KAL/COR/BSE/09/ 2026
September 22, 2026

The Manager
Dept. of Corporate Services,
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

Scrip Code - 530163

Dear Sir,

Subject: Corrigendum to the Notice of the 34th Annual General Meeting of Kerala Ayurveda Limited (the "Company") to be held through Video Conferencing / Other Audio Visual Means.

Ref: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("SEBI Listing Regulations")

This is in continuation of our intimation dated September 05, 2026, regarding the Notice of the 34th Annual General Meeting (**"AGM"**) of the Company scheduled to be held on Monday, September 28, 2026 at 11:00 a.m. through Video Conferencing (**"VC"**)/ Other Audio-Visual Means (**"OAVM"**). The Notice convening the said AGM was circulated to all the shareholders of the Company on September 5, 2026, in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI Listing Regulations.

Pursuant to the approval of the Board of Directors at their meeting held on September 22, 2026, i.e. today, the number of equity shares proposed to be issued under Item No. 4 has been revised from 7,20,000 to 6,55,000 equity shares of Rs.10 each to Katra Holding Private Limited, a member of the Promoter Group, on a preferential basis. Consequent to the proposed allotment, the post-issue shareholding of Katra Holding Private Limited will be 9.41% on an actual basis and 8.89% on a fully diluted basis, as against its current shareholding of 4.85% on an actual basis. The intent of the proposed allotment is not to exceed 5% of the post-issue share capital of the Company, either on an actual basis or on a fully diluted basis, in compliance with the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

The details as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, is enclosed as **Annexure - A**.

Registered Office:
Kerala Ayurveda Limited (An ISO 9001:2015 Certified Company)
XV/551, Athani, Nedumbassery,
Ernakulam, Kerala, 683585.
CIN:L24233KL1992PLC006592
Ph: +91 484 2476301/2/3/4

Corporate Office:
Kerala Ayurveda Limited (An ISO 9001:2015 Certified Company)
12th Floor, Tower A, Summit @ Brigade Metropolis
B-9, ITPL Main Road,
Garudacharpalya, Bengaluru, 560048
Ph:+91- 080-43760897

email: info@keralaayurveda.biz
www.keralaayurveda.biz

In this regard, please find enclosed herewith a Corrigendum to the AGM Notice incorporating the changes pursuant to modification of proposed resolution and explanatory statement with respect to Item No. 4 of the AGM Notice.

This Corrigendum is being circulated electronically to Members and other persons entitled to receive the AGM Notice. It will also be available on the Company's website at www.keralaayurveda.biz, the websites of BSE Limited at www.bseindia.com, and website of CDSL at www.evotingindia.com. A newspaper announcement regarding this Corrigendum will also be published. For queries, Members may write to info@keralaayurveda.biz or csdstd@integratedindia.in.

All other contents of the AGM Notice together with the explanatory statement thereto, save and except as modified or supplemented by the Corrigendum, shall remain unchanged.

You are requested to take the above information on record.

Thanking you,
Yours faithfully,

For Kerala Ayurveda Limited

BINU THOMAS Digitally signed by BINU THOMAS Date: 2026.09.22 18:08:33 +05'30'

