KEY CORP LIMITED

16/16-A, Civil Lines, Kanpur - 208 001
CIN-L65921 UP1985 PLC007547
GSTIN : 09AAACK5574A1ZP
e-mail : keycorpltd@gmail.com

8604627809

Date: 17.08.2026

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai (MH) – 400001 IN

Scrip Code: 507948

Subject: Intimation of Notice convening Extra-Ordinary General Meeting ("EOGM") of the shareholders of Key Corp Limited.

Dear Sir/Ma'am,

Pursuant to regulation 30 of Securities Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015 ("Listing Regulation"), we hereby enclose the Notice of the Extraordinary General Meeting ("EOGM") along with the Explanatory Statement (collectively, "Notice") seeking the approval of the shareholders of the Company, which has been scheduled to be held on **Tuesday, 08th September, 2026** at **11:00 A.M.** to consider the following resolution :

Type of Resolution	Resolution
Special	To consider and approve Re-Appointment of Mr. Ravindra Kumar Tandon (DIN: 00159472) As An Independent Director Of The Company

The EGM will be held through Video Conferencing / Other Audio Visual Means without the physical presence of members of the Company ("Members") at a common venue.

In terms of various relevant circulars issued by the Ministry of Corporate Affairs, the Notice is being sent to all the Members, whose Email addresses are registered with the Company / Depositories and whose names appeared in the Register of Members / list of beneficial owners maintained by the Company / Depositories as on the cut-off date i.e., Friday, 14th August 2026. The members through remote e-voting process ("e-voting") can communicate the assent or dissent on the above resolution, within the following period:

Commencement date and time of remote e-voting	Friday, the 04th September, 2026 at 9.00 A.M. (IST)
Conclusion date and time of remote e-voting	Monday, the 07th September, 2026 at 5.00 P.M. (IST)

KANPUR

KEY CORP LIMITED

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The notice of the Extra-Ordinary General Meeting ("EOGM") is also available on Company's website www.keycorpltd.com, website of the Stock Exchange i.e. BSE at www.bseindia.com and also on the website of CDSL at www.evotingindia.com.

Kindly take the same on record.

Thanking You
Yours Sincerely

For and on behalf of the Board
Key Corp Limited

V.K. Pandey
Joint Secretary

Encl : As above

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE EXTRA-ORDINARY GENERAL MEETING ("EOGM") OF KEY CORP LIMITED WILL BE HELD ON TUESDAY, SEPTEMBR 08, 2026, AT 11.00 AM THROUGH VIDEO CONFERENCE ("VC") / OTHER AUDIO-VISUAL MEANS ("OAVM") FACILITY AT DEEMED VENUE i.e., REGISTERED OFFICE OF THE COMPANY SITUATED AT 16/16-A CIVIL LINES KANPUR – 208001, UTTAR PRADESH, INDIA, TO TRANSACT THE FOLLOWING SPECIAL BUSINESSES:

ITEM NO. 1– TO CONSIDER AND APPROVE RE-APPOINTMENT OF MR. RAVINDRA KUMAR TANDON (DIN: 00159472) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149 and 152, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force) and Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ('Listing Regulations') [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force], and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Ravindra Kumar Tandon (DIN: 00159472), who was appointed as an Independent Director of the Company by the members with effect from 10.06.2021, for a period of 5 (Five) consecutive years and whose first term as Independent Director expired on June 09, 2026, and who has been appointed as an Additional Director of the Company in the capacity of Non-Executive Independent Director with effect from June 09, 2026, and who has submitted a declaration of independence as provided under Section 149(6) of the Act and applicable rules made thereunder and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment, and in respect of whom the Company has received a notice in writing in terms of Section 160(1) of the Act from a member proposing his candidature for the office of an Independent Director of the Company, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (five) years effective from June 09, 2026, to June 08, 2031, on such terms and conditions as detailed in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT Board of Directors of the Company and / or the Company Secretary of the Company be and are hereby severally authorised to do all acts, deeds, and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this resolution and matters incidental thereto.

