KILBURN OFFICE AUTOMATION LIMITED

CIN: L27106WB1980PLC033140
Registered Office: – Vasundhara Building, 2nd Floor Space No. 5 And 6, 2/7,
Sarat Bose Road, Kolkata, West Bengal-700017
Email Id: kilburncompliance@gmail.com

September 3, 2026

To,
The BSE Limited,
Department of Corporate Service,
P.J. Towers, Dalal Street, Fort,
Mumbai-400 001

Script Code: 523218

Dear Sir/Madam,

Subject: Notice of the 45th Annual General Meeting ('AGM') and Annual Report of the Company for the Financial Year 2025-26

We forward herewith the Notice of the 45th AGM of the Company scheduled to be held on Wednesday, September 30, 2026 at 11:30 A.M. (IST) through video conferencing mode, which shall be deemed to be held at the registered office of the Company situated at Vasundhara Building, 2nd Floor Space No. 5 And 6, 2/7, Sarat Bose Road, Kolkata, West Bengal-700017 along with the Annual Report for the Financial Year 2025-26.

This is for your information and records.

Thanking you,

For Kilburn Office Automation Limited,

Gaurav Vijaykumar Kasat

Digitally signed by Gaurav Vijaykumar Kasat

Gaurav Kasat
Whole-Time Director & CFO
DIN: 08486191

Encl.: As above

KILBURN OFFICE AUTOMATION LIMITED

ANNUAL REPORT

2025-26

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Management

BOARD OF DIRECTORS

Mr. Yogesh Ramniwas Mandhani (DIN: 01691583) – Non-Executive Director
Mr. Dipesh Nandkishorji Mandhani (DIN: 06753263) – Non-Executive Director
Mr. Gaurav Kasat (DIN: 08486191) – Whole-Time Director & CFO
Ms. Neha Punit Agrawal (DIN: 02331456) – Independent Director
Ms. Pratiksha Santosh Rathi (DIN: 10849501) – Independent Director

KEY MANAGERIAL PERSONNEL

Ms. Poonam Gaurav Chandak, Company Secretary
Mr. Gaurav Kasat, Whole-Time Director & CFO

STATUTORY AUDITORS

M/s. Vinod Kumar Jain & Co.,
Chartered Accountants, (FRN: 111513W)

SECRETARIAL AUDITORS

Prakul & Kunwarpreet LLP
Practicing Company Secretaries (FRN: L2021DE010500)

INTERNAL AUDITORS

N J N & Associates,
Chartered Accountants (FRN: 161930W)

REGISTERED OFFICE

Vasundhara Building, 2nd Floor Space No. 5 And 6, 2/7,
Sarat Bose Road, Kolkata, West Bengal – 700017

REGISTRAR & SHARE TRANSFER AGENTS

MAHESHWARI DATAMATICS PRIVATE LIMITED
Regd. Off.: 23, R. N. Mukherjee Road, 5th Floor, Kolkata – 700 001
Phone: 2248-2248, 2243-5029, 2231-6839
Email: mdpldc@yahoo.com
Website: www.mdpl.in
CIN: U20221WB1982PTC034886

From the Chairman's Desk

Dear Members,

It is with a sense of responsibility and commitment that I address you as the Chairman of Kilburn Office Automation Limited. The Company has undergone a period of transition, and the Board is focused on strengthening governance, ensuring compliance, and stabilizing core operations.

Our immediate priority is to uphold the highest standards of corporate governance and statutory compliance across all functions of the Company. We are also placing focused efforts on completing the procedural requirements for obtaining trading approval at the earliest possible time in accordance with applicable laws and regulations.

Alongside these efforts, the Board is engaged in carrying out a structured review of internal processes, policies, and control systems to ensure that the Company is aligned with sound governance practices and long-term value creation.

We remain committed to transparency, accountability, and prudent decision-making as we work towards rebuilding confidence among all stakeholders. While the environment continues to evolve, we believe that disciplined management and adherence to statutory standards will support the Company's progress in the right direction.

On behalf of the Board, I thank all our Members for their continued support.

Warm regards,

Sd/-
Mr. Gaurav Kasat
Whole-Time Director & CFO
(DIN: 08486191)

Management Discussion & Analysis

Industry Structure and Developments

The Corporate Insolvency Resolution Process ("CIRP") of the Company was admitted by the Hon'ble National Company Law Tribunal, Kolkata Bench, vide order dated 02 November 2022 under Section 10 of the Insolvency and Bankruptcy Code, 2016 ("IBC"). During the entire CIRP period, the affairs of the Company were managed by the Interim Resolution Professional/Resolution Professional, and the powers of the Board of Directors remained suspended.

Following the completion of the CIRP, the Resolution Plan submitted by Candid Resources Limited was approved by the Hon'ble NCLT on 26 February 2024. Pursuant to such approval, the new management has taken charge as per the terms of the approved Resolution Plan.

As on the date of this Report, the Company has not carried out any business operations for several preceding financial years. The new management is in the process of assessing the condition of the Company, and reviewing available options for revival. No decision has yet been taken in respect of the future business model, business verticals, or operational direction of the Company.

In view of the above, it is currently not practicable or appropriate to comment on industry structure and developments insofar as they relate to the Company.

Opportunities and Threats

Since the Company has remained non-operational, and the new management is still evaluating potential avenues for revival, it would be premature to comment on opportunities or threats pertaining to any specific industry or line of business.

A detailed assessment shall be undertaken after the Board finalizes the business direction and operational roadmap.

Segment-Wise or Product-Wise Performance

The Company has no operational segments and did not undertake any business activity during the financial year under review. Accordingly, segment-wise or product-wise performance does not arise.

Outlook

Given that the Company is at a transition stage following the conclusion of the CIRP, an informed outlook can only be provided once the Board takes strategic decisions regarding the future business activities, operational structure, and revival plan.

A comprehensive outlook shall be presented in the next Annual Report.

Risks and Concerns

As on the date of this Report, the primary risks relate to absence of operational activity, pending regulatory compliances and procedural formalities following CIRP, requirement to restore the listing status of the Company, corporate processes, internal controls, and statutory compliance mechanisms.

The Board is committed to strengthening governance and ensuring full compliance with all applicable laws.

Internal Control Systems and Their Adequacy

The Company has internal control systems commensurate with its size and the nature of its current operations. Although the Company did not have active business operations during the year under review, the internal controls relating to financial reporting, compliance processes, and statutory obligations remained in place and were found to be adequate.

The new management is additionally reviewing the existing framework and will strengthen and expand the internal control systems as and when business operations are revived, ensuring continued reliability, transparency, and regulatory compliance.

Discussion on Financial Performance with Respect to Operational Performance

As there were no operations during the year, financial performance is limited to statutory expenses, CIRP-related accounting treatments (if applicable), and administrative costs. Accordingly, an operational performance discussion is not applicable.

Human Resources / Industrial Relations

The Company did not have active operations during the financial year under review. No major developments took place on the Human Resources or Industrial Relations front.

Key Financial Ratios

In terms of SEBI LODR requirements, key financial ratios are typically disclosed where operations exist. Since the Company had no revenue, no operations, and no active business cycle, most ratios such as Debtors Turnover, Inventory Turnover, Interest Coverage Ratio, Operating Profit Margin, Net Profit Margin etc., are not meaningful for the year under review.

Any material variations in applicable ratios, if arising purely due to absence of operations, have limited analytical value and therefore are not comparable year-on-year.

Return on Net Worth

Return on Net Worth is not meaningful for the financial year under review due to the absence of operations and the ongoing transition post-CIRP.

For and on behalf of the Board of Directors

Sd/-
Mr. Gaurav Kasat
Whole-Time Director & CFO
(DIN: 08486191)

Date: September 2, 2026
Place: Mumbai

Dear Members,

The New Board has the pleasure in presenting the Board Report of Kilburn Office Automation Limited ("Company"), along with the audited financial statements, for the financial year ended March 31, 2026 ("Period under review").

Successful Implementation of Resolution Plan

The Resolution Plan has been successfully implemented and all necessary compliances are being taken care under the supervision of the reconstituted Board of Directors of the Company.

Financial Performance

The financial performance of your Company for the financial year ended March 31, 2026, is given below:

(Rs. in Lakh)

Particulars	Standalone	
	2025-26	2024-25
Revenue from Operations	0	0
Other Income	0	0
Less: Expenses	(5.02)	(25.90)
EBIDTA	**(5.02)**	**(25.90)**
Less: Finance Cost	(0.02)	(0.01)
Profit/(Loss) before Exceptional Items and Taxes	**(5.04)**	**(25.91)**
Exceptional Items	-	-
Profit / (Loss) before Tax	-	-
Add: Deferred Tax	(25.91)	6.52
Profit/(Loss) After Tax	**(30.95)**	**6.52**
Profit/ (loss) from discontinued operations before tax	-	-
Less: Tax expense on discontinued operations	-	-
Net profit/ (loss) from discontinued operations after tax	-	-
Net profit/ (loss) after tax	**(30.95)**	**6.52**

Operations

Please refer the section on *Management Discussion and Analysis*.

Dividend

The Board of Directors of the Company have not declared any Dividend for the Financial Year 2025-26.

Particulars of loans, guarantees or investments

Loans, guarantees and investments covered under Section 186 of the Companies Act, 2013 form part of the notes to the financial statements provided in this Annual Report.

Transfer to Reserves and Share Capital

No amount is transferred to reserves during the period under review.

Fixed Deposits

There are no fixed deposits as on March 31, 2026.

Changes in the nature of business

The Company did not undergo any change in the nature of its business during the period under review. However, the Board is still in the process of reviewing the existing business model and analysis the revival strategy to revive the Company.

Management's discussion and analysis

In terms of the provisions of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), the Management's discussion and analysis is separately set out in this Annual Report.

Board of Directors and Key Managerial Personnel

As on March 31, 2026, the Board of Directors of the Company comprised of the following directors:

Name	DIN	Designation
Mr. Yogesh Ramniwas Mandhani	01691583	Non-Executive Director
Mr. Dipesh Nandkishorji Mandhani	06753263	Non-Executive Director
Mr. Gaurav Kasat	08486191	Whole-Time Director & CFO
Ms. Neha Punit Agrawal	02331456	Independent Director
Ms. Pratiksha Santosh Rathi	10849501	Independent Director

Appointments

The appointments of Mr. Gaurav Kasat as Whole-Time Director & CFO, Ms. Neha Punit Agrawal as Independent Director and Ms. Pratiksha Santosh Rathi as Independent Director are regularized in the 45th Annual General Meeting of the Company held on December 31, 2025.

Resignations

Ms. Mitali Rajendra Mittal resigned from the position of Company Secretary of the Company with effect from January 30, 2026. The Board took note of her resignation and placed on record its appreciation for the contributions made by her during her tenure. Ms. Poonam Gaurav Chandak was subsequently appointed as Company Secretary and Compliance Officer with effect from May 16, 2026.

Nomination and Remuneration Policy

An excerpt of the Nomination and Remuneration Policy of the Company is annexed along with the Corporate Governance Report of the Company.

The Board had carried out an annual evaluation of itself, its Committees, Independent Directors and its Directors in accordance with the criteria specified by the Nomination and Remuneration Committee.

Declaration by Independent Directors

The Board received declaration of Independence by the Independent Directors as provided in Section 149(6) of The Companies Act, 2013 (the Act) and Regulation 16(1)(b) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015.

Meetings of the Board

During the period under review the following board meetings were held:

S.No.	Date of Board Meeting
1.	May 28, 2025
2.	August 14, 2025
3.	November 14, 2025
4.	December 9, 2025
5.	February 13, 2026

Directors' Responsibility Statement

In accordance with Section 134(5) of the Companies Act, 2013, the Board hereby confirms that:

- In the preparation of the annual accounts, the applicable accounting standards have been followed and that there is no material departure;
- The accounting policies selected and applied ought to be consistently and judgments made and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for the financial year;
- Proper and sufficient care for maintenance of adequate accounting records as provided in the Companies Act, 2013, ought to have been taken for safeguarding the assets of the Company and for preventing and detecting frauds and otherirregularities;
- The annual accounts of the Company have been prepared on a "going concern" basis;
- Internal financial controls ought to have been followed by the Company and that such controls ought to be adequate and operated effectively; and
- Proper systems to ensure compliance with the provisions of all applicable laws ought to have been in place and that such systems were adequate and operating effectively.

Secretarial standards

The Company is in compliance with all the applicable provisions of Secretarial Standards issued by the Institute of Company Secretaries of India and approved by the Central Government.

Listing on stock exchanges

The Company's shares are listed on BSE Limited.

Auditors and Auditors' Reports

Statutory auditor

M/s. Vinod Kumar Jain & Co., Chartered Accountants (Firm Registration No. 111513W), were appointed as Statutory Auditors of the Company at the 44th Annual General Meeting held on December 31, 2025, for a term of five (5) consecutive years commencing from the conclusion of the said Annual General Meeting until the conclusion of the 49th Annual General Meeting. During the financial year 2025-26, there was no resignation of the Statutory Auditors. The Auditors' Report for the financial year ended March 31, 2026 does not contain any qualification, reservation, adverse remark or disclaimer.

Particulars of contracts or arrangements made with related parties

Refer Note 17 of the audited financial statements of the company for the financial year 2025-26. There are no transactions which needs reporting in Form AOC-2.

Secretarial auditor

Prakul & Kunwarpreet LLP, Practicing Company Secretaries (Firm Registration No.: L2021DE010500) were appointed as Secretarial Auditors of the Company at the 44th Annual General Meeting held on December 31, 2025, for a term of five (5) consecutive years commencing from the conclusion of the said Annual General Meeting until the conclusion of the 49th Annual General Meeting. During the financial year 2025-26, there was no resignation of the Secretarial Auditors. The Secretarial Audit Report is annexed to this report as Annexure-3.

Cost Auditor

The Company is not required to maintain cost records as required under Section 148(1) of the Companies Act, 2013. Hence, the requirement of Cost Auditor does not arise.

Corporate Governance

The report on Corporate Governance together with the Compliance Certificate is attached and forms part of this Annual Report.

Adequacy of internal financial controls

The Company has internal financial control systems commensurate with its size and the nature of its current operations. Although the Company did not have active business operations during the year under review, the internal controls relating to financial reporting, compliance processes, and statutory obligations remained in place and were found to be adequate.