Binu Thomas
Company Secretary and Compliance Officer
M No. F11208

Enc: a/a

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ANNEXURE A

<table>
<tr><th>S. No.</th><th>Particulars</th><th>Disclosures</th></tr>
<tr><td>1.</td><td>Type of securities proposed to be issued (viz. equity shares, convertibles etc.)</td><td>Equity shares</td></tr>
<tr><td>2.</td><td>Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)</td><td>Preferential Allotment</td></tr>
<tr><td>3.</td><td>Total Number of Securities proposed to be issued or the total amount for which the securities will be issued (approximately)</td><td>Upto 6,55,000 Equity Shares of face value Rs. 10/- each ("Equity Shares") at a price of Rs. 190.37/- amounting to Rs. 12,46,92,350/-.</td></tr>
<tr><td>4.</td><td>Names of the Investor</td><td>Katra Holding Private Limited</td></tr>
<tr><td>5.</td><td colspan="2">Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors</td></tr>
<tr><td>5A.</td><td>Outcome of the subscription</td><td>
<table>
<tr><th colspan="2">Pre-Issue Shareholding (Actual)</th><th colspan="2">Pre-Issue Shareholding (Diluted)</th></tr>
<tr><th>No. of Shares</th><th>% of Shareholding</th><th>No. of Shares</th><th>% of Shareholding</th></tr>
<tr><td>6,30,000</td><td>4.85%</td><td>6,30,000</td><td>4.57%</td></tr>
<tr><th colspan="2">Post-Issue Shareholding (Actual)</th><th colspan="2">Post-Issue Shareholding (Diluted)</th></tr>
<tr><th>No. of Shares</th><th>% of Shareholding</th><th>No. of Shares</th><th>% of Shareholding</th></tr>
<tr><td>12,85,000</td><td>9.41%</td><td>12,85,000</td><td>8.89%</td></tr>
</table>
</td></tr>
<tr><td>5B.</td><td>Issue price</td><td>Rs. 190.37/-</td></tr>
<tr><td>5C.</td><td>Number of investors</td><td>1 (One)</td></tr>
<tr><td>6.</td><td>In case of convertibles, Intimation on conversion of securities or on lapse of the tenure of the instrument.</td><td>Not Applicable</td></tr>
<tr><td>7.</td><td>Nature of Consideration (Whether cash or consideration other than cash)</td><td>Cash Consideration
(Consideration to be adjusted against existing loan)</td></tr>
</table>

KERALA AYURVEDA LIMITED
CIN: CIN: L24233KL1992PLC006592
Registered office: XV/551, Athani, Nedumbassery, Ernakulam, Kerala, 683585
Ph: +91 484-2476301(4 lines) Fax: 0484-2474376
Email: info@keralaayurveda.biz; Website: www.keralaayurveda.biz

CORRIGENDUM TO THE 34TH ANNUAL GENERAL MEETING

Dear Members,

This Corrigendum is being issued in relation to Item No. 4 of the Notice dated September 04, 2026 (the "AGM Notice") convening the 34th Annual General Meeting ("AGM") of Kerala Ayurveda Limited (the "Company") to be held on Monday, September 28, 2026 at 11:00 A.M. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"). Item No. 4 of the AGM Notice seeks approval for the issue of equity shares on a preferential basis to Katra Holdings Private Limited, forming part of the Promoter Group, by way of partial adjustment of the existing unsecured loan of the Company.

In accordance with Regulation 28(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had filed application with the BSE Limited ("BSE") seeking in-principle approval in relation to the proposed preferential issue of equity shares of the Company, for which the approval of the shareholders is being sought. Thereafter, the BSE advised the Company to provide certain clarifications and additional information in relation to the proposed preferential issue, by way of a corrigendum to the AGM Notice.

Further, pursuant to the approval of the Board of Directors at its meeting held on September 22, 2026, the number of equity shares proposed to be issued under Item No. 4 has been revised from 7,20,000 to 6,55,000 equity shares of Rs.10 each to Katra Holding Private Limited, a member of the Promoter Group, on a preferential basis. Consequent to the proposed allotment, the post-issue shareholding of Katra Holding Private Limited will be 9.41% on an actual basis and 8.89% on a fully diluted basis, as against its current shareholding of 4.85% on an actual basis. The intent of the proposed allotment is not to exceed 5% of the post-issue share capital of the Company, either on an actual basis or on a fully diluted basis, in compliance with the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

The corresponding changes are made to the resolution and explanatory statement forming part of Item No. 4.

For the sake of clarity, the revised Special Resolution and the explanatory statement thereto, incorporating the aforesaid changes, are reproduced below:

Resolution:

<u>"ITEM NO. 4: TO CONSIDER AND APPROVE THE ISSUANCE OF 6,55,000 EQUITY SHARES ON PREFERENTIAL BASIS TO KATRA HOLDING PRIVATE LIMITED, PROMOTER GROUP, BY PARTIALLY ADJUSTING THE EXISTING UNSECURED LOAN OF THE COMPANY</u>

