/Transfer of Company's Commercial Office Premises	Sale of Goods / Stock
Description	Office No. 18, 1st Floor, CIDCO Shopping Centre, Plot No. 9, Sector-7, Sanpada, Navi Mumbai	Goods/Stock of the Company
Consideration / Transaction Value	Not less than ₹56,07,390, being the Fair Market Value determined by the Registered Valuer	Up to ₹3,00,00,000 during FY 2026-27
Pricing / Valuation	Not less than Fair Market Value determined by Registered Valuer	Mutually agreed commercial prices
Material Terms	Sale/transfer at consideration not less than the Fair Market Value	Normal commercial terms including price and payment terms
Tenure	One-time transaction	During FY 2026-27
Commercial Rationale	Monetisation of the commercial premises and efficient utilisation of Company resources	Sale of goods/stock in the Ordinary course of Company's business
Amount paid / payable in previous transactions	N.A	N.A

Mr. Navin Chandmal Goliya (DIN: 00164681) and Mrs. Milli Navin Goliya (DIN: 00164764) are concerned/interested in the proposed sale/transfer of the Company's commercial office premises to Navin Chandmal Goliya (HUF), by virtue of their relationship with the aforesaid Related Party. Further, Mr. Navin Chandmal Goliya (DIN: 00164681), Mr. Chandmal Parasmal Goliya (DIN: 00167842) and Mrs. Milli Navin Goliya (DIN: 00164764) are concerned/interested in the proposed sale of goods/stock to Kusam Electrical Instruments LLP, by virtue of their respective positions as Partner/Designated Partners of the LLP. Except the aforesaid persons, none of the other Directors, Key Managerial Personnel or their respective relatives is concerned or interested, financially or otherwise, in the proposed Resolution.

The Company has obtained an independent Valuation Report dated 12th August, 2026 from M/s. Anmol Sekhri Consultants Pvt. Ltd., Registered Valuer, IBBI Registration No. IBBI/RV/07/2022/15203, pursuant to which the Fair Market Value of Office No. 18 has been determined at ₹56,07,390 (Rupees Fifty-Six Lakhs Seven Thousand Three Hundred Ninety Only) as on 12th August, 2026. The proposed sale/transfer shall accordingly be undertaken at a consideration not less than the said Fair Market Value.

The proposed sale/transfer of the commercial office premises is intended to enable the Company to monetise the asset and optimise utilisation of its resources. The proposed sale of goods/stock is proposed to be undertaken as part of the Company's business activities and on commercial terms. The Board, after considering the recommendation of the Audit Committee, valuation report, commercial rationale, pricing mechanism and other relevant terms, is of the view that the proposed transactions are fair, reasonable and in the best interests of the Company.

The Company has determined that Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable to the Company pursuant to Regulation 15(2) thereof. Accordingly, the proposed transactions are being placed before the Members for approval under the applicable provisions of the Companies Act, 2013, particularly Section 188 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014.

The proposed transactions are being placed before the Members for approval by way of an Ordinary Resolution. In terms of the second proviso to Section 188(1) of the Companies Act, 2013, a Member ***who is a Related Party shall not vote on the resolution to approve the contract or arrangement,*** subject to the statutory exception applicable where 90% or more of the members in number are relatives of promoters or are Related Parties.

The relevant documents, including the Valuation Report dated 12th August, 2026 and other documents relating to the proposed transactions, 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 43rd Annual General Meeting. Members may request electronic copies of the relevant documents in accordance with the procedure specified in the Notice.

The Board of Directors, after considering the recommendation of the Audit Committee and the relevant facts and circumstances of the proposed transactions, is of the opinion that the proposed transactions are in the best interests of the Company and accordingly recommends the passing of the Ordinary Resolution set out at Item No. 5 of the Notice for approval of the Members.

By Order of the Board
For, Kusam Electrical Industries Ltd.

Sd/-

ANKITA NAHATA
Company Secretary & Compliance Officer
ICSI Mem No A79563

Registered Office:
C-325, 3rd Floor,
Antop Hill Warehousing Co. Ltd.,
Vidyalankar College Road,
Antop Hill, Wadala (E),
Mumbai 400037

Place - Mumbai
Date – 13-08-2026

Annexure I

BRIEF PROFILE OF INDEPENDENT DIRECTOR SEEKING APPOINTMENT
{Pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015}

Name of Director	Mrs. Anu Ranka
DIN	11512569
Designation	Non-Executive Independent Director
Date of First Appointment on the Board	29th January, 2026 – appointed as Additional Director (Non-Executive, Independent Director)
Date of Birth / Age	22/10/1981 (44 years)
Nationality	Indian
Qualification	B.com
Brief Resume / Experience & Expertise in Specific Functional Areas	Innovative & performance driven entrepreneur with a deep passion for technology and business.
Skills and Capabilities required for the role	The Company requires an Independent Director having appropriate skills, knowledge and experience relevant to the Company's business and operations.
How the proposed person meets the requirements	Mrs. Anu Ranka possesses the requisite qualification, professional experience, knowledge and expertise in the relevant areas and meets the skills and capabilities identified for the role of an Independent Director.
Terms and Conditions of Appointment	Appointment as Non-Executive Independent Director for a first term of five consecutive years commencing from 29th January, 2026, subject to approval of the Members. She shall not be liable to retire by rotation.
Remuneration proposed to be paid	Sitting Fees for attending the Board and Committee Meetings.
Last Drawn Remuneration	Not Applicable
Shareholding in the Company	Nil
Relationship with other Directors inter-se	None
Names of Listed Entities in which she holds Directorship	N.A

Membership / Chairmanship of Committees in other Listed Entities	Nil
Listed Entities from which she has resigned as Director during the past three years	Nil
Number of Board Meetings attended during FY 2025-26	One (01)
Declaration of Independence	She has given the requisite declaration confirming that she meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and the applicable SEBI LODR provisions.
Membership of Committees of the Company	Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee
Directorships in other Companies	N.A