The new management is additionally reviewing the existing framework and will strengthen and expand the internal control systems as and when business operations are revived, ensuring continued reliability, transparency, and regulatory compliance.

Investor Education and Protection Fund (IEPF)

During the period under review the Company was not required to transfer any amount towards the fund.

Statutory Committees

The Corporate Governance Report may be referred for details on Statutory Committees.

Statutory Policies

The Company has in place the statutory policies In compliance of the various provisions of the Companies Act, 2013, Listing Regulations and other applicable laws.

Significant/ Material Orders passed by Regulators

There are no such orders passed.

Particulars of employees

Information required under Section 197(12) of the Companies

Act, 2013, read with Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, is annexed with this Annual Report as **Annexure-4.**

Conservation of Energy, Research & Development, Technology Absorption and Foreign Exchange Earnings and Outgo

During the year under review, the Company had no operational activities. Accordingly, the disclosures relating to conservation of energy, technology absorption, research and development, and foreign exchange earnings and outgo, as required under Section 134(3)(m) of the Companies Act, 2013, are not applicable to the Company.

Corporate Social Responsibility (CSR)

As per the criteria mentioned in Sub-Section (1) of Section 135 of Companies Act, 2013, the Company is not required to constitute CSR committee. Also, provisions relating to formulation of CSR (Corporate Social Responsibility) Policy are not applicable to the Company.

Business Responsibility and Sustainability Report (BRSR)

In accordance with Regulation 34(2)(f) of the Listing Regulations, only top one thousand listed entities based on market capitalization are mandated to prepare BRSR and accordingly, the same is not applicable to the Company.

For and on behalf of the Board of Directors

Sd/-
Mr. Gaurav Kasat
Whole-Time Director & CFO
(DIN: 08486191)

Date: September 2, 2026
Place: Mumbai

Annexure-1

Form No. AOC-1

STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENTS OF SUBSIDIARIES/ASSOCIATE COMPANIES/JOINT VENTURES (PURSUANT TO FIRST PROVISO TO SUB-SECTION (3) OF SECTION 129 READ WITH RULE 5 OF COMPANIES (ACCOUNTS) RULES, 2014)

Not Applicable to the Company

Annexure-2

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 TRANSACTIONS UNDER THIRD PROVISO THERETO

Not Applicable to the Company

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Annexure-3

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Kilburn Office Automation Limited
L27106WB1980PLC033140
Vasundhara Building, 2nd Floor Space No.5 And 6, 2/7,
Sarat Bose Road, Kolkata, West Bengal – 700017

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by KILBURN OFFICE AUTOMATION LIMITED having CIN: L27106WB1980PLC033140 (hereinafter called 'the Company') for the financial year ended March 31, 2026. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

The Company had initiated a Corporate Insolvency Resolution Process ("CIRP") under Section 10 of the Insolvency and Bankruptcy Code, 2016 ("Code"), pursuant to the admission order dated 02 November 2022 passed by the Hon'ble National Company Law Tribunal ("NCLT"), Kolkata Bench. Mr. Kamal Nayan Jain (IBBI/IPA/P00029/2016-17/10065) was appointed as the Interim Resolution Professional ("IRP") and was subsequently confirmed as the Resolution Professional ("RP") by the Committee of Creditors. During the CIRP period, the powers of the Board of Directors remained suspended, and the IRP/RP managed the affairs of the Company in accordance with the provisions of the Code.

Candid Resources Limited was approved as the Successful Resolution Applicant by the Committee of Creditors with 100% voting share. The Resolution Plan was thereafter approved by the Hon'ble NCLT, Kolkata Bench, vide its detailed order dated 26 February 2024 ("Approval Order").

Based on our verification of the Company's books, papers, minute books, forms and returns filed, and other records maintained by the Company, and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of the secretarial audit, we hereby report that in our opinion, the Company has, during the audit period, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanisms in place, to the extent and in the manner reported hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended 31st March 2026 according to the provisions of:

(i) The Companies Act, 2013 ("the Act") and the Rules made thereunder;
(ii) The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the Rules made thereunder;
(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
(iv) The Foreign Exchange Management Act, 1999 ("FEMA") and the Rules and Regulations made thereunder, to the extent of Foreign Direct Investment and Overseas Direct Investment (not applicable to the Company during the audit period);
(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("the SEBI Act"):
(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (not applicable to the Company during the audit period);
(d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (not applicable to the Company during the audit period);
(e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (not applicable to the Company during the audit period);
(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, in relation to the Companies Act and dealing with clients;
(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (not applicable to the Company during the audit period);
(h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 (not applicable to the Company during the audit period).

(vi) The other General Laws applicable to the Company: None – since the company is not having any operations during the financial year under review.

I have also examined compliance with the applicable clauses of:
– Secretarial Standards as issued and notified by the Institute of Company Secretaries of India;
– The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the amendments made thereunder (“the Listing Regulations”).

During the year under review, the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines and Standards mentioned above.

I further report that:

(a) The Board of Directors of the Company is duly constituted with a proper balance of Executive Directors, Non-Executive Directors, Independent Directors and an Independent Woman Director. The changes in the composition of the Board of Directors that took place during the audit period were carried out in compliance with the provisions of the Act and the Listing Regulations.

(b) Adequate notice was given to all the Directors to schedule Board meetings. Agenda and detailed notes on the agenda were sent at least seven days in advance or through shorter notice which is subsequently ratified in the board meeting by at least one Independent Director and a system exists for seeking and obtaining further information and clarifications on agenda items before the meeting, and for meaningful participation at the meeting. Wherever shorter notices were sent, the Company ensured adequate compliances as required under the Secretarial Standards.

(c) There are no instances of dissent in the decisions taken by the Board as all the Board decisions were unanimously approved.

(d) During the period under review, the Company has generally complied with the applicable provisions of the Listing Regulations. However, it is noted that the audit trail feature of the accounting software used by the Company has not been operated throughout the year, which is an observation brought to light by the Statutory Auditors as well.

(e) Certain forms required to be filed with the MCA were filed belatedly. The delays were primarily attributable to activation of the Company’s MCA filing facility, transition of management, change of company secretary and the prolonged approval timeline for Form INC-28, as represented by the Management.

Based on the information received and records maintained, there are adequate systems and processes in the Company commensurate with its size and operations to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

For Prakul & Kunwarpreet LLP,
Company Secretaries

Sd/-
Prakul Thadi
Partner
Membership No.: A46477
COP:22363
FRN: L2021DE010500
Place: Hyderabad
Date: September 2, 2026
PRN: 5944/2024
UDIN: F013462H001345584

Note: This report is to be read with our letter of even date which is annexed as **Annexure A** and forms an integral part of this report.

ANNEXURE A TO SECRETARIAL AUDITORS' REPORT

To,
The Members,
Kilburn Office Automation Limited
L27106WB1980PLC033140
Vasundhara Building, 2nd Floor Space No.5 And 6, 2/7,
Sarat Bose Road, Kolkata, West Bengal – 700017

Our Secretarial Review Report of even date, for the financial year ended March 31, 2026, is to be read along with this letter.

Management's Responsibility

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

Auditor's Responsibility

1. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for our opinion.
2. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
3. Wherever required, I have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.
4. The compliance of the provisions of Corporate, Specific and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

Disclaimer

1. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Prakul & Kunwarpreet LLP,
Company Secretaries

Sd/-
Prakul Thadi
Partner
Membership No.: A46477
COP:22363
FRN: L2021DE010500
Place: Hyderabad
Date: September 2, 2026
PRN: 5944/2024
UDIN: F013462H001345584

Annexure-4

REMUNERATION AND OTHER DETAILS IN TERMS OF SUB-SECTION 12 OF SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

Not Applicable to the Company – as there are no employees on roll in the Company

Annexure-5

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) INITIATIVES FOR FY 2022-23

Not Applicable to the Company

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CORPORATE GOVERNANCE PHILOSOPHY

Kilburn Office Automation Limited ("the Company") is committed to upholding the principles of good corporate governance, which include integrity, transparency, accountability, and fairness in all its dealings. The Company seeks to maintain systems that promote ethical conduct, compliance with applicable laws, and responsible decision-making across all levels of management.

Following the implementation of the approved Resolution Plan and the constitution of the new Board, the Company continues to strengthen its governance framework with a focus on ensuring transparent disclosures, adherence to statutory requirements, and effective engagement with stakeholders. The Board provides oversight and guidance to the management in matters relating to compliance, internal controls and the orderly transition of the Company in accordance with regulatory expectations.

The Company remains committed to maintaining sound governance practices and will continue to enhance its processes and frameworks as its operations and business activities evolve.

ROLE OF THE BOARD OF DIRECTORS

The primary role of the Board is that of trusteeship – to protect and enhance shareholder value. As trustees, the Board has a fiduciary responsibility to ensure that the Company has clear goals aligned to shareholder value and its growth.

A report on compliance with the principles of Corporate Governance as prescribed under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) is given below:

BOARD OF DIRECTORS

COMPOSITION

As on 31 March 2026, the Board of Directors of the Company comprised as follows:

Name	DIN	Designation
Mr. Yogesh Ramniwas Mandhani	01691583	Non-Executive Director
Mr. Dipesh Nandkishorji Mandhani	06753263	Non-Executive Director
Mr. Gaurav Kasat	08486191	Whole-Time Director & CFO
Ms. Neha Punit Agrawal	02331456	Independent Director
Ms. Pratiksha Santosh Rathi	10849501	Independent Director

BOARD MEETINGS

During the financial year, the following board meetings were held:

S.No.	Date of Board Meeting
1.	May 28, 2025
2.	August 14, 2025
3.	November 14, 2025
4.	December 9, 2025
5.	February 13, 2026

DIRECTORS' REMUNERATION

During the Financial Year none of the Directors received any remuneration.

TABLE 1: NAMES OF THE LISTED COMPANIES WHERE THE DIRECTORS OF THE COMPANY ARE DIRECTORS AND THE CATEGORY OF THEIR RESPECTIVE DIRECTORSHIPS:

Sr. No.	Name of the Director of the Company	Name of the listed companies in which the Director of the Company is a Director	Category of Directorship in the listed companies
1.	Mr. Yogesh Ramniwas Mandhani	Nil	N.A.
2.	Mr. Dipesh Nandkishorji Mandhani	Nil	N.A.
3.	Mr. Gaurav Kasat	Nil	N.A.
4.	Ms. Neha Punit Agrawal	Nil	N.A.
5.	Ms. Pratiksha Santosh Rathi	Nil	N.A.

NON-EXECUTIVE DIRECTORS' SHAREHOLDING AND PECUNIARY RELATIONSHIP

As on 31 March 2026, Non-Executive Director shareholding is Nil. The Company has not issued any convertible instrument to any Non-Executive Director. There are no pecuniary relationship or transactions of the non-executive Directors vis-a-vis the listed entity during the period under review.

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COMMITTEES OF THE BOARD

Table 2 gives the composition of Board-level Committees in FY 2026.

TABLE 2: COMPOSITION OF BOARD-LEVEL COMMITTEES

Name of the Directors	Category	Audit Committee	Stakeholders Relationship Committee	Nomination and Remuneration Committee
Mr. Yogesh Ramniwas Mandhani	Non-Executive	Member	Member	Member
Mr. Dipesh Nandkishorji Mandhani	Non-Executive	-	-	-
Mr. Gaurav Kasat	Executive	-	-	-
Ms. Neha Punit Agrawal	Independent	Chairperson	Chairperson	Chairperson
Ms. Pratiksha Santosh Rathi	Independent	Member	Member	Member

AUDIT COMMITTEE

The composition of the Committee is provided in Table 2. All members of the Audit Committee have accounting and financial management expertise. The Committee generally acts as a link between the Management, Auditors and the Board of Directors of the Company and has full access to financial information. The Company Secretary acts as the Secretary to the Committee.

The Audit Committee reviews the financial results of the Company for each quarter and for the year, internal audits and internal control systems, applicability and compliance of various laws, legal cases, related party transactions, the appointment and remuneration of statutory auditors, and audit reports. Further, the Committee also oversees the vigil mechanism, as required by the provisions of the Companies Act, 2013. Affirmed that no personnel have been denied access to the Committee.

TERM OF REFERENCE

The Terms of reference and role of the Audit Committee are as per Regulation 18 and Schedule II Part C of the SEBI Listing Regulations and Section 177 of the Act.

NOMINATION AND REMUNERATION COMMITTEE

The composition of the Committee is provided in Table 2. Constituted with a mandate that is in compliance with the requirements of the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of Listing Regulations, the Committee has formulated criteria and policy for the identification / appointment of Directors, key managerial personnel and senior management, their remuneration and evaluation.

TERM OF REFERENCE

The terms of reference of the Nomination and Remuneration Committee are as per Regulation 19 and Schedule II of the SEBI Listing Regulations and Section 178 of the Act.

PERFORMANCE EVALUATION CRITERIA FOR INDEPENDENT DIRECTORS

The performance of the Independent Directors was evaluated as per the applicable provisions of the SEBI Listing Regulations.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders' Relationship Committee is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulations read with Section 178 of the Act.

The composition of the Stakeholders Relationship Committee is provided in Table 2.

TERMS OF REFERENCE

The terms of reference of Stakeholders Relationship Committee include satisfactory redressal of investors grievances / complaints; review measures taken for effective exercise of voting rights; review adherence of service standards by Company and RTA and recommends measures for overall improvement in the quality of investor services.

ATTENDANCE

There is 100% attendance of all the directors and members in the respective meetings of the Board as well as the Committees.

The dates of Committee Meetings are as follows:

S.No.	Audit Committee
1.	May 28, 2025
2.	August 14, 2025
3.	November 14, 2025
4.	February 13, 2026

S.No.	Nomination & Remuneration Committee
1.	February 13, 2026

S.No.	Stakeholders' Relationship Committee
1.	August 14, 2025
2.	February 13, 2026

CODE OF CONDUCT

All the Board members and Senior Management Personnel have affirmed compliance with the Code of Conduct for FY 2025-26.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

This is given as a separate chapter in the Annual Report.

DISCLOSURES OF MATERIAL TRANSACTIONS

There were no related party transactions of a materially significant nature in terms of the Listing Regulations that could have a potential conflict with the interests of the Company at large.

ACCOUNTING POLICIES

The Company has adopted accounting treatments which are in conformity with those prescribed by the applicable Accounting Standards.