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

"**RESOLVED THAT** pursuant to the provisions of Sections 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "SEBI (ICDR) Regulations"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "SEBI Listing Regulations"), Securities & Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 ("SEBI Takeover Regulations"), and any other applicable laws, rules and regulations, circulars, notifications, clarifications, guidelines issued by the Reserve Bank of India, Ministry of Corporate Affairs, Government of India, the Securities and Exchange Board of India ("SEBI") and provisions of the uniform listing agreement entered into by the Company with BSE Limited, where the shares of the Company are listed ("Stock Exchange" or "BSE"), or any other authority / body and enabling provisions in the Memorandum of Association and Articles of Association of the Company and subject to necessary approvals, sanctions, permissions of appropriate statutory / regulatory and / or other authorities and persons, if applicable and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals / sanctions / permissions and / or consents, if any, and which may be agreed by the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any committee(s), which the Board has constituted or may constitute to exercise its powers, including the powers conferred on the Board by this resolution), consent of the shareholders of the Company be and is hereby accorded to create, offer, issue and allot at an appropriate time, on a preferential basis upto 6,55,000 (Six Lakh and Fifty-Five Thousand) Equity Shares of face value Rs. 10/- (Rupees Ten only) each ("Equity Shares") at a price of Rs. 190.37/- (Rupees One Hundred Ninety and Thirty-Seven Paisa only) per equity share (including a premium of Rs. 180.37/- per equity share), for an amount upto Rs. 12,46,92,350/- (Rupees Twelve Crore Forty-Six Lakh Ninety-Two Thousand Three Hundred and Fifty Only), on a preferential basis at a price determined as per the provisions of Regulation 164 of the SEBI (ICDR) Regulations, in such manner and on such terms and conditions as may be determined by the Board in accordance with Chapter V of the SEBI

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(ICDR) Regulations or any other provisions of the law as may be prevailing as on date and thereby partially adjust the existing unsecured loan of Rs. 26,41,20,000/- (Rupees Twenty-Six Crores Forty-One Lakhs and Twenty Thousand only) of Katra Holding Private Limited, Promoter Group Category ("Proposed Allottee"/"Lender") towards the share price for the issue of 6,55,000 equity shares amounting to Rs. 12,46,92,350/-.

RESOLVED FURTHER THAT the details of the following Proposed Allottee is as provided below:

Sr. No.	Name of the Proposed Allottee	Category	No. of Equity Shares	Amount (in Rs.)
1.	Katra Holding Private Limited	Promoter Group	6,55,000	12,46,92,350
		Total		**12,46,92,350**

RESOLVED FURTHER THAT in accordance with the provisions of Chapter V of the SEBI (ICDR) Regulations, the "Relevant Date" for the purpose of calculating the floor price for the issue of Equity Shares be and is hereby fixed as Friday, August 28, 2026.

RESOLVED FURTHER THAT all such Equity Shares to be issued and allotted by the Board, as a result of partially adjusting the loan against the Equity Shares as aforesaid shall be subject to provisions of Memorandum of Association and Articles of Association of the Company and shall rank pari passu in all respect including dividend and voting rights with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of the Companies Act, 2013 the name of the Proposed Allottee be recorded for the issue of invitation to subscribe to the Equity Shares and a private placement offer cum application letter in Form No. PAS-4 be issued to the Proposed Allottee inviting it to subscribe to the Equity Shares, the consent of the shareholders of the Company be is hereby accorded to the issuance of the same to the Proposed Allottee inviting it to subscribe to the Equity Shares.

RESOLVED FURTHER THAT the subscription money in respect of Equity Shares to be offered to the Proposed Allottee has already been paid by the Proposed Allottee by partially adjusting the Lender's loan into Equity Shares of the Company and that the payment of consideration for the allotment of Equity Shares shall be by appropriation of the outstanding loan due to the Lender.

RESOLVED FURTHER THAT the allotment shall be completed within a period of 15 days from the passing of special resolution by the members of the Company, provided that where the allotment of Equity Shares is subject to receipt of any approval or permission from applicable regulatory authorities, the allotment shall be completed within a period of fifteen (15) days from the date of receipt of last of such approvals or permissions.

