



Date: 19th August, 2026

To,
General Manager
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

BSE Symbol: VOLKAI
Scrip Code: 506122

Subject: Addendum to The Notice of 44th Annual General Meeting of Kairosoft AI Solutions Limited.

Sir/Madam,

In continuation of our letter dated 06th August, 2026, informing about 44th Annual General Meeting (AGM) of the Company scheduled to be held on Saturday, 29th August, 2026 at 12:30 P.M. (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM), an addendum to the Notice is being circulated electronically to the Members to whom Notice of the 44th AGM has been sent, in terms of the provisions of the Companies Act, 2013 & Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

A copy of the Addendum to the Notice of 44th AGM is attached herewith and is also available on the website of the Company under "Investors Update" at <https://kairosoft.ai/> at the following link: <https://kairosoft.ai/shareholder-info/>

This is for your information and records.

Thanking You.

Yours Faithfully,

For Kairosoft AI Solutions Limited

Deva Ram

Managing Director

DIN: 09003288

Encl.: As above

 **Registered Office:**
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ADDENDUM TO THE NOTICE OF 44th ANNUAL GENERAL MEETING OF KAIROSOFT AI SOLUTIONS LIMITED

Addendum to the Notice of the 44th Annual General Meeting (AGM) of Kairosoft AI Solutions Limited scheduled to be held on Saturday, 29th August, 2026 at 12:30 P.M. (IST) through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

Pursuant to the provisions of Sections 61(1)(d), 64 and other applicable provisions of the Companies Act, 2013 ('the Act'), and other applicable provisions of the Companies Act, 2013, notice is hereby given to the members of Kairosoft AI Solutions Limited that the Board of directors considered and approved in their meeting was held on 18th August, 2026 subject to approval of shareholders the stock split (sub-division of equity shares) of Company's 01 (One) equity share of face value of Rs. 10/- each into 10 (Ten) equity shares of face value of Rs. 01/- each and consequent approval of alteration in the Capital Clause of Memorandum of Association of the Company.

Accordingly, after requisite statutory compliances, this addendum is being circulated electronically to the members and it shall form an integral part of the original Notice dated 06th August 2026 of 44th AGM of the Company and the notes provided therein, for all purposes.

SPECIAL BUSINESS:

ITEM NO. 5

Sub-Division/Split of Equity Shares from The Face Value of Rs. 10 (Ten)/- Per Share to Face Value of Rs. 01 (One) /- Per Share of the Company

To Consider and if thought fit, to pass, with or without modification(s), if any, the following resolution as **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 61(1)(d), 64 and other applicable provisions of the Companies Act, 2013 ('the Act') and Rules framed thereunder including the statutory modifications thereto and re-enactments thereof for the time being in force and the provisions of Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other rules, regulations, circulars, notifications etc. issued thereunder, subject to such approvals and consents from appropriate authorities, the consent of the Members of the Company be and is hereby accorded for sub-division of each equity share of face value of Rs. 10/- (Rupees Ten Only) into face value of Re. 1/- (Rupee One Only) each.

RESOLVED FURTHER THAT pursuant to the split/sub-division of equity shares of the Company, all the authorized, issued, subscribed and paid-up equity shares of face value of Rs. 10/- (Rupees Ten only) each of the Company existing on the record date to be fixed by the Board of Directors shall stand sub-divided into equity shares of face value of Rs. 1/-(Rupee One only) each fully paid up as given below, without altering the aggregate

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amount of such capital and shall rank pari passu in all respects with the existing fully paid equity share of 10/- each of the company:

Particulars	Pre-Sub-division		Post Sub-division	
	Shares	FV (Rs.)	Shares	FV (Rs.)
Authorized Share Capital				
Equity	1,90,00,000	10	19,00,00,000	1
Issued, Subscribed and Paid-up Share Capital				
Equity	11,82,956	10	1,18,29,560	1

RESOLVED FURTHER THAT upon the split/sub-division of the Equity Shares as aforesaid, the existing Share Certificate(s) in relation to the existing Equity Shares of the Face Value of Rs. 10/- each held in physical form, if any, shall be deemed to have been automatically cancelled with effect from the Record Date and the Board be and is hereby authorized to recall the same from the shareholders, if necessary, and to issue new shares certificates in lieu thereof, with regard to subdivided Equity Shares in accordance with the provisions of the Companies (Share Capital and Debentures) Rules, 2014 (as amended), Articles of Association and other applicable regulations and in the case of the Equity Shares held in the dematerialized form, the sub-divided Equity Shares of the face value of Re. 1/- (Rupee One only) each, fully paid up, shall be credited to the respective beneficiary accounts of the members with their Depository Participants and the Company shall take such corporate actions as may be necessary in relation to the existing Equity Shares.

RESOLVED FURTHER THAT the Board of Directors of the company be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary in relation to the above including the matters incidental thereto and to execute all such documents, instruments and writings as may be required in this connection and, to give effect to the aforesaid resolution including but not limited to fixing of the record date as per the requirements of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and subsequent amendments thereto and such other applicable provisions/ enactments and amendments from time to time, execution of all necessary documents with the Stock Exchanges and the Depositories and/or any other relevant statutory authority, if any, cancellation or rectification of the existing physical share certificates in lieu of the old certificates and to settle any question or difficulty that may arise with regard to the split/sub-division of the Equity Shares as aforesaid or for any matters connected therewith or incidental thereto.”

ITEM NO. 06

To Consider the Alteration in Capital Clause “V” Of Memorandum of Association of The Company.