INSIDER TRADING

In compliance with the SEBI regulations on prevention of insider trading, the Company has a Code of Conduct to regulate, monitor and report trading by Insiders (the 'Code'). The Code lays down guidelines which provide procedures to be followed and disclosures to be made, while dealing in securities of the Company by all persons governed by it.

COMMUNICATION TO SHAREHOLDERS

Full and complete disclosure of information regarding the Company's financial situation and performance is an important part of the Company's Corporate Governance ethics. The Company sends its Annual Report by email to those shareholders whose e-mail addresses are registered with the Company / their depository participants. However, in case Shareholders wish to receive a physical copy of the Annual Report, the Company is happy to provide the same upon request.

GENERAL MEETINGS

Table 3 gives the details of General Meetings held in the last three years. No Special Resolution was taken up in the previous three AGMs.

TABLE 3: DETAILS OF GENERAL MEETINGS HELD FOR THE LAST THREE FINANCIAL YEARS

FY	Category	Remarks	Date & Time
2022-23	AGM	The Company did not conduct AGMs during this period which is prior to the approval of the Resolution Plan. Subsequent to reconstitution of board of directors of the company, the company preferred a waiver application for non-compliance for convening AGMs which is allowed by the BSE.	NA
2023-24	AGM		NA
2024-25	AGM	The Company convened and held its Annual General Meeting for the financial year 2024-25. All resolutions were passed by the shareholders.	December 31, 2025, 4:00 PM, through Video Conferencing (VC) / Other Audio Visual Means (OAVM)

POSTAL BALLOT

No resolution through postal ballot was passed during the year under review.

CAPITAL MARKET COMPLIANCE

The Reconstituted Board, having assumed its responsibilities pursuant to approval of Resolution Plan under CIRP, have ensured the compliance of the requirements of the Listing Regulations as well as other applicable regulations and guidelines prescribed by SEBI.

TRANSFER OF SHARES TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

Pursuant to provisions of Section 124(6) of the Companies Act, 2013 ('The Act'), read with relevant Rules, the Company is required to transfer the shares for which dividend has not been paid or claimed for 7 consecutive years or more to IEPF.

There are no such unclaimed dividend lying with the company.

No claim shall lie against the Company in respect of unclaimed dividend amounts and the corresponding shares transferred to IEPF, pursuant to relevant Rules. Shareholders should note that both the unclaimed dividend, if any, and the shares transferred to IEPF can be claimed back by them from IEPF.

CFO CERTIFICATION

In accordance with the provisions of Regulation 15(2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the CFO certification, is enclosed to this Corporate Governance Report.

CERTIFICATE ON CORPORATE GOVERNANCE

The Company has obtained a certificate from Prakul & Kunwarpreet LLP, Company Secretaries, regarding compliance of conditions of Corporate Governance for FY 2025-26, as prescribed by Schedule V of Listing Regulations, which is attached herewith.

GENERAL SHAREHOLDER INFORMATION

ANNUAL GENERAL MEETING

Date: September 30, 2026

Time: 11.30 A.M.

Venue: Virtually through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

FINANCIAL YEAR

Financial Year (FY) 2025-26 is from 1 April 2025 to 31 March 2026.

BOOK CLOSURE

The dates of book closure are from September 23, 2026, to September 30, 2026, both days inclusive.

LISTING DETAILS

At present, Equity Shares of the Company are listed on the BSE Limited (BSE) in India with BSE Code: 523218. The annual listing fee for the financial year 2025-26 has been paid to the Stock Exchange.

SHARE PRICE AND VOLUMES TRADED

As on the date of this report, the trading in Company's share remains suspended. However, necessary applications have been moved and associated fee has been paid for renovation of suspension in trading of shares of the Company.

DAILY SHARE PRICE MOVEMENT

As on the date of this report, the trading in Company's share remains suspended. However, necessary applications have been moved and associated fee has been paid for renovation of suspension in trading of shares of the Company.

DISTRIBUTION OF SHAREHOLDINGS (AS ON MARCH 31, 2026)

Notional Value of (Rs.)	No of Holders	% age	Amount (Rs.)	% age
Upto 5000	1523	99.35	1,47,900.00	2.77
5001 to 10000	5	0.33	36,700.00	0.69
10001 to 20000	2	0.13	28,620.00	0.54
50001 to 100000	2	0.13	1,18,560.00	2.22
Above 100000	1	0.07	50,00,000.00	93.78
Grand Total	**1533**	**100.00**	**5331780.00**	**100.00**

TABLE 7: SHAREHOLDING PATTERN BY OWNERSHIP AS ON 31 MARCH, 2026

Category	No. of Share-holders	No. of Shares Held	% of Share-holding
Promoter & Promoter Group	1	5,00,000	93.78
Public	1,532	33,178	6.22
Total	**1,533**	**5,33,178**	**100.00**

REGISTRAR AND SHARE TRANSFER AGENT

The Registrar and Share Transfer Agent for the securities, both in physical and electronic form of the Company, is:
MAHESHWARI DATAMATICS PRIVATE LIMITED
Regd. Off.: 23, R. N. Mukherjee Road,
5th Floor, Kolkata – 700 001
Phone: 2248-2248, 2243-5029, 2231-6839
Email: mdpldc@yahoo.com
Website: www.mdpl.in
CIN: U20221WB1982PTC034886

SHARE TRANSFER SYSTEM

There are no share transfers during the Financial Year 2025-26. Systems are in place to ensure share transfers are processed within 15 days from the receipt of complete documents.

DEMATERIALISATION OF SHARES

Equity Shares of the Company are compulsorily traded in dematerialised form on the Stock Exchanges and are available for holding in the depository systems of National Securities Depository Limited and Central Depository Services (India) Limited, which provides adequate liquidity.

REGISTERED OFFICE

Vasundhara Building,
2nd Floor Space No. 5 And 6, 2/7,
Sarat Bose Road, Kolkata, West Bengal – 700017
Email: kilburncompliance@gmail.com

ADDRESS FOR CORRESPONDENCE

The address for correspondence for share transfer, dematerialisation of shares, payment of dividend and any other related queries of analysts, FIIs, institutions, mutual funds and banks is:

Vasundhara Building,
2nd Floor Space No. 5 And 6, 2/7,
Sarat Bose Road, Kolkata, West Bengal – 700017
Email: kilburncompliance@gmail.com

OTHER MANDATORY COMPLIANCES:

A chart or a matrix setting out the skills/expertise/competence of the board of directors specifying the list of core skills / expertise / competencies identified by the board of directors as required in the context of its business(es) and sector(s) for it to function effectively and those actually available with the board:
Explanatory Statement to the AGM Notice may be referred.

Confirmation that in the opinion of the board, the independent directors fulfil the conditions specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, regulations and are independent of the management:
The Board hereby confirms that the independent directors fulfil the conditions specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, regulations and are independent of the management.

Detailed reasons for the resignation of an independent director who resigns before the expiry of his / her tenure along with a confirmation by such director that there are no other material reasons other than those provided:
No such instance during the period under review.

Means of communication
(a) quarterly results: On the websites of the stock exchanges
(b) newspapers wherein results normally published: Financial Express and Lipi Bengali Daily
(c) any website, where displayed: www.kilburnoffice.in
(d) whether it also displays official news releases: Yes
(e) presentations made to institutional investors or to the analysts: On the website of the company as well as on the websites of the stock exchanges

Dividend payment date:
Not Applicable

Commodity price risk or foreign exchange risk and hedging activities:
No such risk as there are no operations.

Details of non-compliance by the listed entity, penalties, strictures imposed on the listed entity by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years:
It is pertinent to note that in accordance with the terms of the Resolution Plan all the penalties, strictures etc. imposed by the stock exchanges due to several non-compliances by the company have been duly waived by the BSE.

Details of establishment of vigil mechanism, whistle blower policy, and affirmation that no personnel has been denied access to the audit committee:
The audit committee oversees the vigil mechanism, as required by the provisions of the Companies Act, 2013 and it is hereby affirmed that no personnel have been denied access to the Committee.

Details of compliance with mandatory requirements and adoption of the non-mandatory requirements:
All the mandatory requirement are duly complied.

Web link where policy for determining 'material' subsidiaries and on dealing with related party transactions is disclosed
https://kilburnoffice.in/pages/policies.php

Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A).
Not Applicable

A certificate from a company secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.
Enclosed to this report.

Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year, the same to be disclosed along with reasons thereof.
No such instance

Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part.
INR 1 Lakh

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

a. number of complaints filed during the financial year: 0

b. number of complaints disposed of during the financial year: 0

c. number of complaints pending as on end of the financial year: 0

The extent to which the discretionary requirements as specified in Part E of Schedule II have been adopted.
Not yet adopted.

ANNEXURE TO CORPORATE GOVERNANCE REPORT

EXCERPT OF NOMINATION & REMUNERATION POLICY

The Policy has been formulated in compliance with Section 178 of the Companies Act, 2013 (read with applicable rules thereto) and Regulation 19 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (Listing Regulations). The Policy provides for appointment / removal / remuneration of Directors, Key Managerial Personnel & Senior Management and Board diversity.

I. APPOINTMENT OF DIRECTOR, KMP AND SENIOR MANAGEMENT

Nomination and Remuneration Committee (NRC) plays an important role in the appointment of Directors, KMPs and Senior Management, review of evaluation processes and senior management's compensation.

NRC shall identify and ascertain the qualification, expertise and experience of the persons being considered for appointment as a Director, KMP or at Senior Management level and recommend the appointment to the Board.

At the time of appointment of an Independent Director, the Committee shall ensure that the appointee shall meet with the requirements of the Companies Act, 2013, Regulation 25 of Listing Regulations and conditions stipulated in the Policy from time to time, for determining independence of a director. Further, the continuity of such Independent Director shall be on the basis of a yearly review process.

II. REMUNERATION OF DIRECTORS, KMP AND OTHER EMPLOYEES

A. Remuneration to Non-Executive Directors (Including Independent Directors)

The remuneration / sitting fee / commission payable to directors shall be in accordance with the statutory provisions of the Companies Act, 2013, and the Rules made thereunder for the time being in force. Review of remuneration of executive directors shall be made by NRC and shall be recommended to the Board for approval, if required. Further, the Board shall apportion the commission amongst the Non-Executive Directors out of available profits in compliance with statutory provisions, on the basis of their involvement and role played for the Company's initiatives and strategic direction. An Independent Director shall not be entitled to any stock option of the Company.

B. CEO and Executive Director

The remuneration of the CEO / Whole-time director / Managing Director (including revisions) are in line with the HR Policy of the Company and recommended by the NRC and approved by the Board in accordance with the applicable statutory provisions of the Companies Act, 2013, and the Rules made thereunder for the time being in force. The remuneration is on the basis of the Company's overall performance, individual's contribution towards Company's performance and trends in the industry in general and comprises a fixed salary, allowances / reimbursements / perquisites, performance incentive.

C. Key Managerial Personnel, Senior Management and other executives

Remuneration comprises fixed salary, allowances / reimbursements / perquisites, performance incentive as per HR policy of the Company and is also subject to NRC / Board approval wherever required statutorily. The remuneration is related to the desired skill set, experience, expertise and long-term relationships.

D. Workmen

Workmen will be paid wages in accordance with the settlement with the recognized union of the workers as per industry practice, as applicable. Where there is no union, workmen wages are as per the industry practice and applicable law. All remuneration components would be in accordance with applicable statutory compliances.

III. LOANS AND ADVANCES TO EMPLOYEES

Any loan and advance are governed by the applicable HR policies, Rules of Procedure for Management and applicable provisions of the Companies Act, 2013, and Rules made thereunder.

IV. DEVIATIONS FROM THIS POLICY

Deviations from the Policy, in extraordinary circumstances, are possible in the interests of the Company if there are specific reasons to do so in an individual case.

V. EXTERNAL ASSISTANCE

NRC may, at its sole discretion, seek advice of external experts / consultants to discharge its duties and responsibilities.

DECLARATION OF COMPLIANCE WITH THE CODE OF CONDUCT

The Members of Kilburn Office Automation Limited,

This is to certify that the New Board has affirmed compliance with the 'Code of Conduct for Directors and Senior Management'.

For and on behalf of the Board of Directors

Sd/-
Mr. Gaurav Kasat
Whole-Time Director & CFO
(DIN: 08486191)

Date: September 2, 2026
Place: Mumbai

COMPLIANCE CERTIFICATE BY CEO & CFO

CFO CERTIFICATION TO THE BOARD

(Pursuant to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Board of Directors,
Kilburn Office Automation Limited

A. The undersigned has reviewed the Financial Statements and the Cash Flow Statement for the year ended March 31, 2026 and that to the best of his knowledge and belief:
i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
ii. 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.

B. There are, to the best of the knowledge and belief of the undersigned, no transactions entered into by the Company during the year which are fraudulent, illegal or violate the Company's code of conduct.

C. The undersigned accepts responsibility for establishing and maintaining internal controls for financial reporting and that the undersigned has evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and has disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which the undersigned are aware and the steps the undersigned has taken or proposed to take to rectify these deficiencies.

D. The undersigned has indicated to the auditors and the Audit Committee:
i. significant changes in internal control over financial reporting during the year;
ii. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
iii. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Sd/-
Gaurav Kasat
Whole-time Director & CFO
Date: September 2, 2026
Place: Mumbai

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To
The Members,
Kilburn Office Automation Limited
L27106WB1980PLC033140
Vasundhara Building, 2nd Floor Space No.5 And 6, 2/7,
Sarat Bose Road, Kolkata, West Bengal – 700017

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Kilburn Office Automation Limited and having CIN L27106WB1980PLC033140and having registered office at Vasundhara Building, 2nd Floor Space No.5 And 6, 2/7, Sarat Bose Road, Kolkata, West Bengal – 700017 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, or the Ministry of Corporate Affairs or any such other statutory authority.