Registered Office: 16/16-Acivil Lines Kanpur,
Uttar Pradesh, India, 208001
CIN: L65921UP1985PLC007547
E-mail: keycorpltd@gmail.com
Place: Kanpur
Date: August 17, 2026

By Order of the Board of Directors

Sd/-
Daya Nath Misra
Company Secretary and
Compliance Officer

NOTES:

1. The Ministry of Corporate Affairs ("MCA") inter-alia vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular No 20/2020 dated May 05, 2020, General Circular No 10/2022 dated December 28, 2022, General Circular 09/2023 dated September 25, 2023 and subsequent circulars issued in this regard, the latest being General Circular 09/2024 dated September 19, 2024 **(collectively referred to as "MCA Circulars")** 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, **(collectively referred to as "SEBI Circulars")** and other applicable circulars issued in this regard, have provided relaxations from compliance with certain provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') has permitted the holding of the EOGM through VC/OAVM, without the physical presence of the members at a common venue. Hence, in compliance with the said MCA circulars and SEBI Circular and provisions of the Companies Act, 2013 ("the Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["SEBI (LODR) Regulations"], the EOGM of the Company is being held through VC/OAVM. Hence, Members through VC/OAVM may attend and participate in the ensuing EOGM through VC/OAVM.

2. In compliance with applicable provisions of the Companies Act, 2013 ("the Act") read with abovementioned MCA Circulars, the EOGM of the Company is being conducted through VC / OAVM. In accordance with the **Secretarial Standard - II** on General Meetings issued by the Institute of Company Secretaries of India ("ICSI"), the proceedings of the EOGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the EOGM. Since the EOGM will be held through VC/OAVM, the Route Map is not annexed to this Notice.

3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the EOGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. Since this EOGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointments of proxies by the Members will not be available for the EOGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

   However, the Body Corporate(s) is/are entitled to appoint authorized representatives to attend the EOGM through VC / OAVM and participate there at and cast their votes through e-voting. Members intending to authorize their representatives to participate and vote at the Meeting are requested to send a certified copy of the Board resolution / authorization letter to the Scrutinizer at E-mail ID keycorpltd@gmail.com authorizing its representative(s) to attend and vote through VC / OAVM on their behalf at the Meeting, pursuant to Section 113 of the Act.

   Institutional Members (i.e., other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to keycorpltd@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com.

4. The Members can join the EOGM in the VC / OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EOGM through VC / OAVM will be made available for 1000 members on a first come first served basis. This will not include large Members (Members holding 2% or more shareholding), Institutional Investors, Directors, the Chairperson of the Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EOGM without restriction on account of first come first served basis.

5. The attendance of the Members attending the EOGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

6. 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 abovementioned MCA Circulars, the Company provides facility of remote e-voting to its Members in respect of the business to be transacted at the EOGM. For this purpose, the Company has entered into an agreement with CDSL for facilitating voting through Electronic Means, as the authorized agency. The facility of casting votes by a member using remote E-voting system as well as venue voting on the date of the EOGM will be provided by CDSL. The E voting credentials shall be sent by CDSL to all the Members of the Company.

7. In case of Joint holders, the Member 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 attend and vote during the Extra-Ordinary General Meeting.

8. In line with MCA Circulars and SEBI Circulars, the Notice calling the EOGM has been uploaded on the website of the Company at www.keycorpltd.com. The Notice calling EOGM is also available on the website of CDSL (agency for providing the Remote and venue e-Voting facility) i.e. www.evongindia.com.

9. The Explanatory Statement as required under Section 102 of the Act is annexed hereto with this Notice. Details under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in terms of Secretarial Standard - 2, in respect of the Director's seeking appointment is annexed hereto with this Notice.

10. The relevant documents referred to in this Notice of EOGM and explanatory statement, will be available electronically for inspection by the Members during the EOGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the Date of EOGM i.e., September 08, 2026.