RESOLVED FURTHER THAT the Equity Shares to be allotted in terms of this resolution shall be made fully paid up at the time of allotment and shall be issued in dematerialized form and shall be subject to lock-in for such period as may be prescribed under Regulation 167 of the SEBI (ICDR) Regulations and the Equity Shares so offered, issued and allotted will be listed on BSE where the Equity Shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals as the case may be.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any of the Directors or the Company Secretary or the Chief Financial Officer or Chief Executive Director of the Company be and is hereby severally authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Preferential Issue) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in their absolute discretion shall deem fit without being required to seek any fresh approval of the Members and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Equity Shares and listing thereof with the BSE as appropriate and utilisation of proceeds of the Preferential Issue, as may be necessary or expedient in connection with the Preferential Issue, apply to BSE for obtaining of in-principle and listing approval of the Equity Shares and other activities as may be necessary for obtaining listing and trading approvals, file necessary forms with the appropriate authority or expedient in this regard and undertake all such actions and compliances as may be necessary, desirable or expedient for the purpose of giving effect to this resolution in accordance with applicable law including the SEBI (ICDR) Regulations and the SEBI Listing Regulations and to take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the power herein conferred, to any committee or to one or more Directors or executive of the Company including making necessary filings with the BSE and regulatory authorities and execution of any documents on behalf of the Company and to represent the Company before any governmental authorities and to appoint Consultants, Professional Advisors and Legal Advisors to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter(s) referred to or contemplated in any of the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

EXPLANATORY STATEMENT

ITEM NO. 4: TO CONSIDER AND APPROVE THE ISSUANCE OF 6,55,000 EQUITY SHARES ON PREFERENTIAL BASIS TO KATRA HOLDING PRIVATE LIMITED, PROMOTER GROUP, BY PARTIALLY ADJUSTING THE EXISTING UNSECURED LOAN OF THE COMPANY

The special resolution contained in Item No. 4 of the notice, has been approved by the Board of Directors at their Meeting held on September 04, 2026, subject to approval of shareholders of the Company and subject to necessary approval(s) and pursuant to the provisions of Section 23, Section 42 and Section 62 (1)(c) of the Companies Act, 2013 read with the applicable rules made thereunder and the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI ICDR Regulations") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), as amended from time to time, to offer, issue and allot, upto 6,55,000 (Six Lakh Fifty-Five Thousand) Equity Shares of face value Rs. 10/- (Rupees Ten only) each ("Equity Shares") at a price of Rs. 190.37/- (Rupees One Hundred Ninety and Point Three Seven only) per equity share (including a premium of Rs. 180.37/- per equity share), for an amount upto Rs. 12,46,92,350/- (Rupees Twelve Crore Forty-Six Lakh Ninety-Two Thousand Three Hundred and Fifty Only) on a preferential basis to the below mentioned person:

Sr. No.	Name of the Proposed Allottee	Category	No. of Equity Shares	Amount (in Rs.)
1	Katra Holding Private Limited	Promoter Group	6,55,000	12,46,92,350
		Total	**6,55,000**	**12,46,92,350**

The proposed Preferential Issue shall be made in terms of the provisions of Chapter V of the SEBI ICDR Regulations and applicable provisions of the Companies Act, 2013. The approval of the members of the Company is accordingly being sought by way of a 'Special Resolution' under Section 42 and 62(1)(c) of the Companies Act, 2013, read with the rules made thereunder, and Regulation 160 of the SEBI (ICDR) Regulations.

Necessary information or details in respect of the proposed Preferential Issue of Equity Shares in terms of Section 42 and 62(1)(c) of the Companies Act, 2013 read with Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Chapter V of the SEBI ICDR Regulations are as under:

<table>
<tr><th>S. No.</th><th>Particulars</th><th>Details</th></tr>
<tr><td>1.</td><td>Particulars of the offer including date of passing of the Board resolution, kind of securities offered, total/maximum number of securities to be issued and the Issue Price</td><td>The Board of Directors of the Company at their meeting held on Friday, September 04, 2026 and September 21, 2026, subject to the approval of the shareholders of the Company and such other approvals as may be required, had approved the issue of Equity shares having face value of Rs. 10/- (Rupees Ten only) at an issue price of Rs. 190.37/- (Rupees One Hundred Ninety and Thirty-Seven Paisa only) per equity share (including a premium of Rs. 180.37/- per equity share) on a preferential basis, for cash consideration, in the following manner:
<table>
<tr><th>Name and Class of the Proposed Allottee</th><th>Nature and Number of securities</th><th>Price of each security (in Rs.)</th><th>Amount (in Rs.)</th></tr>
<tr><td>Katra Holding Private Limited (Class-Promoter Group)</td><td>6,55,000</td><td>190.37</td><td>12,46,92,350</td></tr>
</table>
The terms and conditions of the Preferential Issue of the Equity Shares are as stated in the Resolution No. 4.</td></tr>
<tr><td>2.</td><td>Objects of the Preferential Issue</td><td>The Board of Directors of the Company has decided to convert unsecured loans into Equity Shares, subject to approval of members of the Company, which is in best interest of the Company to strengthen the financial position of the Company by reducing liabilities, increasing capital base, reducing the debt exposure and increasing the Net Worth of the Company. The Company proposes to reduce the unsecured loan</td></tr>
</table>

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		by adjusting the same against the issue of Equity Shares of the Company.
3.	Relevant Date with reference to which the price has been arrived at	In terms of the provisions of Chapter V of the SEBI (ICDR) Regulations, relevant date for determining the floor price for the Preferential Issue of the Equity Shares is August 28, 2026, being the date 31 days prior to the date of this Annual General Meeting i.e., September 28, 2026 (Being 30 days prior to the last date of AGM falls on Weekend, the preceding date is considered).
4.	Basis on which the price has been arrived at and justification for the price (including premium, if any) at which the offer or invitation is being made and Name and Address of the valuer who performed Valuation/ the price or price band at/within which the allotment is proposed	The Equity Shares of the Company are listed on BSE Limited and are frequently traded in accordance with the SEBI ICDR Regulations. Hence, the same has been considered in accordance with the SEBI ICDR Regulations for the purpose of computation of the floor price. Accordingly, the floor price in terms of Regulation 164 of the SEBI ICDR Regulations, is Rs. 190.37/- (Rupees One Hundred Ninety and Thirty-Seven Paisa only) per equity share (including a premium of Rs. 180.37/- per equity share), being higher of the following: a) the 90 (Ninety) trading days volume weighted average price of the Equity Shares of the Company quoted on BSE, preceding the Relevant Date, is Rs. 181.59/- per equity share; or b) the 10 (Ten) trading days volume weighted average price of the Equity Shares of the Company quoted on the BSE, preceding the Relevant Date, i.e., Rs. 190.37/- per Equity Share. Further, Articles of Association of the Company do not provide for any method of determination for valuation of shares which results in Floor Price higher than determined price pursuant to SEBI ICDR Regulations. Hence, the floor price in terms of Regulation 164 of the SEBI ICDR Regulations shall be Rs. 190.37/- (Rupees One Hundred Ninety and Thirty-Seven Paisa only) per equity share. The pricing certificate dated September 04, 2026 and September 21, 2026, is issued by M/s. BMP & Co. LLP, Practicing Company Secretaries, certifying compliance with the floor price for the proposed preferential issue of the Company, based on the pricing formula prescribed under Regulation 164 of Chapter V of SEBI ICDR Regulations. The issue price shall be subject to appropriate adjustments in the cases specified under Regulation 166 of the SEBI ICDR Regulations.