Sr. No.	Name of Director	DIN	Designation	Date of Appointment in Company
1	Mr. Yogesh Ramniwas Mandhani	01691583	Non-Executive Director	July 8, 2024
2	Mr. Dipesh Nandkishorji Mandhani	06753263	Non-Executive Director	July 8, 2024
3	Mr. Gaurav Kasat	08486191	Whole-Time Director & CFO	July 8, 2024
4	Ms. Neha Punit Agrawal	02331456	Independent Director	January 2, 2025
5	Ms. Pratiksha Santosh Rathi	10849501	Independent Director	January 2, 2025

Ensuring the eligibility of the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Prakul & Kunwarpreet LLP,
Company Secretaries

Sd/-
Prakul Thadi
Partner
Membership No.: A46477
COP:22363
FRN: L2021DE010500
Place: Delhi
Date: September 2, 2026
PRN: 5944/2024
UDIN: F013462H001347267

CERTIFICATE ON CORPORATE GOVERNANCE

The Members of Kilburn Office Automation Limited,

We have examined the compliance of conditions of Corporate Governance by M/s. Kilburn Office Automation Limited, for the year ended March 31, 2026, as per the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to review of the procedure and implementation thereof adopted by the Company for ensuring compliance with the conditions of Corporate Governance as stipulated in the Listing Regulations. It is neither an audit nor an expression of opinion on the financial statements of the Company.

No Investor grievance(s) are pending for a period exceeding one month against the Company as per the records maintained by the Company.

In our opinion and to the best of my information and according to the explanations given to us, we hereby certify that the Company has complied with conditions of Corporate Governance as stipulated in the Listing Regulations, as applicable.

We further state that such compliance is neither an assurance as to the further viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Prakul & Kunwarpreet LLP,
Company Secretaries

Sd/-
Prakul Thadi
Partner
Membership No.: A46477
COP:22363
FRN: L2021DE010500
Place: Delhi
Date: September 2, 2026
PRN: 5944/2024
UDIN: F013462H001347300

INDEPENDENT AUDITOR'S REPORT

To
The Members of
KILBURN OFFICE AUTOMATION LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying Ind AS financial statements of KILBURN OFFICE AUTOMATION LIMITED ("the Company") which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including the statement of other comprehensive income), the Cash Flow Statement and the Statement of Changes in Equity and for the year then ended, and notes to the Ind AS financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Ind AS standalone financial statements'').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 as amended (''the Act'') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and its Losses including other comprehensive income, its cash flows and changes in equity for the year ended on that date.

Basis for opinion

We conducted our audit in accordance with the standards on auditing specified under section 143 (10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and We have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

Emphasis of Matter – Certain liabilities standing in the books of the Company have been extinguished and creation of Business Re-Organisation reserve during FY 24-25

We draw attention to Note 2.2. of the financial statements, which describes that pursuant to the order of the Hon'ble National Company Law Tribunal ("NCLT") dated 26.02.2024, the then certain liabilities standing in the books of the Company have been extinguished in the audited financials of year ended 31.03.2025 as directed by the NCLT. The financial statements for the year ended 31.03.2025 were prepared giving effect to the said order. Further, corresponding Business Re-Organisation Reserve of Rs. 4,95,70,789/- has been created as on 31.03.2025. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, are of most significance in our audit of the financial statements of the current period. These matters are addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Management's responsibility for the financial statements

The Company's board of directors are responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (IND AS) specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015 as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The board of directors are also responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collision, forgery, intentional omissions misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in-

- planning the scope of our audit work and in evaluating the results of our work; and
- to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that are of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure "A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by section 143(3) of the Act, we report that:

   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief are necessary for the purpose of our audit.

   b. In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with books of account.

   d. In our opinion, the aforesaid financial statements comply with the accounting standards specified under section 133 of the Companies (Indian Accounting Standards} Rules, 2015, as amended;

   e. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

   f. With respect to the matter to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, in our opinion and to the best of our information and according to the explanations given to us, the Company has not paid/provided for managerial remuneration during the year.

   g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us;

      i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 23 to the financial statements.

      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

      iii. There were no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company.

      iv. (A) The management has represented that, to the best of their knowledge and belief, other than as disclosed in the notes to the accounts, no funds (which are material either individually or in aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. Based on reasonable audit procedures adopted by me, nothing has come to our notice that such representation contains any material misstatement.

      (B) The management has also represented to us that to the best of their knowledge and belief, other than as disclosed in the notes to the accounts, no funds (which are material either individually or in aggregate) have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. Based on reasonable audit procedures adopted by me, nothing has come to our notice that such representation contains any material misstatement; and

v. The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.

v. *Based on our examination, which included test checks, the Company has used accounting software for maintain it books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and however, the same has not been operated throughout the year.*

Further, the question whether we came across any instance of the audit trail feature being tempered with and the audit trail has been preserved by the company, does not arise.

For VINOD KUMAR JAIN & CO
Chartered Accountants
FRN 111513W

Sd/-
VINOD KUMAR JAIN
PROPRIETOR M. No. 36373
PLACE: MUMBAI
DATED: 29-05-2026
UDIN: 26036373ZJEFRW5143

ANNEXURE "A" OF AUDITOR'S REPORT

to the Independent Auditors' report – 31 March 2026

Annexure "A" referred to in our report to the members' of KILBURN OFFICE AUTOMATION LIMITED on the accounts for the year ended 31st March, 2026. We report that: (Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date).

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, we report that:

(I) In respect of its Property, Plant and Equipment
a. (A) The Company does not have any Property, Plant and Equipment. Therefore, the provisions of clause (i)(a)(A) of paragraph 3 of the order are not applicable to the company.;

(B) The Company is not having any intangible assets. Therefore, the provisions of clause (i)(a)(B) of paragraph 3 of the order are not applicable to the company.

b. There being no Property, Plant and Equipment as such, the provisions of clause (i)(b) of paragraph 3 of the order are not applicable to the company.

c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company does not own immovable properties. Therefore, the provisions of clause (i)(a)(c) of paragraph 3 of the order is not applicable to the company.

d. The company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year. Therefore, the provisions of Clause (i)(d) of paragraph 3 of the order are not applicable to the Company.

e. No proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Therefore, the provisions of Clause (i)(e) of paragraph 3 of the order are not applicable to the Company;

(ii) In respect of its inventory
a. In our opinion, there being no inventory provisions of Clause (ii)(a) of paragraph 3 of the order are not applicable to the Company.

b. The company has not been sanctioned working capital limits against current assets in excess of five crores rupees, during the year. Therefore, the provisions of Clause (ii)(b) of paragraph 3 of the order are not applicable to the Company.

(iii) During the year the company has not made any investments; and has not provided any guarantee or security; has granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties, -

> (a) During the year the company has not provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity, if so, Therefore, the provisions of Clause (iii)(a)(A) and (B) and clause (iii)(b), (iii)(c) and (iii)(d) of paragraph 3 of the order are not applicable to the Company;

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.

(v) In our opinion and according to the information and explanations given to us, the company has not accepted deposit or amounts which are deemed to be deposits within the meaning of the provisions of sections 73 to 76 or any other relevant provisions of the Co. Act, 2013 and the Companies (Acceptance of Deposits) Rules, framed there under. According to the information and explanations given to us no order has been passed by the Company Law Board, or National Company Law Tribunal or Reserve bank of India or any court or any other tribunal.

(vi) As informed to us, the Central Government has not prescribed the maintenance of cost records under section 148(1) of the Companies Act, 2013. Therefore, the provisions of clause (vi) of paragraph 3 of the order are not applicable to Company.

(vii) According to information and explanations given to us and records produced in respect of statutory dues:
(a) The Company has generally been regular in depositing with the appropriate authorities undisputed statutory dues including Goods and service tax, Provident Fund, Employees state insurance, Income-tax, sales tax, service tax, duty of customs, duty of appropriate authorities, there were no arrears of outstanding statutory dues as at March 31st 2026 for a period of more than six

months from the date they became payable except TDS Rs. 1,712/-. As informed to us that provisions of Provident Fund and Employees State insurance do not apply to co.

(b) As informed to us there are no dues in respect of Goods and service tax, Income-tax, sales tax, service tax, duty of customs, duty of appropriate authorities that have not been deposited on account of any dispute except income tax as per details given hereunder.

We have been informed that pursuant to the approval of the resolution plan of Hon. National Company Law Tribunal vide its order dated 26.02.2024 all the past statutory dues till the date of the order, whether disputed or undisputed, relating to aforesaid statues stand fully extinguished in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016 and are no longer enforceable against the company. However, we have come across from Income Tax Portal that there are dues outstanding under Income Tax Act, 1961 for AY 2005-06 Rs. 248.79 Lakhs, AY 2009-10 Rs. 3.07 Lakhs, AY 2010-11 Rs. 1.50 Lakhs and AY 2011-12 Rs. 10.53 Lakhs on account of disputes, the company has claimed that the same needs to be deleted as per NCLT order.

(viii) In our opinion and according to the information and explanations given to us, there is no any transaction not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

(ix) (a) In our opinion and according to the information and explanations given to us, the Company had defaulted in repayment of loan or interest thereon, however, pursuant to the approval off the resolution plan of Hon. National Company Law Tribunal vide its order dated 26.02.2024 all the bank loans or interest thereon stand fully extinguished in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016 and are no longer enforceable against the company.

(b) In our opinion and according to the information and explanations given to us, the company has not been a declared willful defaulter by any bank or financial institution or other lender.

(c) In our opinion and according to the information and explanations given to us, the loans were applied for the purpose for which the loans were obtained.

(d) In our opinion and according to the information and explanations given to us, there are no funds raised on short term basis which have been utilized for long term purpose.

(e) In our opinion and according to the information and explanations given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) In our opinion and according to the information and explanations given to us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

(x) (a) According to the information and explanations given by the management, the Company has not raised money by way of initial public offer or further public offer (debt instruments) during the year, accordingly paragraph X(a) of the order is not applicable.

(b) In our opinion and according to the information and explanations given to us, the company has not made preferential allotment or private placement of shares during the year. Therefore, the provisions of Clause (x)(b) of paragraph 3 of the order are not applicable to the Company.

(xi) (a) We have not noticed any case of fraud by the company or any fraud on the Company by its officers or employees during the year. The management has also not reported any case of fraud during the year.

(b) During the year no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As auditor, we did not receive any whistle-blower complaint during the year.

(xii) (a) In our opinion and according to the information and explanations given to us, the company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable and clause (b) and clause (c) of Caro paragraph (xii) are not applicable.

(xiii) Accordingly, to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards. Identification of related parties were made and provided by the management of the Company.

(xiv) (a) In our opinion and based on out examination though the company is required to have an internal audit system under section 138 of the Act, it does not have the same the said system during the year.
(b) *The Company did not have an internal audit system for the period under audit.*

(xv) According to the information and explanations given to us and based on our examination of the records of the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.

(xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause (b) and (c) of paragraph 3(xvii) of the order is not applicable.

(b) The Company has not conducted any Non-Banking Financial or housing Finance activities during the year. Accordingly, paragraph 3(xvi)(b) of the Order are not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, paragraph 3(xvi)(c) and (d) of the Order are not applicable.

(xvii) The Company has incurred cash loss of Rs. 5.04 Lakhs during the current financial year and of Rs.25.91 Lakhs in the immediately preceding financial year.

(xviii) There has been no resignation of the previous statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

(xx) There is no liability of the company under the provisions of section 135 of the Companies Act, relating to Corporate Social Responsibility. Therefore, the provisions of Clause (xx) of paragraph 3 of the order are not applicable to the Company.

(xxi) The company has not made investments in subsidiary company. Therefore, the company does not require to prepare consolidated financial statement. Therefore, the provisions of Clause (xxi) of paragraph 3 of the order are not applicable to the Company.

For **VINOD KUMAR JAIN & CO**
Chartered Accountants
FRN 111513W

Vinod Kumar Jain
Proprietor M. No. 36373

PLACE: MUMBAI,
DATED: 29.05.2026

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF KILBURN OFFICE AUTOMATION LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Kilburn Office Automation Limited ("the Company') as of 31st March, 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls.

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting.

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purpose in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **VINOD KUMAR JAIN & CO**
Chartered Accountants
FRN 111513W

Vinod Kumar Jain
Proprietor M. No. 36373

PLACE: MUMBAI,
DATED: May 29, 2026

KILBURN OFFICE AUTOMATION LIMITED
CIN: L27106WB1980PLC033140
BALANCE SHEET AS FOR THE YEAR ENDED 31ST MARCH 2026

(RUPEES IN LAKHS)

Sr. No.		Particulars	Note No.	As at 31.03.2026 Rs.	As at 31.03.2025 Rs.
		ASSETS			
1		**Non-Current Assets**			
	(a)	Property, Plant and Equipment		-	-
	(b)	Intangible Assets		-	-
	(c)	Financial Assets			
		(i) Investments		-	-
		(ii) Loans & Advances		-	-
		(iii) Other Financial Assets		-	-
	(d)	Deferred tax Assets	2	59.57	85.48
	(e)	**Other Non-Current Assets**			
		(i) Advance Income Tax & TDS (net)		-	-
		(ii) Others	3	18.26	18.26
		Total Non Current Assets		**77.83**	**103.74**
2		**Current Assets**			
	(a)	Inventories		-	-
	(b)	Financial Assets			
		(i) Investments		-	-
		(ii) Trade receivables		-	-
		(iii) Cash and cash equivalents	4	2.47	2.47
		(v) Loans & Advances	5	3.67	6.44
	(c)	Other Current Assets	3	91.66	91.10
		Total Current Assets		**97.80**	**100.01**
		Total Assets		**175.63**	**203.76**
		EQUITY AND LIABILITIES			
		Equity			
	(a)	Equity Share Capital	6	53.32	53.32
	(b)	Other Equity	7	117.67	148.63
		Total Equity		**170.99**	**201.94**
		LIABILITIES			
1		**Non-Current Liabilities**			
	(a)	Financial Liabilities			
		(i) Borrowings		-	-
		(ii) Trade payables		-	-
		(ii) Other financial liabilities		-	-
	(b)	Provisions		-	-
	(c)	Deferred tax liabilities (Net)		-	-
	(d)	Other non-current liabilities		-	-
		Total Non-Current Liabilities		-	-
2		**Current Liabilities**			
	(a)	Financial Liabilities			
		(i) Borrowings		-	-
		(ii)Trade Payables			-
		Total outstanding dues of micro enterprises and small Enter.		-	-
		Total outstanding dues of creditors other than micro enterprises & small enter.		-	-
		(iii) Other financial liabilities		-	-
	(b)	Other current liabilities	8	4.64	1.81
	(c)	Provisions		-	-
	(d)	Current Tax Liabilities (Net)		-	-
		Total Current Liabilities		**4.64**	**1.81**
		Total Equity and Liabilities		**175.63**	**203.76**
		See accompanying notes to the standalone financial statements			
		Material Accounting Policies Information	**1**		
		Notes Forming part of the Accounts	**2 to 27**		