11. Members seeking to inspect such documents can send an email to keycorpltd@gmail.com.

12. The Company's Registrar and Share Transfer Agents for its Share Registry Work (Physical and Electronic) is ABS Consultant Private Limited having office located at Room No. 99, 6th Floor, Stephen House, 4, B.B.D. Bagh (East), Kolkata, West Bengal – 700001.

13. **ELECTRONIC DISPATCH OF NOTICE OF EOGM:**

In compliance with the MCA Circulars and the SEBI Circulars, Notice of the Extra-Ordinary General Meeting is being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories / RTA. The Company shall send a physical copy of the Notice to those Members who specifically request for the same at keycorpltd@gmail.com mentioning their name, PAN, Folio No./ DP ID and Client ID. Members may note that the Notice will also be available on the website of the Company viz., www.keycorpltd.com and on the websites of the Stock Exchange at www.bseindia.com. The Notice will also be available on the website of CDSL at www.evongindia.com.

14. Members are requested to register / update their E-mail ids, in respect of Electronic Holdings with the Depository through the concerned Depository Participants and in respect of Physical Holdings with ABS Consultant Private Limited (RTA) by following due procedure.

15. To support the 'Green Initiative', the members who have not registered their email-id are requested to register the same with the Company **and** Registrar & Share Transfer Agent to receive Notice of EOGM and other communication electronically.

16. Mr. Anand Khandelia, Practicing Company Secretaries has been appointed as the Scrutiniser to scrutinise the E-voting process of the EOGM in a fair and transparent manner.

17. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number ("PAN") by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit 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 Company/ Registrar and Share Transfer Agent.

18. **SPEAKER REGISTRATION:**

Any Member who wishes to be a speaker in EOGM of the Company shall register himself / herself to be speaker by sending Email ID & Mobile No; and Folio No (For holding shares in Physical) / DP ID & Client ID (For holding shares in Demat) on or before 05.00 P.M. (IST) on Tuesday, September 01, 2026, at keycorpltd@gmail.com. It is to be noted that those Members who have registered themselves as a speaker will only be allowed to express their views / ask questions during the meeting. This may be further noted that the Chairperson, in her discretion may open the floor for discussion, suggestions and deliberation on matters related with Agenda items.

19. Members seeking any information with regard to the resolution as placed at the Extra-Ordinary General Meeting and relevant documents referred to in the accompanying Notice

and in the Explanatory Statements, are requested to write to the Company through email on keycorpltd@gmail.com on or before 05.00 P.M. (IST) on Tuesday, September 01, 2026, so that the required information can be made available during the Extra-Ordinary General Meeting.

20. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Amendment Rules, 2014 Company is pleased to provide the members to exercise their right to vote at EOGM of the Company by electronic means through E-voting facility provided by CDSL. It is noteworthy that credentials pertinent to E-voting facility shall be sent to members of the Company by CDSL.

21. The business set out in the notice of EOGM will be transacted through a remote e-voting system and the instructions and other information relating to remote e-voting provided by CDSL are given below in this Notice. The remote E-voting period commences on Friday, September 04, 2026, at 09:00 A.M. and ends on Monday, September 07, 2026, at 05:00 P.M. The Members whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e., Tuesday, September 01, 2026, may cast their vote electronically. The voting right of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, September 01, 2026.

22. Any person, who acquires shares and becomes a member of the Company after the dispatch of Notice of EOGM by the Company and whose names appear in the Register of Members or Register of Beneficial holders as on the cut-off date i.e., Tuesday, September 01, 2026, may follow the remote e-voting procedure as mentioned in the Notice of EOGM under 'Voting through electronic means to obtain the login id and password to exercise remote e-voting.