		The said Report is available at website of the Company at https://www.keralaayurveda.biz/investor-relationships.
5.	Amount which the Company intends to raise by way of such securities	The Company intends to adjust unsecured loan of Rs. 12,46,92,350/- (Rupees Twelve Crore Forty-Six Lakh Ninety-Two Thousand Three Hundred and Fifty Only) by way of issue of Equity Shares of the Company.
6.	Monitoring of Utilization of Funds	As the issue size does not exceed Rs. 100 Crore (Rupees One Hundred Crore only), in terms of Regulation 162A of the SEBI ICDR Regulations, the Company is not required to appoint a SEBI registered credit rating agency as the monitoring agency to monitor the use of the proceeds of the Preferential Issue ("Monitoring Agency").
7.	The class or classes of persons to whom the allotment is proposed to be made	<table><tr><th>Name of Allottee</th><th>Class</th></tr><tr><td>Katra Holding Private Limited</td><td>Promoter Group</td></tr></table>
8.	Intent of the Promoters, Directors, Key Managerial Personnel or Senior Management of the Company to subscribe to the Preferential Issue	Katra Holding Private Limited forms part of the Promoter Group and is participating in the preferential offer. Apart from the Promoter Group, none of the Directors, Key Managerial Personnel or Senior Management or their relatives intend to subscribe to any Equity Shares pursuant to the Preferential Issue.
9.	Material terms of the proposed Preferential Issue of the Equity Shares	The material terms of the proposed preferential issue of Equity Shares are stipulated in the special resolution as set out in Item No. 4 of this Notice.
10.	Proposed time schedule/ the proposed time within which the allotment shall be completed/ Time frame within which the Preferential Issue shall be completed	As required under the SEBI ICDR Regulations, the Equity Shares shall be allotted by the Company within a period of 15 days from the date of passing of Resolution as provided in Item No. 4, provided that where the allotment of the proposed Equity Shares is pending on account of receipt of any approval or permission from any regulatory authority or Government of India, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approvals or permissions.
11.	Name of the proposed allottee,	

<table>
<tr>
<td></td>
<td>class and percentage of post Preferential Issue capital that may be held by them and change in control, if any, in the issuer consequent to the preferential issue</td>
<td>
<table>
<tr><th rowspan="2">Name of Allottee</th><th colspan="2">Pre-Issue Shareholding Structure</th><th rowspan="2">Equity Shares to be allotted</th><th colspan="2">Post Issue Shareholding*</th></tr>
<tr><th>No. of shares</th><th>%</th><th>No. of shares</th><th>%</th></tr>
<tr><td>Katra Holding Private Limited (Class-Promoter)</td><td>6,30,000</td><td>4.85%</td><td>6,55,000</td><td>12,85,000</td><td>9.41%</td></tr>
</table>
*The Post Issue shareholding of Katra Holding Private Limited would amount to 8.89% on diluted basis (considering ESOP granted) and as provided in details in Annexure A.

The percentage of shareholding and voting rights exercised by the shareholders of the Company will change in accordance with the change in the shareholding pattern pursuant to the Preferential Issue as provided in “Annexure A” to the Notice.
</td>
</tr>
<tr>
<td>12.</td>
<td>Contribution being made by the promoters or Directors either as part of the offer or separately in furtherance of object</td>
<td>The Unsecured Loan given by Katra Holding Private Limited (Promoter Group) is being adjusted against the issue of Equity Shares of the Company. Hence, contribution is being made by the promoter group of the Company. Further, none of the Directors shall contribute as part of the offer or separately in furtherance of its objects.</td>
</tr>
<tr>
<td>13.</td>
<td>Principle terms of assets charged as securities</td>
<td>Not Applicable</td>
</tr>
<tr>
<td>14.</td>
<td>Shareholding pattern of the Company before and after the Preferential Issue</td>
<td>The shareholding pattern of the Company giving the position as on the latest available BENPOS dated September 04, 2026, being the latest practicable date prior to the approval of Board of Directors of the Company and issuance of notice to the Members of the Company is provided as “Annexure A” to the Notice.</td>
</tr>
<tr>
<td>15.</td>
<td>Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or</td>
<td>
<table>
<tr><td>Name of the Proposed Allottee</td><td>Katra Holding Private Limited</td></tr>
<tr><td>Ultimate Beneficial Owner</td><td>Ramesh Vangal</td></tr>
<tr><td>Category of the Allottee</td><td>Promoter Group</td></tr>
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</tr>
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<tr><td></td><td>who ultimately control the proposed allottees,</td><td></td></tr>
<tr><td>16.</td><td>Change in Control or Management, if any, that would occur in the Company consequent to the Preferential Issue</td><td>There shall be no change in management or control of the Company pursuant to the aforesaid issue of Equity Shares. However, the percentage of shareholding and voting rights exercised by the shareholders of the Company will change in accordance with the change in the shareholding pattern pursuant to the Preferential Issue.</td></tr>
<tr><td>17.</td><td>Justification for offer being made for consideration other than cash together with the valuation report of the Registered Valuer</td><td>Not applicable. The Offer is being made for cash which is adjusted against the unsecured loans availed.</td></tr>
<tr><td>18.</td><td>Number of persons to whom allotment on preferential basis has already been made during the year, in terms of number of securities as well as price</td><td>Save and except the preferential issue as proposed in the resolution no. 4 as set in the accompanying Notice, the Company has made no other issue or allotment of securities on preferential basis during the financial year 2026–2027.</td></tr>
<tr><td>19.</td><td>Lock-in Period</td><td>The entire pre-preferential shareholding, if any, of the Proposed Allottees, in the Company, shall be locked-in as per Chapter V of the SEBI ICDR Regulations.