As per our report attached of even date
For Vinod Kumar Jain & Co
Chartered Accountants
Registration No. 111513W

Sd/-
Vinod Kumar Jain
Proprietor M.No. 036373

Place : Mumbai
Dated : 29th May, 2026

For and on behalf of the Board of Directors
KILBURN OFFICE AUTOMATION LIMITED

Sd/-
DIPESH MANDHANI
Director
DIN: 06753263

Sd/-
YOGESH RAMNIWAS MANDHANI
Director
DIN: 01691583

Sd/-
GAURAV KASAT
Chief Financial Officer

Sd/-
POONAM GAURAV CHANDAK
Company Secretary

KILBURN OFFICE AUTOMATION LIMITED
CIN: L27106WB1980PLC033140
PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2026
(RUPEES IN LAKHS)

Sr. No.	Particulars	Note No.	For the year ended 31.03.2026 Rs.	For the year ended 31.03.2025 Rs.
	INCOME			
I	Revenue From Operations	9	-	-
II	Other Income	10	-	-
III	Total Income (I+II)		-	-
IV	**EXPENSES**			
	Cost of Materials Consumed		-	-
	Purchases		-	-
	Changes in Inventories	11	-	-
	Employee Benefits Expense	12	-	-
	Finance Costs	13	0.02	0.01
	Other Expenses	14	5.02	25.89
	Total Expenses (IV)		**5.04**	**25.91**
V	Profit/(loss) before exceptional items and tax (III- IV)		(5.04)	-
VI	**Exceptional Item**		-	-
VII	Profit/(loss) after exceptional items (V + VI)		**(5.04)**	-
VIII	Prior Period Items		-	-
IX	Profit/(Loss) before tax (VII + VIII)		(5.04)	-
X	Tax expense:			
	(1) Income Tax		-	-
	(2) Deferred tax		25.91	(6.52)
XI	Profit (Loss) for the year ended		**(30.95)**	**6.52**
X	Profit/(loss) from discontinued operations		-	-
			-	
XI	Tax expense of discontinued operations		-	-
			-	
XII	Profit/(loss) from Discontinued operations (after tax) (X-XI)		-	-
XI	Profit/(Loss) for the year ended (IX - X)		**(30.95)**	**6.52**
XII	**Other Comprehensive Income**			
	A (i) Items that will not be reclassified to profit or loss (Interest on		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or			
	B (i) Items that will be reclassified to profit or loss			
	(ii) Income tax relating to items that will be reclassified to profit or loss			
XIII	Total Comprehensive Income for the year (XI + XII)		**(30.95)**	**6.52**
XIII(a)	Earnings per equity share (for continuing operation):			
	Basic & Diluted	16	**(5.81)**	**(3.64)**
	(2) Diluted			
XIII(b)	Earnings per equity share (for discontinued operation):			
	Basic & Diluted		-	-
	(2) Diluted			
XIII(c)	Earnings per equity share(for continuing & discontinued operations)			
	Basic & Diluted		**(5.81)**	**(3.64)**
	See accompanying notes to the standalone financial statements			
	Significant Accounting Policies	**1**		
	Notes Forming part of the Accounts	**2 to 27**		

As per our report attached
For Vinod Kumar Jain & Co
Chartered Accountants
Registration No. 111513W

Sd/-
Vinod Kumar Jain
Proprietor M.No. 036373

Place : Mumbai
Dated : 29th May, 2026

For and on behalf of the Board of Directors
KILBURN OFFICE AUTOMATION LIMITED

Sd/-
DIPESH MANDHANI
Director
DIN: 06753263

Sd/-
YOGESH RAMNIWAS MANDHANI
Director
DIN: 01691583

Sd/-
GAURAV KASAT
Chief Financial Officer

Sd/-
POONAM GAURAV CHANDAK
Company Secretary

KILBURN OFFICE AUTOMATION LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2025

(RUPEES IN LAKHS)

Sr. no.	Particulars		YEAR ENDED 31.03.2026		YEAR ENDED 31.03.2025
			-		-
A.	**CASH FLOW FROM OPERATING ACTIVITIES:**				
	Net Profit/(Loss) after tax	(30.95)	(30.95)	-	(19.39)
i	Adjustments for :				
	Depreciation & Amortisation	-		-	
	Interest Income	-		-	
	Profit on Sale of Assets	-		-	
	Taxes	25.91		(6.52)	
	Interest and Financial Expenses	-	-	-	-
	Operating Profit before Working Capital Changes		(5.04)		(25.91)
ii	Movement in Working Capital				
	Decrease/(-Increase) in Trade Receivables	-		-	
	Decrease/(-Increase) in Inventories	-		-	
	Decrease/(-Increase) in long Term Loans & Advances	-		(1.00)	
	Decrease/(-Increase) in Current Loans & Advances	2.77		(6.44)	
	Decrease/(-Increase) in Other Current Assets	(0.56)		(3.80)	
	Increase/(-Decrease) in Trade Payable	-		-	
	Increase/(-Decrease) in Non Current Liabilities &	-		-	
	Increase/(-Decrease) in Current Liabilities & Provisions	2.83	5.04	(14.49)	(25.73)
	Cash generated from operations		-		(51.64)
	Taxes paid		-		-
	Net Cash from Operating Activities		-		(51.64)
					-
B.	**CASH FLOW FROM INVESTING ACTIVITIES:**				
	Purchase of Fixed Assets	-			
	Reduction of Fixed Assets	-		-	
	Adjustment in Business Re-organisation	-		-	
	Increase in Share Capital	-		50.00	
	Decrease/(-Increase) in Investments	-		-	
	Investment in Intangible assets-membership fees	-		-	
	Interest received	-		-	
	Net Cash from Investing Activities		-		50.00

KILBURN OFFICE AUTOMATION LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2025

(RUPEES IN LAKHS)

Sr. no.	Particulars		YEAR ENDED 31.03.2026		YEAR ENDED 31.03.2025
C.	**CASH FLOW FROM FINANCING ACTIVITIES:**				
	Non Current Financial Liabilities				
	Other Financial liabilities	-		-	
	Increase/(Decrease) in borrowings			-	
	Provisions	-		-	
	Current Financial Liabilities				
	Borrowings	-		(10.50)	
	Other Financial Liabilities	-		-	
	Interest and Financial Expenses	-		-	
	Net Cash from Financing Activities		**-**	-	**(10.50)**
	Net Increase (Decrease) in Cash & Cash Equivalents (A+B+C)		**-**		**(12.14)**
	Opening Balance of Cash & Cash Equivalents		**2.47**		14.61
	Closing Balance of Cash & Cash Equivalents		**2.47**		2.47
			-		**(12.14)**

As Per our report attached	For and on behalf of the Board of Directors
FOR VINOD KUMAR JAIN & CO	**KILBURN OFFICE AUTOMATION LIMITED**
Chartered Accountants	
Registration No. 111513W	

Sd/-
Vinod Kumar Jain
Proprietor (M. No.036373)

Sd/-
DIPESH MANDHANI
Director
DIN: 06753263

Sd/-
YOGESH RAMNIWAS MANDHANI
Director
DIN: 01691583

Sd/-
GAURAV KASAT
Chief Financial Officer

Sd/-
POONAM GAURAV CHANDAK
Company Secretary

Place : Mumbai
Dated : 29th May, 2026

KILBURN OFFICE AUTOMATION LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

(Rs. In Lakhs) .

Note 2: DEFERRED TAX LIABILITIES/(ASSETS) (Net)

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Major components of deferred tax arising on account of timing differences are:		
Liabilities		
Accumulated Depreciation	-	-
	-	-
Less:Assets Unabsorbed Business loss c/f	(59.57)	(85.48)
Deferred Tax liabilities/(Assets)	**(59.57)**	**(85.48)**

Note 3: OTHER NON-CURRENT AND CURRENT ASSETS

Particulars	**As at 31.03.2026**	**As at 31.03.2025**	**As at 31.03.2026**	**As at 31.03.2025**
	Non Current		**Current**	
(a) Security Deposits :				
Unsecured,Considered Good	18.26	18.26	-	-
(b) Other Loans & Advance				
Balance with Revenue Authorities	-	-	91.66	91.10
	18.26	**18.26**	**91.66**	**91.10**

Note 4: Cash and Bank Balances

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
(i) Cash and Cash Equivalents		
(a) Cash on hand	0.00	0.00
(b) Balances with banks: In Current Accounts	2.47	2.47
	2.47	**2.47**

Note 5: LOANS & ADVANCES

Particulars	**As at 31.03.2026**	**As at 31.03.2025**	**As at 31.03.2026**	**As at 31.03.2025**
	Non Current		**Current**	
(a) Advances recoverable in Cash or Kind				
(Unsecured, considered doubtful)				
Advance to Suppliers and other advances	-	-	3.67	6.44
(c) Other Loans & Advance				
Unsecured,Considered Good	-	-	-	-
	-	**-**	**3.67**	**6.44**

KILBURN OFFICE AUTOMATION LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

(Rs. In Lakhs) .

Note 7: SURPLUS

Particulars	As at 31.03.2026	As at 31.03.2025
(a) Capital Reserves		
Opening balance	10.00	10.00
Add : Transfer	-	-
Closing balance	**10.00**	**10.00**
(b) General Reserves		
Opening balance	**282.61**	**282.61**
Add : Transfer	**-**	**-**
Closing balance	**282.61**	**282.61**
(c) Securities Premium		
Opening balance	144.55	144.55
Add : Received during the year	-	-
Closing balance	**144.55**	**144.55**
(d) Business Re-Organisation Reserve		
Opening balance	495.71	495.71
Add : Adjustment during the year	-	-
Closing balance	**495.71**	**495.71**
(e) Surplus in Statement of Profit and Loss		
Opening balance	(784.25)	(1,436.55)
Add: Profit (Loss) for the year	(30.95)	(19.39)
Add: Share Capital Reductions	-	671.69
Closing balance	**(815.20)**	**(784.25)**
Grand Total (a+b+c+d+e)	**117.67**	**148.63**

Note 8: OTHER CURRENT LIABILITIES

Particulars	As at 31.03.2026	As at 31.03.2025
Others		
Statutory dues	0.24	0.65
Creditors For Expenses	4.40	1.17
	4.64	**1.81**

(Rs. In Lakhs)

Note 6.1 SHARE CAPITAL

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	No. of shares	**Amount**	**No. of shares**	**Amount**
(a) **Authorised**				
Equity shares of` Rs 10/- par value	80,00,000	800.00	80,00,000	800.00
11% Non Cumulative Redeemable Preference Shares of Rs 100/- Each	1,20,000	120.00	1,20,000	120.00
	81,20,000	920.00	81,20,000	920.00
(b) **Issued**				
Equity shares of Rs 10/- each	5,33,178	53.32	5,33,178	53.32
	5,33,178	53.32	5,33,178	53.32
(c) **Subscribed and fully paid up**				
Equity shares of Rs 10/- each	5,33,178	53.32	5,33,178	53.32
11% Non Cumulative Redeemable Preference Shares of Rs 100/- Each	-	-	-	-
	5,33,178	53.32	5,33,178	53.32
Total	**5,33,178**	**53.32**	**5,33,178**	**53.32**

The Company has one class of Equity shares having a par value of Rs.10/- per share.

The Company has one class of issued shares i.e. Ordinary shares having a par value of Rs.10/- per share. Each holder of ordinary shares is entitled to one vore per share and equal right for dividend. The dividend proposed by the Board of Directors is sibject to approval of shareholders in the ensuing Annual Genral meeting, except in case of interim dividend.

Accordance with the order of the Hon'ble National Company Law Tribunal ("NCLT") dated 26.02.2024 and as per the resolution of Board of Directors of the Company dated 02.01.2025, in accordance with approved resolution plan and consent of the Board Capital reduction/cancellation of its entire existing equity shareholding has been done. Accordingly, the entire equity share capital of the Promoter and Promoter group stands cancelled and reduced to zero without any payout, the shareholding of the public shares is reduced to 1 share against existing 100 shares held by them on record dated 20.12.2024. As a result total share capital on record date i.e. Dec.,20 2024 which was 67,50,100 equity shares of Rs. 10 each, is reduced by promotor holding of 34,32,296 equity shares as Cancelled, balance share of public holding 33,17,804 equity shares of Rs. 10 each is reduced to 33,178 equity shares of Rs. 10 each. This has resulted in existing share capital of Rs. 6,75,01,000 comprising of 67,50,100 Equity shares of Rs. 10 each reduced to 33,178 (Thirty-three Thousand One Hundred Seventy-Eight) Equity shares of Indian Rupees 10 each amounting to paid up Equity share Capital of Rs. 3,31,780 (Three Lakhs Thirty-One Seven Hundred Eighty Only). Thus after reduction paid up share capital of Rs. 6,75,01,000 is reduced to paid up share capital of Rs. 3,31,780/-

KILBURN OFFICE AUTOMATION LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2026

(Rs. In Lakhs)

Note 6.2 Reconciliation of the number of shares and amount outstanding. At the beginning and at the end of the reporting

Particulars	Opening Balance	Fresh issue	Redemption/cancelled	Closing Balance
Equity shares with voting rights				
Year ended 31st March, 2026				
- Number of equity shares	5,33,178	-	-	5,33,178
- Amount Rs.in Lakhs	53.32	-	-	53.32
Year ended 31st March, 2025				
- Number of Equity shares	67,50,100	5,00,000	67,16,922	5,33,178
- Amount Rs.in Lakhs	675.01	50.00	671.69	53.32

Note 6.3 Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31st March, 2026		As at 31st March, 2025	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares of Rs.10 each fully paid:-				
A) Promoters:				
Rcindo Infotech Private Limited	5,00,000	93.78%	5,00,000	93.78%
B) Public				

Note: 6.4. For the period of 5 years immediately preceding the date as at which the Balance Sheet is prepared:

i. There are no shares issued pursuant to contract(s) without payment being received in cash.
ii. There are no shares allotted as fully paid up by way of bonus shares.
iii. There are no shares bought back.