23. **GENERAL INSTRUCTIONS FOR PARTICIPATING IN THE 70TH ANNUAL GENERAL MEETING THROUGH VC/OAVM FACILITY AND VOTING THROUGH ELECTRONIC MEANS INCLUDING REMOTE E-VOTING:**

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

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

(i) The voting period begins on Friday, the 04th September, 2026 at 9.00 A.M. (IST) and ends on Monday, the 07th September, 2026 at 5.00 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 Tuesday, September 01, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

(iii) Pursuant to under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

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

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

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.

	3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period 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 & voting during the meeting. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting

	page. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

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

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

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

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

(ix) Click on the EVSN for the relevant "**Key Corp Limited"** on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

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

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

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

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

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

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

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; keycorpltd@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM 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/EGM.

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. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

8. Only those shareholders, who are present in the AGM/EGM 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 EGM/AGM.

9. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to RTA absconsultant99@gmail.com.

2. **2.** For Demat shareholders -, Please update your email id & mobile no. with your respective

Depository Participant (DP).

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

   If you have any queries or issues regarding attending AGM & 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, Assistant Vice President, (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.

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

ITEM NO: 01

The Board of Directors of the Company, at their meeting held on 09.06.2026, had approved the appointment of Mr. Ravindra Kumar Tandon (DIN: 00159472) as an Independent Director of the Company for a term of five (5) consecutive years effective from 10.06.2021, in accordance with the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014.

Mr. Ravindra Kumar Tandon current term as Independent Director is expired on June 09, 2026, and based on the recommendation of the Nomination and Remuneration Committee, in their meeting held on June 09, 2026, and considering his active contribution and valuable guidance provided to the Board and the Company during his tenure, the Board of Directors, at their meeting held on June 09, 2026, have approved the re-appointment of Mr. Ravindra Kumar Tandon as an Independent Director for a second term of Five (5) consecutive years and appointed him as Additional Independent Director, subject to the approval of the Members by way of a Special Resolution.

As per Section 149(10) of the Companies Act, 2013, an Independent Director shall hold office for a term of up to five consecutive years and shall be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

In the opinion of the Board of Directors, Mr. Ravindra Kumar Tandon is a person of integrity, possesses relevant expertise and experience, fulfills the conditions specified for appointment in the Companies Act, 2013, including in Schedule IV thereto, and the Companies (Appointment & Qualification of Directors) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and is independent of the management of the Company.

The Board is of the view that the past performance, skill mapping, knowledge and experience that Mr. Ravindra Kumar Tandon brings along with him will continue to be of immense benefit and value to the Company and pursuant to the recommendation of the NRC, recommend her re-appointment as an Independent Director to the members, not liable to retire by rotation, for a second term of 5 (five) consecutive years on the Board of the Company commencing from June 09, 2026 up to June 08, 20231 (both days inclusive).

Statutory disclosures / declarations:

The Company has received the following statutory disclosures/declarations from Mr. Ravindra Kumar Tandon viz.:

a. Consent in writing to act as director in Form DIR-2, pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 ("the Appointment Rules"),
b. Intimation in Form DIR 8 in terms of the Appointment Rules to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act,

c. Disclosure of Interest in form MBP-1 pursuant to Section 184(1) of the Companies Act 2013 read with Rule 9(1) of the Companies (Meeting of the Board and its Powers) Rules, 2014 and List of Relatives and their interest in other entities.
d. Declaration to the effect that he meets the criteria of independence as provided in subsection (6) of Section 149 of the Act and under Listing Regulations,
e. Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/ CML/2018/24 dated June 20, 2018, that he has not been debarred from holding office of a director by virtue of any order passed by the SEBI or any other such authority;
f. Confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge duties as an Independent Director of the Company;
g. Confirmation that she is in compliance with Rules 6(1) and 6(2) of the Appointment Rules, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

The other details of Mr. Ravindra Kumar Tandon in terms of Regulation 36(3) of the Listing Regulation and Secretarial Standards 2 are given in Annexure I to this Notice.

Mr. Ravindra Kumar Tandon would be entitled to the seating fee, reimbursement of expenses at actuals, if any and commission as approved by the members and as amended from time to time.