The Equity Shares allotted by way of preferential issue shall be locked-in for a period of 90 days from the date of trading approval as specified under Chapter V of the SEBI (ICDR) Regulations.</td></tr>
<tr><td>20.</td><td>Listing</td><td>The Company will make an application to the Stock Exchange, BSE Limited, at which the existing shares of the Company are listed, for listing of the equity shares. Such equity shares, once allotted, shall rank pari-passu with the existing equity shares of the Company in all respects, including dividend and voting rights.</td></tr>
<tr><td>21.</td><td>The current and proposed status of the allottee(s) post the preferential</td><td><table><tr><th>Name of Allottee</th><th>Current Status</th><th>Proposed Status</th></tr></table></td></tr>
</table>

Registered Office:
Kerala Ayurveda Limited **(An ISO 9001:2015 Certified Company)**
XV/551, Athani, Nedumbassery,
Ernakulam, Kerala, 683585.
CIN:L24233KL1992PLC006592
Ph: +91 484 2476301/2/3/4

Corporate Office:
Kerala Ayurveda Limited **(An ISO 9001:2015 Certified Company)**
12th Floor, Tower A, Summit @ Brigade Metropolis
B-9, ITPL Main Road,
Garudacharpalya, Bengaluru, 560048
Ph:+91- 080-43760897

email: info@keralaayurveda.biz
www.keralaayurveda.biz

	issues namely, promoter or non-promoter	Katra Holding Private Limited	Promoter Group	Promoter Group
22.	Practicing Company Secretary Certificate	The certificate from BMP & Co. LLP, Practicing Company Secretary, having its office at 4th Floor, Aishwarya Sampurna, 79/1, Vanivilas Rd, Basavanagudi, Bengaluru- 560004, certifying that the Preferential Issue is being made in accordance with the requirements contained in the SEBI ICDR Regulations shall be available for inspection by the Members during the Meeting and will also be made available on the Company's website and will be accessible at link: https://www.keralaayurveda.biz/investor-relationships		

Other Disclosures:

a. Neither the Company nor its Directors or Promoters have been declared as willful defaulter or fraudulent borrower as defined under the Schedule VI of SEBI ICDR Regulations by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by Reserve Bank of India. Consequently, the undertaking required under Regulation 163(1)(i) is not applicable.

b. None of its Directors or Promoter is a fugitive economic offender as defined under the SEBI ICDR Regulations;

c. The Company is eligible to make the Preferential Issue under Chapter V of the SEBI ICDR Regulations;

d. As the Equity Shares have been listed for a period of more than 90 trading days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable;

e. The Company shall re-compute the price of the Equity Shares to be allotted under the Preferential Issue in terms of the provisions of SEBI (ICDR) Regulations where it is required to do so;

f. If the amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI ICDR Regulations, the Equity Shares to be allotted under the Preferential Issue shall continue to be locked-in till the time such amount is paid by the Proposed Allottee.

g. The Company is in compliance with the conditions for continuous listing of Equity Shares as specified in the listing agreement with the Stock Exchange (i.e., BSE Limited) and the

SEBI Listing Regulations, as amended and circulars and notifications issued by the SEBI thereunder;

h. The Proposed Allottee have not sold or transferred any Equity Shares, if any, during 90 (Ninety) trading days preceding the relevant date.

Accordingly, the approval of the Members of the Company is hereby sought by way of special resolution for authorizing the Board of Directors of the Company to create, offer, issue and allot Equity Shares of the Company as specifically described in the resolutions set out at Item No. 4 of this Notice.