Note 6.5 Details of shares held by Promoters at the end of the year

Class of shares / Name of shareholder	As at 31st March, 2026		As at 31st March, 2025		% changes
	No. of shares	% Holding	No. of shares	% Holding	during the year
Equity shares:-					
Rcindo Infotech Private Limited	5,00,000	93.78%	5,00,000	93.78%	0.00%
	5,00,000	93.78%	5,00,000	93.78%	0.00%

Note 6.6. Shares held by holding/ ultimate holding company and / or their Subsidiaries/ associates

The company does not have any subsidiaries or associates. Rcindo Infotech Private Limited Co is its holding co.

(Rupees in Lakhs)

Note: 9 REVENUE FROM OPERATIONS

Particulars	For the Year Ended 31.03.2026	For the Year Ended 31.03.2025
Revenue From Operations	-	-
TOTAL	**-**	**-**

Note: 10 OTHER INCOME

Particulars	For the Year Ended 31.03.2026	For the Year Ended 31.03.2025
Other Income	-	-
TOTAL	**-**	**-**

NOTE 11: CHANGES IN INVENTORIES

Particulars	For the Year Ended 31.03.2026	For the Year Ended 31.03.2025
Stock in trade		
Inventories at the end of the year ended (a)	-	-
Less: Inventories at the beginning of the year (b)	-	-
Net decrease (a-b)	**-**	**-**

Note: 12 EMPLOYEE BENEFIT EXPENSE

Particulars	For the Year Ended 31.03.2026	For the Year Ended 31.03.2025
Salaries and Wages	-	-
TOTAL	**-**	**-**

Note: 13 FINANCE COSTS

Particulars	For the Year Ended 31.03.2026	For the Year Ended 31.03.2025
Bank Charges	-	0.00
Interest	0.02	0.01
TOTAL	**0.02**	**0.00**

Note: 14 OTHER EXPENSES

Particulars	For the Year Ended 31.03.2026	For the Year Ended 31.03.2025
Auditors Remuneration (Refer to Note 1)	1.00	0.55
Advertisement and Publication	0.93	0.57
CIRP Expenses	-	8.53
Demat and Share Registrar	1.59	4.59
Legal & Professional Fees	1.09	7.65
BSE Listing Fees	-	4.00
Miscellaneous Expenses	0.41	-
TOTAL	**5.02**	**25.89**

NOTE :15 AUDITORS REMUNERATION

Particulars	For the Year Ended 31.03.2026	For the Year Ended 31.03.2025
Statutory Audit Fees	0.40	0.30
Limited Review Fees	0.60	0.25
TOTAL	**1.00**	**0.55**

(Rupees in Lakhs)

Note: 16 EARNING PER SHARES

Particulars	For the Year Ended 31.03.2026	For the Year Ended 31.03.2025
Net Profit after Tax (Rs. In Lakhs)	(30.95)	(19.39)
Weighted No.of Equity Share outstanding during the yr of Rs.10 each	5,33,178	5,33,178
Basic Earning per Equity Share (In Rs.)	(5.81)	(3.64)
Diluted Earning per Equity Share (In Rs.)	(5.81)	(3.64)

Note: 17 RELATED PARTY DISCLOSURES

Name of Related parties and description of relationship

Key Management Personnel: Director :	Dipesh Nandkishorji Mandhani Yogesh Ramniwas Mandhani Gaurav Kasat
Associate Concern:	Indorient Enterprises LLP

The following table provides the total amount of transactions that have been entered into with related parties for the relevent financial year:

(Figures given hereunder in the bracket are of previous year)

Particulars	Associate Concerns	Key Management Personnel	Relative of Key Management Personnel
Advance to Service Provider	(6.44)	-	-
Balance as on 31.03.2026			
Loans & Advances	3.62	-	-
	(6.44)	-	-

Note: 18 CONTINGENT LIABILITIES

a. There is no such contingent liability, as such no provision is made
b. Capital commitment towards new projects: NIL (NIL)

Note: 19 FOREIGN CURRENCY TRANSACTION

Value of Imports Calculated on CIF Basis (Goods)	- NIL (NIL)
Expenditure in Foreign Exchange	- NIL (NIL)
Earning in foreign Currency	- NIL (NIL)

Note: 20

In the opinion of the management all current assets and current laibilities as at 31st March, 2026 are proper and adequately disclosed. However, they are subject to confirmations from parties.

Note: 21

As per the information provided by the management, the balance due to Micro and Small enterprises, as defined under the Micro, Small, and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) is Nil (P.Y. Nil). Further, no interest during the year has been paid or payable under the terms of the MSMED Act, 2006.

Note: 22

Deferred tax assets has been recognised in the books based on the revised calculations available to the company in future assessment years.

Note: 23

Contingent Liability: *The managment has informed that pursuant to the approval of the resolution plan of Hon. National Company Law Tribunal vide its order dated 26.02.2024 all the past statutory dues till the date of the order, whether disputed or undisputed, relating to aforesaid statues stand fully extinguished in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016 and are no longer enforceable against the company. However, we have come across from Income Tax Portal that there are dues outstanding under Income Tax Act, 1961 for AY 2005-06 Rs. 248.79 Lakhs, AY 2009-10 Rs. 3.07 Lakhs, AY 2010-11 Rs. 1.50 Lakhs and AY 2011-12 Rs. 10.53 Lakhs on account of disputes, the company has claimed that the same needs to be deleted as per NCLT order.*

Note: 24

Previous year figures have been regrouped/ rearranged wherever necessary

KILBURN OFFICE AUTOMATION LIMITED

Notes on Financial Statements for the Year Ended 31st March 2026

Rupees in Lakhs

Note: 25 Additional Regulatory Information

Note 25 (a) Ratios

Ratios	As at 31.03.2026	As at 31.03.2025	Variance	Explanation for any change in the ratio by more than 25% compared to the preceding year.
(a) Current Ratio	21.07	55.19	(34.13)	Decrease in Current Liabilities
(b) Debt-Equity Ratio	-	-	-	NA
(c) Debt Service Coverage Ratio	-	-	-	NA
(d) Return on Equity Ratio	(0.95)	(4.86)	3.91	Decrease in other Exp.
(e) Inventory Turnover Ratio	-	-	-	NA
(f) Trade Receivables Turnover Ratio	-	-	-	NA
(g) Trade Payables Turnover Ratio	-	-	-	NA
(h) Net Capital Turnover Ratio	-	-	-	NA
(i) Net Profit Ratio	-	-	-	NA
(j) Return on Capital Employed	-	-	-	NA
(k) Return on Investment	-	-	-	NA

(a) Current Ratio = Current Assets / Current Liabilities

(b) Debt-Equity Ratio = Total Debt / Shareholders' Equity

(c) Debt Service Coverage Ratio = Earnings Available for Debt Service/ Debt Service

(d) Return on Equity Ratio=Net Profit After Taxes less preference dividend(if any)/Average Shareholder's Equity.

(e) Inventory Turnover Ratio=Cost of Goods Sold or Sales/Average Inventory

(f) Trade Receivables Turnover Ratio=Net Credit Sales/Average Trade Receivables

(g) Trade Payables Turnover Ratio=Net Credit Purchases/Average Trade Payables+A6

(h) Net Capital Turnover Ratio=Net Sales/Average Working Capital

Net sales	-	-
Average Working Capital	-	-

(i) Net Profit Ratio=Net Profit After Taxes/Net Sales

(j) Return on Capital Employed=Earning Before Interest and Taxes/Capital Employed

(k) Return on Investment=Income from Investments/Cost of Investment

Note 25. (b) Particulars Relating to Corporate Social Responsibility

As per the Companies Act, 2013, all companies having net worth Rs.500 crores or more, turnover of Rs.1,000 crores or more or net profit of Rs.5 Crores or more in immediate preceeding previous financial year are required to spend at least 2% of average net profit of the company's three immediately preceding financial year. Accordingly, the Company was not required to spend towards CSR activities in financial year ended 31.03.2026, and financial year ended 31.03.2025

Note 25 (c) Particulars of transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 are given hereunder:

Name of struck off Company	Nature of transactions with struck off Company	Balance Outstanding	Relationship with the Struck off company, if any, to be disclosed
NA	NA	NA	NA

Rupees in Lakhs

Note 25 (d) Details of benami property held

The company has not held any benami property during the year ended 31.03.2026 or year ended 31.03.2025.

There is no proceedings have been initiated or pending against the company for holding any benami property under the Benami Transaction (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

Note 25 (e) Title deeds of Immovable Property not held in name of the Company

The company does not hold any such immovable property.

Note 25 (f) Compliance with number of layers of companies :

Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on mumber of Layers) Rules, 2017

Note 25 (g) Compliance with approved Scheme(s) of Arrangements

Company has not prepared any scheme of Arrangements in terms of sections 230 to 237 of the Companies Act, 2013.

Note: 26

(h) Utilisation of borrowed funds and Share Premium

a) During the year, no funds have been advanced or loaned or invested from borrowed funds any other sources or kind of funds by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries, except the money raised by way of intital public offer (including security premium) in the preceeding year have been applied for the purpose of which those were raised.

b) During the year, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Note 27: OTHER DISCLOSURES

1. In the opinion of the management, the current assets, loans & advances are approx. of the same Value as stated, if realised in the ordinary course of business.
2. Trade Payables, Trade Receivables and Loans & Advances are subject to confirmation and reconciliation, if any.
3. Provisions for all known liabilities are adequate and not in excess of amount reasonably necessary.
4. Previous years' figures have been regrouped / rearranged whereever found necessary.

As per our report of even date attached

As per our report attached **For Vinod Kumar Jain & Co** Chartered Accountants Registration No. 111513W	For and on behalf of the Board of Directors **KILBURN OFFICE AUTOMATION LIMITED**	
Sd/- **Vinod Kumar Jain** **Proprietor M.No. 036373**	Sd/- **DIPESH MANDHANI** **Director** **DIN: 06753263**	Sd/- **YOGESH RAMNIWAS MANDHANI** **Director** **DIN: 01691583**
Place : Mumbai **Dated: 29th May, 2026**	Sd/- **GAURAV KASAT** **Chief Financial Officer**	Sd/- **POONAM GAURAV CHANDAK** **Company Secretary**

KILBURN OFFICE AUTOMATION LIMITED

NOTICE OF 45TH ANNUAL GENERAL MEETING
2025-26

KILBURN OFFICE AUTOMATION LIMITED
CIN: L27106WB1980PLC033140
Registered Office: – Vasundhara Building, 2nd Floor Space No. 5 And 6, 2/7, Sarat Bose Road, Kolkata, West Bengal-700017
Email Id: kilburncompliance@gmail.com

NOTICE OF THE 45th ANNUAL GENERAL MEETING

Notice is hereby given that the 45th Annual General Meeting ("AGM") of the Members of Kilburn Office Automation Limited ("the Company") will be held on Wednesday, the 30th day of September 2026, at 11:30 A.M., through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), in compliance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2026, and the reports of the Board of Directors ('the Board') and auditors thereon

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

"RESOLVED THAT the audited financial statements of the Company for the financial year ended March 31, 2026, together with the reports of the Board of Directors and Auditors thereon, be and are hereby approved and adopted."

2. Re-appointment of Mr. Dipesh Nandkishorji Mandhani (DIN: 06753263)

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 of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Dipesh Nandkishorji Mandhani (DIN: 06753263), Non-Executive Director, 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."

SPECIAL BUSINESS:

3. Alteration of the Objects Clause (Clause III) of the Memorandum of Association of the Company pursuant to Sections 4 and 13 of the Companies Act, 2013

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 4 and 13 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and in compliance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and subject to the approval of such regulatory and statutory authorities as may be necessary, the consent of the Members of the Company be and is hereby accorded for the complete substitution and replacement of the existing Clause III (Objects Clause) of the Memorandum of Association of the Company with the following new Clause III, in the format prescribed under Table A of Schedule I to the Companies Act, 2013:

III. The objects for which the company is established are:

A. The main objects for which the Company is established are:

1. To carry on all or any of the business of manufacturers, processors, commission agents, importers, exporters, smelters, refiners, founders, and dealers in all kinds of ferrous and non-ferrous materials; to carry on the business of iron and steel making, including stainless steel, hot metals, and pig iron through blast furnace; to set up and operate sponge iron plants, induction furnaces, blast furnaces, sinter plants, continuous casting and rolling mill plants, and captive power plants from waste gas or sponge iron units for producing sponge iron, steel and alloy steel ingots and billets; to produce all kinds and sizes of re-rolled sections including flats, angles, rounds, squares, hexagons, octagons, rails, joists, channels, strips, sheets, plates, deformed bars, plain and cold twisted bars, TMT bars, bright bars, shaftings, and steel structures; to carry on the business of iron and steel founders, steel melters, steel makers, mechanical engineers, fabricators, contractors, tool makers, brass founders, and metal workers; to set up Annealing, Pickling, Bright Bar, and Forging Units; to manufacture precision engineering components, automotive components, tool and die products, forged components including shafts and flanges, hardware items, wires, cables, rods, strips, ingots, plates, angles, nuts, bolts, and nails; to carry on the business of re-rollers, galvanisers, annealers, enamellers, and electroplaters; and to undertake all processes incidental thereto including cold or hot rolling, re-rolling, slitting, edge-milling, sheeting, stamping, pressing, extruding, forging, gas cutting, drawing, flattening, straightening, and heat treatment, and generally to manufacture, import, export, process, repair, convert, buy, sell, and deal in all such products, raw materials, by-products, allied commodities, machinery, implements, tools, and materials of every description, whether made from ferrous or non-ferrous metals, alloys, metal scrap, or metallic substances.

2. To carry on in India or elsewhere the business of manufacturers, producers, processors, cultivators, growers, importers, exporters, traders, merchants, agents, brokers, stockists, distributors, buyers, sellers, vendors, and consultants in all types of agricultural produce, food products, staple commodities, and products of the soil, including but not limited to rice, wheat, sugar and sugar products, vegetable oils, oil seeds, oil cakes, fruits, and other allied commodities; to refine, preserve, and otherwise process such products in all branches of such business; and to purchase, sell, dispose of, deal in, and act as merchants and agents for or in connection with all or any such products or produce, in all shapes, sizes, uses, capacities, specifications, descriptions, qualities, and varieties, whether generally consumed or used by any living being or meant for any commercial or industrial purpose.