Save and except Mr. Ravindra Kumar Tandon and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel (KMP) of the Company and their relatives are in any way, concerned or interested, financially or otherwise.

A copy of draft letter of appointment constituting terms and conditions of re-appointment would be available for inspection by the members at the Corporate Office of the Company between 10:00 a.m. and 01:00 p.m. on all working days of the Company (except Saturdays, Sunday's and Public Holiday's, if any) from the date of dispatch of this Notice till the date EOGM.

The Board of Directors of your Company, therefore, recommends the re-appointment of Mr. Ravindra Kumar Tandon as Independent Director set out at Item Number 1 in the notice, for approval of the members of the Company as a Special Resolution.

Registered Office: 16/16-Acivil Lines Kanpur,
Uttar Pradesh, India, 208001
CIN: L65921UP1985PLC007547
E-mail: keycorpltd@gmail.com
Place: Kanpur
Date: August 17, 2026

By Order of the Board of Directors
Sd/-
Daya Nath Misra
Company Secretary and Compliance Officer

[Details of Director seeking re-appointment pursuant to Regulation 36 (3) of Listing Regulations and Secretarial Standard - 2 on General Meetings]

Sr. No.	Particulars	Details
1.	**Name of Director**	Ravindra Kumar Tandon
2.	**Category / Designation**	Non-Executive Independent Director
3.	**Director Identification Number (DIN)**	00159472
4.	**Date of Birth**	24.06.1953
5.	**Age**	73 Years
6.	**Experience**	He is the Ex-President of the Uttar Pradesh Stock Exchange Association Ltd. Kanpur. He holds experience in secondary market operation for more than 45 Years. He is also Ex-Chairman of United Mercantile Co-operative Bank.
7.	**Original Date of Appointment**	10.06.2021
8.	**Qualifications**	Bachelor Degree in science.
9.	**Brief Profile**	Shri Ravindra Kumar Tandon holds a degree in science. He is the Ex-President of the Uttar Pradesh Stock Exchange Association Ltd. Kanpur. He holds experience in secondary market operation for more than 45 Years. He is also Ex-Chairman of United Mercantile Co-operative Bank.
10.	**Terms and conditions for appointment / reappointment**	Appointed as a Non-Executive Independent Director for a Second term of 5 (Five) consecutive years commencing from 09th June, 2026 to 08th June, 2031 (both days inclusive)
11.	**Directorship in other Companies along with names of listed entities from which the person has resigned in the past three years**	No
12.	**Chairmanship/Membership of Committees in other Companies**	He Hold a Chairmanship position in Nomination and Remuneration Committee (NRC) and Membership position in Audit Committee (AC) and Stakeholder Relationship Committee (SRC).
13.	**Number of Equity Shares held in the Company**	Not Applicable
14.	**Number of Equity Shares held in the Company for any other person on a beneficial basis**	Not Applicable

15.	**Relationship between Directors inter-se; with other Directors and Key Managerial Personnel of the Company**	There is No Relationship between Directors inter-se; and with Key Managerial Personnel of the Company
16.	**Remuneration last drawn, if applicable**	Not Applicable
17.	**Remuneration sought to be paid**	Mr. Yogesh Yashpaul Chadha and Mr. Devesh Srivastava would be entitled to sitting fees for attending the Meetings of the Board of Directors and Committees thereof, as per the approval of the Board from time to time and Shareholders (as applicable) from time to time
18.	**Number of Meetings of the Board attended during the year 2025-26**	03 Meetings Attended out of 05 Board Meeting.
19.	**Skills and capabilities required for the role and the manner in which the proposed person meets such requirements**	Skills, experiences and capabilities required to assist the Board with diversified perspective which, inter-alia, includes: •In-depth understanding of the financial service industry; •Regulatory and operational aspects; •Strategic Leadership; •Reviewing risk management systems, providing guidance on impact of regulatory policies.