In terms of Rule 14(2) of the Companies (Prospectus and Allotment of Securities) Rules, 2014, a company can make a private placement of its securities under the Companies Act, 2013 only after the approval of its shareholders by way of a special resolution has been obtained. Further, in terms of Regulations 160 of SEBI (ICDR) Regulations, a special resolution needs to be passed by shareholders of a listed company to issue Equity Shares on preferential basis.

The documents referred to in the Notice, for which this shareholder's approval is being obtained, will be available electronically for inspection on website link https://www.keralaayurveda.biz/investor-relationships. Members seeking to inspect such documents can send an email to investor@keralaayurveda.biz. Issue of the said Equity Shares would be well within the Authorised Share Capital of the Company.

The Board of Directors believes that the proposed issue is in the best interest of the Company and its Members and therefore recommends the Special Resolution as set out in Item No. 4 in the accompanying notice for approval by the Members.

Except Mr. Ramesh Vangal, Promoter Director, none of the Directors, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution, except to the extent of their shareholding, if any, in the Company.

ANNEXURE A

Pre-Issue and Post Preferential Issue Shareholding Pattern

Sl No	Category	Pre-Issue Shareholding (Actual Basis)		Pre-Issue Shareholding (Diluted Basis)		Post-Issue Shareholding (Actual basis)		Post-Issue Shareholding (Diluted Basis)	
		No. of Shares	% of Shares	No. of Shares	% of Shares	No. of Shares	% of Shares	No. of Shares	% of shares
A	**Promoter's Holding**								
1	**Indian**								
	Individuals	-	-	-	-	-	-	-	-
	Bodies Corporate	6,30,399	4.85	6,30,399	4.57	12,85,399	*9.42*	12,85,399	8.90
	Sub Total	**6,30,399**	**4.85**	**6,30,399**	**4.57**	**12,85,399**	**9.42**	**12,85,399**	**8.90**
2	**Foreign Promoters**	39,96,627	30.75	39,96,627	28.98	39,96,627	29.28	3996627	27.67
	Sub Total (A)	**46,27,026**	**35.61**	**46,27,026**	**33.55**	**52,82,026**	**38.70**	**52,82,026**	**36.57**
B	**Non-Promoters' holding:**								
1	**Institutional Investors**	4,685	0.04	4,685	0.03	4,685	*0.03*	4,685	0.03
2	**Non-Institution:**								
	Private Corporate Bodies	15,48,050	11.91	15,48,050	11.23	15,48,050	11.34	15,48,050	10.72
	Directors and Relatives	4,73,434	3.64	4,73,434	3.43	4,73,434	3.47	4,73,434	3.28
	Indian Public	54,61,267	42.03	62,55,684	45.37	54,61,267	40.01	62,55,684	43.31
	Others (Including NRIs)	8,80,623	6.78	8,80,623	6.39	8,80,623	6.45	8,80,623	6.10
	Sub Total (B)	**83,68,059**	**64.39**	**91,62,476**	**66.45**	**83,68,059**	**61.30**	**91,62,476**	**63.43**
	Grand Total (A+B)	**1,29,95,085**	**100**	**1,37,89,502**	**100**	**1,36,50,085**	**100.00**	**1,44,44,502**	**100.00**

This Corrigendum forms an integral part of the AGM Notice and shall be read in conjunction with it. This Corrigendum shall prevail to the extent of any inconsistency with those references or the composite resolution. Except as expressly set out herein, the other contents of the AGM Notice, including the Explanatory Statement, remain unchanged.

This Corrigendum is being circulated electronically to Members and other persons entitled to receive the AGM Notice. It will also be available on the Company's website at www.keralaayurveda.biz, the websites of BSE Limited at www.bseindia.com, and website of CDSL at www.evotingindia.com. A newspaper announcement regarding this Corrigendum will also be published. For queries, Members may write to info@keralaayurveda.biz or csdstd@integratedindia.in.

By Order of the Board of Directors
For Kerala Ayurveda Limited

BINU THOMAS Digitally signed by BINU THOMAS Date: 2026.09.22 18:09:06 +05'30'

Binu Thomas
Company Secretary & Compliance Officer
(**M No. F11208**)

Date: September 22, 2026
Place: Bengaluru