3. To carry on in India or elsewhere the business of manufacturers, producers, processors, cultivators, growers, importers, exporters, traders, merchants, agents, brokers, stockists, distributors, buyers, sellers, vendors, and consultants in all types of agricultural produce, food products, staple commodities, and products of the soil, including but not limited to rice, wheat, sugar and sugar products, vegetable oils, oil seeds, oil cakes, fruits, and other allied commodities; to refine, preserve, and otherwise process such products in all branches of such business; and to purchase, sell, dispose of, deal in, and act as merchants and agents for or in connection with all or any such products or produce, in all shapes, sizes, uses, capacities, specifications, descriptions, qualities, and varieties, whether generally consumed or used by any living being or meant for any commercial or industrial purpose.
4. To generate, accumulate, distribute, transform, convert, transmit, process, develop, store, procure, sell, carry, deal in, and supply renewable and non-renewable energy, including electricity, for the purposes of light, heat, motive power, and all other purposes for which energy or electrical energy can be employed, whether from conventional sources such as heat, thermal, and hydel, or from non-conventional sources such as wind, solar, tidal wave, geothermal, biological, biogas, and coal bed methane; to manufacture and deal in all apparatus, equipment, and things required for or capable of being used in connection with the generation, distribution, supply, accumulation, and employment of such energy, including hydro electricity, solar power, and wind power; to deal in any products and by-products derived from such business, including steam, fuels, ash, and conversion products thereof; and to execute, undertake, and manage turnkey and EPC projects of any kind, including EHV sub-stations, transmission lines, RMU distribution networks, and other power and energy infrastructure projects.

5. To carry on the business of supervising, liaising, lifting, handling, transporting, and providing allied services in connection with minerals, materials, and natural resources of every description, including coal, iron ore, and other raw materials; and to carry on business as manufacturers, producers, merchants, traders, brokers, commission agents, carriers, ship-owners, and in any other capacity, in India or elsewhere, including to manufacture, import, export, buy, sell, barter, exchange, pledge, make advances upon, or otherwise deal in goods, produce, wares, articles, things, and merchandise of any and every description.

B. Matters which are necessary for furtherance of the objects specified in clause III (A):

1. To acquire by concession, grant, purchase, barter, lease, licence, or otherwise, either absolutely or conditionally and either alone or jointly with others, any lands, buildings, machinery, plant, utensils, works, conveniences, and other movable and immovable property of any description; patents, trademarks, concessions, privileges, and other rights for the objects and business of the Company; and to construct, maintain, and alter any buildings or works necessary or convenient for the purposes of the Company.
2. To borrow or raise moneys and to secure the payment thereof in such manner as the Company shall think fit; to issue debentures, debenture stocks, bonds, obligations, and securities of all kinds; to charge or secure the same by trust deed or otherwise on the undertaking of the Company or upon any specific property and rights, present and future, of the Company (including, if thought fit, uncalled capital); and otherwise howsoever, provided that the Company shall not carry on any business of banking as defined under the Banking Regulation Act, 1949.
3. To enter into any negotiations or arrangements with any Government or authorities, supreme, municipal, local, or otherwise, or any person or company; to obtain from any such government, authority, person, or company any rights, privileges, charters, contracts, licences, and concessions which the Company may think desirable; and to carry out, exercise, and comply therewith.
4. To apply for, purchase, or otherwise acquire, and protect, extend, and renew in any part of the world any patents, patent rights, trade marks, designs, licences, concessions, and the like, conferring any exclusive or non-exclusive or limited right to use, or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company; and to use, exercise, develop, or grant licences in respect of, or otherwise turn to account, the property, rights, or information so acquired.
5. To enter into any arrangement for sharing profits, union of interests, co-operation, joint venture, or reciprocal concession with any person or company carrying on or engaged in any business which the Company is authorised to carry on, or which is capable of being conducted so as directly or indirectly to benefit the Company; and to amalgamate with any such person or company.
6. To take or otherwise acquire and hold shares, debentures, or other securities of any company having objects altogether or in part similar to those of the Company, or carrying on any business capable of being conducted so as directly or indirectly to benefit the Company.
7. To invest and deal with the moneys of the Company not immediately required in any manner as may seem expedient, including in securities, deposits, bonds, and other instruments.
8. To lend and advance money or give credit to such persons or companies and on such terms as may seem expedient; to guarantee the performance of any contract or obligation and the payment of money of or by any such persons or companies; and generally to give guarantees and indemnities.
9. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, hundies, bills of lading, warrants, debentures, and other negotiable or transferable instruments; and to deal in foreign currency.
10. To form, incorporate, or promote any company or companies whether in India or in any foreign country, having amongst its other objects the acquisition of all or any of the assets, or the control, management, or development of the Company, or any other objects which the Company considers could directly or indirectly assist in the management of its business, development of its properties, or otherwise prove advantageous.
11. To sell, lease, mortgage, or otherwise dispose of the property, assets, or undertaking of the Company, or any part thereof, for such consideration as the Company may think fit, including for shares, stocks, debentures, or other securities of any other company.
12. To establish and maintain, or to procure the establishment and maintenance of, any contributory or non-contributory pension or superannuation funds, or to provide donations, gratuities, pensions, allowances, or emoluments to persons who are or were at any time in the employment or service of the Company or of any associated company, or who are or

were at any time Directors or officers of the Company, and the families and dependants of any such persons.

13. To undertake, carry out, promote, and sponsor corporate social responsibility initiatives, rural development activities, or any programme for promoting the social and economic welfare or uplift of the public in any rural or urban area, and to incur expenditure on any programme of rural development, national welfare, or social responsibility in accordance with applicable laws.
14. To receive money on deposit or loan and to borrow or raise money in such manner as the Company shall think fit; and to secure the repayment of any money borrowed, raised, or owing by mortgage, charge, or lien on the undertaking of the Company or upon any specific property and rights, present and future, of the Company, provided that the Company shall not do any business of banking as defined under the Banking Regulation Act, 1949.
15. To transact and carry on agency business of any company or concern having objects altogether or in part similar to the objects of the Company, or as merchants, traders, commission agents, underwriters, brokers, financers, contractors, order suppliers, selling agents, engineers, mechanics, and ship owners, for the purposes of the Company.
16. To acquire and take over all or any of the assets and liabilities of such other company, body corporate, organisation, or person, the acquisition or takeover of which shall be calculated, directly or indirectly, to advance the objects or interests of the Company, or to diversify its current line of business, or to add an additional line of business.
17. To evaluate and pursue opportunities for strategic acquisitions, takeovers, mergers, demergers, or business combinations involving companies, business undertakings, or assets that are expected to strengthen the Company's future operations, diversify its business portfolio, and create long-term value for shareholders.
18. To enter into any negotiations or arrangements with any persons, firms, companies, or corporations whether Indian, foreign, or otherwise, for obtaining the grant, licence, or other terms, formula, and benefits; and to obtain technical information, technical know-how, and expert advice in respect of or pertaining to any of the objects of the Company.
19. To pay out of the funds of the Company all expenses which the Company may lawfully pay with respect to its formation and registration, or the issue of its capital, including brokerage and commission for obtaining applications for or placing or underwriting shares, debentures, or other securities of the Company.
20. To distribute among the Members in specie any property of the Company, or any proceeds of sale or disposal of any property of the Company, subject to the provisions of the Companies Act, 2013.
21. To do all such other things as may be deemed incidental or conducive to the attainment of the above objects or any of them; and to carry on any other business whether manufacturing or otherwise that may seem capable of being conveniently carried on in connection with the above objects or calculated directly or indirectly to enhance the value of or render profitable any of the Company's property or rights.

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 constituted / to be constituted by the Board) be and is hereby authorised to do all such acts, deeds, matters, and things, including delegation of authority to any Director(s), Key Managerial Personnel, or any other officer(s) of the Company, as may be considered necessary, proper, or expedient to give effect to this resolution, to file the requisite forms and documents with the Registrar of Companies and such other regulatory authorities as may be required, and to settle any question, difficulty, or doubt that may arise with regard to the alteration of the Memorandum of Association."

4. Alteration of Clause II of the Memorandum of Association of the Company — Change of Registered Office from the State of West Bengal to the State of Maharashtra

To consider and, if thought fit, to pass the following resolution as a **Special Resolution:**

"**RESOLVED THAT** pursuant to Sections 12, 13 and other applicable provisions of the Companies Act, 2013 ("Act") read with Rule 30 of the Companies (Incorporation) Rules, 2014 (including any amendments, modifications or reenactment for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to the confirmation / approval of the Jurisdictional Regional Director, Ministry of Corporate Affairs, or any other Statutory Authorities if any, as may be prescribed from time to time and such other approvals, permissions and sanctions as may be required under the provisions of the Act or under any other law for the time being in force, and pursuant to the approval of the Board of Directors of the Company, consent of the Members of the Company be and is hereby accorded to shift the Registered Office of the Company from its current location in the "State of West Bengal" (falling under the jurisdiction of the Registrar of Companies, Kolkata-I) to the "State of Maharashtra" (falling under the jurisdiction of Registrar of Companies, Mumbai).

RESOLVED FURTHER THAT, subject to confirmation / approval and pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Act read with the rules thereunder, the existing Clause-II of the Memorandum of Association of the Company be substituted with the following new Clause:

'The Registered Office of the Company is situated in the State of Maharashtra.'

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to finalize the address of the registered office of the Company in the State of Maharashtra, as it may consider appropriate.

RESOLVED FURTHER THAT approval of the Company be accorded to the Board of Directors of the Company to fix the date of shifting and to do all such acts, deeds, filings, matters and things and execute all such applications, declarations, deeds, documents, affidavits, instruments and writings, as may be required for the purpose of giving effect to the aforesaid resolution, along with petition to be filed with the Regional Director, South Western Region, Ministry of Corporate Affairs, including but not limited to issue of notices / advertisements and publication of such notices / advertisements in newspaper(s), obtaining orders of shifting of Registered Office from the concerned authorities and delegate all or any of its powers conferred herein to any director(s), officer(s), representative(s) and / or consultant of the Company, if required, as it may in its absolute discretion deem necessary or desirable, and to settle any question, difficulty, or doubt that may arise in this regard, without being required to seek any further consent or approval of the Members."

By Order of the Board of Directors
For Kilburn Office Automation Limited

Sd/-
Poonam Gaurav Chandak
Company Secretary & Compliance Officer
Place: Mumbai
Date: September 2, 2026

NOTES FOR 45TH AGM:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the **Act**') and pursuant to relevant Regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 ('the **Listing Regulations**'), is annexed hereto.

2. The Ministry of Corporate Affairs ("**MCA**") vide its circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, May 5, 2022, December 28, 2022, September 25, 2023, September 19, 2024 and September 22, 2025 ("**MCA Circulars for General Meetings**") and The Securities and Exchange Board of India ("**SEBI**") vide its circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 7, 2023 and October 3, 2024 ("**SEBI Circulars for General Meetings**")) (MCA Circulars for General Meetings and SEBI Circulars for General Meeting are collectively referred to as "the **MCA and SEBI Circulars**"), permitted the holding of the general meetings through VC / OAVM, without the physical presence of the members at a common venue. In compliance with the provisions of the Act, the Listing Regulations, MCA Circulars for General Meetings and SEBI Circulars for General Meetings, the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM will be the registered office of the Company at Vasundhara Building, 2nd Floor Space No. 5 And 6, 2/7, Sarat Bose Road, Kolkata, West Bengal-700017. Attendance of the Members participating in the AGM through VC / OAVM facility shall be counted for the purpose of reckoning the quorum for the AGM as per section 103 of the Act.

3. As the AGM is being held pursuant to MCA Circulars for General Meetings and SEBI Circulars for General Meetings through VC / OAVM, the facility to appoint proxy will not be available for the AGM and hence the Proxy Form and the Attendance Slip are not annexed to this Notice. However, a Body Corporate is entitled to appoint authorised representative to attend the AGM through VC / OAVM and participate thereat and cast their votes through e-voting.

4. Further, pursuant to sections 112 and 113 of the Act, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC / OAVM and cast their vote through e-voting. As the AGM will be held through VC / OAVM, the Route Map is not annexed to this Notice.

5. Electronic copy of complete Annual Report and Notice of AGM are also being sent to all the members whose E-mail IDs are registered with the Company/Depository Participant(s) for communication purposes.

6. Recorded transcript of the proceedings at the AGM shall also be made available on Company's website in Investor Section soon after conclusion of said meeting.

7. Members holding shares in physical mode are requested to intimate Maheshwari Datamatics Private Limited, the Registrar and Transfer Agent of the Company ('the **RTA**') at 23, R. N. Mukherjee Road, 5th Floor, Kolkata – 700 001, changes, if any, in their names, registered address along with pin code number, e-mail address, telephone / mobile number, Permanent Account Number ('PAN'), mandates, nominations, power of attorneys, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc. and relevant evidences. Members holding shares in electronic mode shall update such details with their respective Depository Participant ('DP').

8. In compliance with the aforesaid Circulars, Notice of the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company / RTA / Depositories. The Notice can also be accessed from the websites of the Stock Exchanges where Company is listed i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also available on website of Central Depository Services (India) Limited ('CDSL') (agency for providing the remote e-voting facility and e-voting during the AGM) i.e. www.evotingindia.com.

9. The Register of members and share transfer books of the Company will remain closed from September 23, 2026 to September 30, 2026 (both days inclusive) for the purpose of AGM.

10. **Section 88 of the Act read with Rules framed thereunder provide for maintenance of Members Register having details like e-mail ID, Income Tax Permanent Account Number (PAN), Unique Identification Number, Corporate Identification Number, Father's / Mother's / Spouse's Name, Status, Occupation and Nationality etc.** Form for furnishing these information may be sent to the Company or its Registrar and Share Transfer Agent. Registration of e-mail ID will also facilitate receipt of all communication including Annual Report, Notices and Circulars etc electronically from the Company. Even after registration for e-communication, members will continue to be entitled to receive such documents in physical form, upon making a request for the same.

11. **Mandatory furnishing of KYC details and nomination by holders of physical securities:**
    SEBI, vide its circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021, has prescribed certain mandatory provisions with regard to "Common and Simplified Norms for processing investor's request by RTAs and norms for furnishing PAN, KYC details and Nomination", where the shares are held in physical mode. Said SEBI circular prescribes following norms:

- Common and simplified norms for processing any service request from the holder, pertaining to the captioned items, by the RTAs.
- Electronic interface for processing investor's queries, complaints and service requests.
- Mandatory furnishing of PAN, KYC details and Nomination by holders of physical securities.
- Freezing of folios without valid PAN, KYC details and Nomination and
- Compulsory linking of PAN and Aadhaar by all holders of physical securities.