To Consider and if thought fit, to pass, with or without modification(s), if any, the following resolution as **Ordinary Resolution:**

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“RESOLVED THAT pursuant to the provisions of Section 13, 61 & 64 or all other applicable provisions, read with applicable Rules made there under (including amendments or re-enactment thereof), consent of shareholders of the Company be and is hereby accorded to alter the Authorized Share Capital of the Company from existing INR 19,00,00,000/- (Rupees Nineteen Crore) divided into 1,90,00,000 (One Crore Ninety Lakh Only) Equity Shares of ₹10/- each to ₹19,00,00,000 (Rupees Nineteen Crore) divided into 19,00,00,000 (Nineteen Crore) Equity Shares of ₹1/- each (Rupees One Only) each.

RESOLVED FURTHER THAT the existing Clause V of the Memorandum of Association of the Company be and is hereby substituted by following new Clause:

“V. The Authorized Share Capital of the Company is ₹21,00,00,000 (Rupees Twenty One Crore) divided into 19,00,00,000 (Nineteen Crore) Equity Shares of ₹1/- (Rupee One Only) each and 20,00,000 (Twenty lacs) Preference shares of 10/- (Rupees Ten only) each.”

RESOLVED FURTHER THAT any director of the Company be and are hereby authorized to sign, execute and file necessary application, forms, deeds, documents and writings as may be necessary for and on behalf of the Company and to settle and finalize all issues that may arise in this regard and to do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient or incidental for giving effect to this resolution and to delegate all or any of the powers conferred herein as they may deem fit.”

By Order of the Board
For *Kairosoft AI Solutions Limited*

Deva Ram
Managing Director
DIN: 09003288

Date: 18/08/2026
Place: Delhi

NOTES:

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of the above Special Business to be transacted at the AGM is annexed hereto.
2. All the processes, notes and instructions relating to remote e-voting and e-voting during the AGM as set out in the Notice of 44th AGM of the Company shall mutatis-mutandis apply to the Resolution proposed in this Addendum to the Notice.

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

The following statement sets out all material facts relating to Special Businesses mentioned in the accompanying notice.

ITEM NO. 5:

The Board of Directors of the Company (the “Board”) at its meeting held on August 18, 2026, had subject to the approval of Members of the Company and statutory authority(ies), if any, approved and recommended the sub-division/split of equity shares of the Company such that 1 (One) fully paid-up equity share of the face value of Rs. 10/- (Rupees Ten only) each is sub-divided into 10 (Ten) fully paid up equity shares of the face value of Rs. 1/- (Rupees One only) each, fully paid-up, ranking pari passu with each other in all respects with effect from such date being the Record Date as may be fixed for this purpose by the Board of Directors of the Company (hereinafter referred to as the “Board”, which expression shall be deemed to include a Committee of Directors duly constituted or to be constituted by the Board).

In the opinion of the Board, the proposed sub-division/split will improve the liquidity of companies share and to make more affordable for small investors and also to broad base of small investors. The Record date for the aforesaid sub-division of the equity shares shall be fixed by the Board of Directors.

The sub-division/split will not in any manner affect the rights and obligations of the Members. It is purely arithmetic exercise to improve market accessibility of the shares and does not result in any dilution of shareholding.

Upon approval of shareholder for the sub-division of equity shares, in case the equity shares are held in physical form, the old share certificates of face value of Rs. 10/- each will stand cancelled on the record date and the new share certificate(s) of nominal value of Rs. 01/- each, fully paid up, will be dispatched to the shareholders, and in case the equity shares are in dematerialized form, the sub-divided equity shares will be directly credited to the shareholder’s demat account on record date, in lieu of their existing equity shares.

There will be no change in the amount of authorised preference share capital of the Company.

None of the Directors or the Key Managerial Personnel of the Company (including relative of the director or Key Managerial Personnel of the Company) is in any way whether financially or otherwise concerned or interested in the said resolution.

The Board recommends that the resolution set out at item no. 5 be passed as an **Ordinary Resolution**.

ITEM NO. 06:

The sub-division as aforesaid would also require consequential amendments to the existing Clause V of the Memorandum of Association (“MOA”) of the Company as set out in Item No. 5 of the Notice to reflect the change in face value of each Equity Share of the Company from existing ₹ 10/- (Rupees Ten Only) each to proposed ₹ 1/- each (Rupee One Only) each.

Alteration of the capital clause of MOA to facilitate sub-division of the Equity shares is as under:

Particulars	Pre-Sub-division		Post Sub-division	
	Shares	FV (Rs.)	Shares	FV (Rs.)
Authorized Share Capital				
Equity	1,90,00,000	10	19,00,00,000	1
Issued, Subscribed and Paid-up Share Capital				
Equity	11,82,956	10	1,18,29,560	1

The existing Clause V of the Memorandum of Association of the Company be and is hereby substituted by following new Clause:

“V. The Authorized Share Capital of the Company is ₹21,00,00,000 (Rupees Twenty One Crore) divided into 19,00,00,000 (Nineteen Crore) Equity Shares of ₹1/- (Rupee One Only) each and 20,00,000 (Twenty lacs) Preference shares of 10/- (Rupees Ten only) each.

Pursuant to the provision of section 13 and 61 of Companies Act, 2013 (“the Act”) and any other applicable provision of the Act, if any, alteration of capital clause requires the approval of the members of the Company by way of passing ordinary resolution to that effect.

None of the Directors or the Key Managerial Personnel of the Company (including relative of the director or Key Managerial Personnel of the Company) is in any way whether financially or otherwise concerned or interested in the said resolution.

The Board recommends that the resolution set out at item no. 06 be passed as an **Ordinary Resolution**.

By Order of the Board
For Kairosoft AI Solutions Limited

Deva Ram
Managing Director
DIN: 09003288

Date: 19/08/2026

Place: Delhi

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