Members of the Company holding shares in physical mode shall provide the following documents / details to the RTA of the Company:

- PAN.
- Nomination (for all eligible folios) in Form No. SH13 or submit declaration to "Opt-Out" in Form No. ISR-3.

  Note: Any cancellation or change in nomination shall be provided in Form No. SH-14.
- Contact details including postal address with pin code, mobile number, e-mail address.
- Bank account details including bank name and branch, bank account number and IFSC.
- Specimen signature.

Please provide the above documents / details to the RTA of the Company along with other basic details like name of the member, folio number, certificate number and distinctive numbers. As per the said SEBI circular, the Company has uploaded the following documents (along with the SEBI circular) on the website of the Company:

- Form No. ISR-1-request for registering PAN, KYC details or changes / updation thereof.
- Form No. ISR-2-confirmation of signature of securities holder by the Banker.
- Form No. ISR-3-declaration form for opting-out of nomination by holders of physical securities in listed companies.
- Form No. SH-13-nomination form.
- Form No. SH-14-cancellation or variation of nomination.

Further, the contact details of the Company and the RTA are also available on the website of the Company.

SEBI has issued a circular No. SEBI/HO/MIRSD/PoD-1/CIR/2023/37 dated March 16, 2023 (subsumed as part of the SEBI Master Circular No. SEBI/HO/MIRSD/POD1/P/CIR/2024/37 dated May 7, 2024) on 'Common and simplified norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination" which is applicable from April 1, 2023. The norms / procedural requirements for processing service requests of investors are provided in the said SEBI Circular.

Pursuant to the said SEBI circular dated March 16, 2023, the Company has sent letters to all members holding shares in physical mode, whose KYC is pending, to complete their KYC.

SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023 and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE_IAD1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA / Company directly and through existing SCORES platform, the members can initiate dispute resolution through the ODR Portal (https://smartodr.in/login).

12. **September 25, 2026, has been fixed as 'Cut off Date' for determining Members entitled to facility of voting by remote e-voting and for e-voting at said AGM following Regulation 44 of the SEBI LODR, 2015.**

13. Equity Shares of the Company are available for dematerialisation both with NSDL and Central Depository Services (India) Limited ('**CDSL**'). ISIN is **INE793E01014 / INE793E01022**.

14. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

15. In terms of circulars issued by The Securities and Exchange Board of India ('**SEBI**'), it is now mandatory to furnish a copy of Permanent Account Number Card (PAN Card) 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. Members holding shares in physical form can submit their PAN details to the RTA of the Company.

16. As per Regulation 40 of the Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from 1st April 2019. 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 Company's RTA, Maheshwari Datamatics Private Limited for assistance in this regard. In view of the above, members are advised to dematerialize shares held by them in physical form.

17. As per the provisions of section 72 of the Act, the facility of making nomination is available for the members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested

to submit the said details to the DP in case the shares are held by them in electronic mode and to the Company / RTA, in case the shares are held in physical mode.

18. Members holding shares in physical mode, in identical order of names, in more than 1 (one) folios are requested to send to the Company / RTA, the details of such folios together with the share certificates for consolidating their holdings in 1 (one) folio. A consolidated share certificate will be issued to such members after making requisite changes.

19. In case of joint holders, the members whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

20. **Issue of shares in Demat mode only:**
SEBI vide its notification dated January 24, 2022 amended certain provisions of the Listing Regulations, inter-alia, pertaining to issue of shares in demat mode only. Further, SEBI vide its circular No. SEBI/HO/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 issued operational guidelines for demat of securities received for processing investor's service request.

    Dematerialization would facilitate paperless trading through state-of-the-art technology, quick transfer of corporate benefits to members and avoid inherent problems of bad deliveries, loss in postal transit, theft and mutilation of share certificate. It also substantially reduces the risk of fraud. Therefore, we request all those members who have still not dematerialized their shares to get their shares dematerialized at the earliest.

21. SEBI vide its circular dated April 20, 2018 directed all the listed companies to record the PAN and bank account details of all their members holding shares in physical mode. All those members who are yet to update their details with the Company / RTA are requested to do so at the earliest. This will help the members to receive the dividend declared by the Company, directly in their respective bank accounts.

22. Members who have not registered their e-mail address so far are requested to register their e-mail address for receiving all communications including Annual Report, Notices, Circulars, etc. from the Company electronically. The e-mail address can be registered with the DP in case the shares are held in electronic mode and with the RTA in case the shares are held in physical mode.

23. Members desiring any relevant information on the Audited Financial Statements or any matter to be placed at the AGM are requested to write to the Company at least 10 (ten) days in advance of the date of AGM through e-mail on kilburncompliance@gmail.com. The same will be replied by the Company suitably.

24. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Act and all other documents referred to in this Notice will be available for inspection in electronic mode.

    The copies of the documents will also be available for electronic inspection during normal business hours on working days from the date of circulation of the Notice upto the date of AGM. For any communication, members may also send requests to the Company's investor e-mail id kilburncompliance@gmail.com.

25. Members are requested to quote Folio No. or Client ID and DP ID Nos. in all communications with the Company.

26. Equity Shares of the Company are listed on the BSE Limited (Code: 523218).

27. **CDSL INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM AND FOR REMOTE E-VOTING / E-VOTING DURING AGM**

    a) As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide General Circulars Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, and subsequent circulars issued in this regard, the latest being 9/2023 dated September 25, 2023. The forthcoming AGM will thus be held through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
    b) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
    c) The Members can join the AGM in the VC/OAVM mode
    d) 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are

allowed to attend the AGM without restriction on account of first come first served basis.

e) In continuation to this Ministry's General Circular No. 20/2020 dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022, General Circular No. 10/2022 dated 28.12.2022 and General Circular No. 09/2023 dated 25.09.2023 and after due examination, it has been decided to allow companies whose AGMs are due in the Year 2023 or 2024, to conduct their AGMs through VC or OAVM on or before September 30, 2024 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS 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.

a. The remote voting period begins on Sunday, September 27, 2026 at 09:00 A.M. (IST) and ends on Tuesday, September 29, 2026 at 05:00 P.M. (IST). 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 Friday, September 25, 2026, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

b. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.

c. 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.

f) 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.

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	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 and New System Myeasi Tab. After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking

	the e-voting 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 and 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. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login and New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN from an e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile and Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting 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 or joining virtual meeting & voting during the meeting. 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 or joining virtual meeting and voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. After Successful login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@ nsdl.com or call at: 022 - 48867000 and 022 – 24997000

For Physical shareholders and other than individual shareholders holding shares in Demat form.

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

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 e-voting and joining virtual meetings 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 form.

PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) * Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. 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 of KILBURN OFFICE AUTOMATION LIMITED on the e-voting portal.

(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 and 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; kilburncompliance@gmail.com, if they have voted from individual tab and not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM AND E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting and e-voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance latest by Friday, September 25, 2026 mentioning their name, demat account number/folio number, email ID, mobile number at kilburncompliance@gmail.com The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance latest by Friday, September 25, 2026 mentioning their name, demat account number/folio number, email ID, mobile number at kilburncompliance@gmail.com. These queries will be replied to by the Company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. Shareholders are requested to have necessary white listing of websites and supporting software for joining AGM.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available during the AGM.

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), AADHAAR (self-attested scanned copy of Aadhar Card) by email to kilburncompliance@gmail.com.

2. For Individual Demat shareholders – Please update your email ID and mobile no. with your respective Depository Participant (DP) which is mandatory while e-voting and joining virtual meetings through Depository.

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

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

By Order of the Board of Directors
For Kilburn Office Automation Limited

Sd/-
Poonam Gaurav Chandak
Company Secretary & Compliance Officer

Place: Mumbai
Date: September 2, 2026

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Explanatory Statement
In accordance with Section 102 of the Companies Act, 2013

ORDINARY BUSINESS

Item No. 2
Re-appointment of Mr. Dipesh Nandkishorji Mandhani (DIN: 06753263)

The following are the particulars of the Director who is proposed to be re-appointed at the meeting pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2):

Category	Dipesh Nandkishorji Mandhani
DIN	06753263
Age	43
Terms & Conditions of Appointment	Appointed as Director in accordance with the terms of the Resolution Plan
Date of First Appointment on the Board	July 8, 2024
Term / Tenure of Appointment	Liable to retire by rotation
Details of remuneration sought to be paid	Not Applicable
Last drawn remuneration, if applicable	Not Applicable
Shareholding in the company	None
Directorship held in other listed entities as on March 31, 2026	0
Resigned from listed entities in the past three years	0
Brief Profile	Mr. Dipesh Nandkishor Mandhani, Born on 3rd November 1983, is having a strong family business background as his Grand Father Mr. Ramniwas Mandhani as well as Uncles Mr. Yogesh Mandhani & Mr. Gopal Mandhani is a very well know business tycoons in Maharashtra. Having a strong Management skill, new Marking thoughts and good communication skill, Mr. Dipesh Mandhani is running a business of steel industry being a director of Varad Ferro Alloys Private Limited, a growing steel business company in Jalna District since from 2017. Apart from this, he is also contributing his skills as a director in Vision Bio Science Private Limited, a well-known bio fertilizer manufacturing company in Jalna since from 2005.
Other Listed Directorships & Committees	Nil
Relationships with Directors and KMPs	Related to Mr Yogesh Ramniwas Mandhani

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the said resolution, except to the extent of their directorship in entities whose business areas are proposed to be included in the new objects.

SPECIAL BUSINESS

Item No. 3
Alteration of the Objects Clause (Clause III) of the Memorandum of Association of the Company pursuant to Sections 4 and 13 of the Companies Act, 2013

The Company was admitted into Corporate Insolvency Resolution Process ("CIRP") under the Insolvency and Bankruptcy Code, 2016, and had no business operations for a considerable period of time. Pursuant to the Resolution Plan approved by the Hon'ble National Company Law Tribunal, Kolkata Bench vide its order dated February 26, 2024, a new Board of Directors was constituted with effect from July 8, 2024, and the new management assumed charge of the Company.

After detailed deliberations, the Board of Directors is of the opinion that in order to revive and grow the Company, it would be in the best interest of the Company and its shareholders to venture into new business activities, namely: manufacturing and processing of ferrous and non-ferrous metals and steel products including setting up of sponge iron plants and allied steel manufacturing facilities; trading and processing of agricultural produce and food products; generation and distribution of renewable and non-renewable energy including execution of EPC projects; and logistics, material handling, and mineral services, along with strategic acquisitions and allied activities.

A draft copy of the draft revised Memorandum of Association incorporating the proposed substitution of Clause III, together with the resolution passed by the Board of Directors recommending the said alteration, shall be available for inspection by the Members in electronic form from the date of dispatch of this Notice up to and including September 30, 2026, being the date of the Annual General Meeting. Members desirous of inspecting the said documents may send a request by email to kilburncompliance@gmail.com or compliance@kilburnoffice.in, and the same shall be provided to them electronically without any fee, in accordance with Para 4 of MCA General Circular No. 20/2020 dated May 5, 2020 read with MCA General Circular No. 03/2025 dated September 22, 2025.

Accordingly, in order to enable the Company to pursue the aforesaid business activities, it is necessary to alter the Objects Clause (Clause III) of the Memorandum of Association of the Company in accordance with the provisions of Section 13 read with Section 4 of the Companies Act, 2013. The entire Clause III is therefore proposed to be substituted with the new objects covering the main objects to be pursued by the Company and the matters necessary for furtherance thereof, as set out in the resolution at Item No. 3 of this Notice.

The Board of Directors recommends the Special Resolution set out at Item No. 3 of this Notice for approval of the Members.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives are in any way concerned or interested, financially or otherwise, in the said resolution.

Item No. 4
Alteration of Clause II of the Memorandum of Association of the Company — Change of Registered Office from the State of West Bengal to the State of Maharashtra

The registered office of the Company is presently situated in the State of West Bengal. The new management, having assumed charge pursuant to the Resolution Plan approved by the Hon'ble NCLT vide order dated February 26, 2024, has its principal base of business operations in the State of Maharashtra. In view of the proposed business activities and for operational convenience and administrative efficiency, the Board of Directors, after due deliberation, has decided to shift the registered office of the Company from the State of West Bengal to the State of Maharashtra. The proposed change is in the best interest of the Company, shareholders and all concerned parties and will not adversely affect the interests of any members, creditors, employees or other stakeholders of the Company, in any manner. Considering that the Company had no business operations for a considerable period of time, the existing administrative operations of the Company will not be affected in any way.

In accordance with the provisions of Sections 12, 13 and other applicable provisions, if any, of the Act read with the rules made thereunder, the proposed shifting of the Registered Office from one State to another and consequential alteration of Clause II of the Memorandum of Association ('MOA') of the Company requires approval of the Members of the Company by means of a Special Resolution and approval of the Central Government (power delegated to the Regional Director).

Accordingly, approval of the Members is sought at Item No. 4 for shifting of the Registered Office of the Company from the "State of Karnataka" to the "State of West Bengal" and for the consequent alteration to Clause II of the Memorandum of Association of the Company to the following:

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

The Board has recommended the resolution proposed at Item No. 4 for the approval of Members by way of Special Resolution.

A draft copy of the draft revised Memorandum of Association incorporating the proposed substitution of Clause III, together with the resolution passed by the Board of Directors recommending the said alteration, shall be available for inspection by the Members in electronic form from the date of dispatch of this Notice up to and including September 30, 2026, being the date of the Annual General Meeting. Members desirous of inspecting the said documents may send a request by email to kilburncompliance@gmail.com or compliance@kilburnoffice.in, and the same shall be provided to them electronically without any fee, in accordance with Para 4 of MCA General Circular No. 20/2020 dated May 5, 2020 read with MCA General Circular No. 03/2025 dated September 22, 2025.

None of the Directors or Key Managerial Personnel of the Company or their relatives is/are directly or indirectly, concerned or interested, financial or otherwise, in the passing of the aforesaid resolution except to the extent of their shareholding, if any, in the Company.

By Order of the Board of Directors
For Kilburn Office Automation Limited

Sd/-
Poonam Gaurav Chandak
Company Secretary & Compliance Officer

Place: Mumbai
Date: September 2, 2026