KHADIM

July 24, 2026

The Manager
The Department of Corporate Services
BSE Limited
P. J. Towers
Dalal Street, Mumbai - 400 001
Scrip Code - 540775

The Manager
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai - 400 051
Symbol - KHADIM

Dear Sir / Madam,

Subject: Corrigendum to the Notice of the Extra-ordinary General Meeting of Khadim India Limited (the "Company") scheduled to be held on Saturday, August 01, 2026

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a Corrigendum to the Notice of the Extra-ordinary General Meeting (EGM) of the Members of the Company scheduled to be held on Saturday, August 01, 2026 at 11:30 a.m. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

The aforesaid Corrigendum to the Notice of the EGM is self-explanatory in nature.

The Notice of the EGM shall be read in conjunction with the said Corrigendum.

The Notice of the EGM and Corrigendum to the Notice of the EGM are also available on the website of the Company at www.khadims.com.

You are requested to take note of the above.

Thanking you,

Yours faithfully,

For **Khadim India Limited**

ABHIJIT DAN
Digitally signed by ABHIJIT DAN
Date: 2026.07.24 19:22:27 +05'30'

Group Company Secretary & Head - Legal
Membership No.: A21358

Encl: As above

KHADIM INDIA LIMITED

CIN: L19129WB1981PLC034337
Regd. Off.: 7th Floor, Tower C, RDB Primarc TechPark, 08 Major Arterial Road, Block – AF, New Town (Rajarhat), Kolkata - 700156
Tel No.: +91 33 4009 0501 | **E-mail:** compliance@khadims.com | **Website:** www.khadims.com

CORRIGENDUM TO THE NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING TO BE HELD ON AUGUST 01, 2026

Khadim India Limited ("the Company") had issued a Notice dated July 09, 2026 for convening an Extra-ordinary General Meeting ('EGM') of the Members of the Company on Saturday, August 01, 2026 at 11:30 A.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") seeking approval of Members, *inter alia*, by way of a Special Resolution for issuance of Fully Convertible Equity Share Warrants on Preferential basis to the persons belonging to Promoter and Non-Promoter category vide Item No. 1 of the said Notice dated July 09, 2026.

Notice of EGM together with Explanatory Statement, was already sent by electronic mode to the Members [whose email addresses were registered with the Company / Depository Participant(s)] on July 10, 2026.

This Corrigendum to the Notice of EGM shall form an integral part of the Notice of EGM, which has already been circulated to the Members of the Company, the Notice of EGM shall always be read in conjunction with this Corrigendum. All other contents of the Notice of EGM, save and except as modified or supplemented by Corrigendum, shall remain unchanged. Further, this Corrigendum is also being issued for amending / providing additional details as mentioned herein pursuant to the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

Through this Corrigendum it is hereby notified to all the Shareholders / Members of the Company that for issuance of Fully Convertible Equity Share Warrants to certain identified Promoter and Non-Promoter Persons / Entities on preferential basis, following changes have been incorporated, inter alia, for revision in issue size and list of proposed allottees of warrants as per the advise of the National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE") in relation to the Company's application for in-principle approval for the preferential issue filed with them:

I. Change in issue size of Fully Convertible Equity Share Warrants to be issued to certain identified Promoter and Non-Promoter Persons / Entities on preferential basis:

In the Special Resolution mentioned at Item No. 1 of EGM Notice, the issue size has been reduced to 10,22,727 (Ten Lakh Twenty Two Thousand Seven Hundred Twenty Seven) Warrants at an issue price of ₹ 110/- (Rupees One Hundred Ten only) per Warrant, each convertible into, or exchangeable for 1 (One) fully paid up equity share of the Company of face value ₹ 10/- (Rupees Ten Only) each, aggregating up to ₹ 11,24,99,970/- (Rupees Eleven Crore Twenty Four Lakh Ninety Nine Thousand Nine Hundred Seventy Only).

II. Corresponding revisions in the relevant point / paragraph of Item No. 1 in the Explanatory Statement:

i. Consequent to the change in issue size mentioned above, corresponding revisions in the relevant point / paragraph of Item No. 1 in the Explanatory Statement whenever issue size and number of warrants are mentioned.

ii. **Point "A"** – Revision in estimates for Utilization of Issue Proceeds related to the Object for the issue, due to change in issue size post deletion of the name of one of the proposed allottee.

iii. **Point "D" –** Change in list of proposed allottees**:** The name of following proposed allottee has been removed / deleted from the list of proposed allottees, due to identification of disqualification:

Sr. No. as per original list of Proposed Allottees	Name of Original proposed allottee	No. of original maximum quantity of Warrants proposed to be allotted	Nature of change
9	Ms. Palak Sanjay Agarwal	45,455	Deletion

iv. **Point "M"**: Revision in the Shareholding pattern of the Company before and after the Preferential Issue, due to change in issue size post deletion of the name of one of the proposed allottee.

v. **Point "O"**: Revision in particulars of the proposed allotee(s) and the identity of the natural persons who are the ultimate beneficial owners of the Warrants proposed to be allotted and / or who ultimately control the proposed allottee(s), the 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, due to change in issue size post deletion of the name of one of the proposed allottee.

III. Consequent to the instructions of the NSE and BSE, changes in the respective Item No. 1 of the Explanatory Statement are narrated herein below:

i. **Point "A" – Elaboration in Objects of the Issue through Preferential Offer**

For more clarity the respective point of Explanatory Statement regarding Objects of the Issue has been further elaborated

ii. **Point "E" - Intent of the Promoters, Directors, Key Managerial Personnel (KMP) or Senior Management of the issuer to subscribe to the offer**

The name of the proposed promoter who intend to subscribe to the issue has been specifically mentioned.

iii. **Point "H" – Basis on which Price has been arrived / Valuation Report**

a. Existing third para mentioned for information purpose only, as follows, stands deleted as the same is not applicable to the Company:

"Further, as per Regulation 166A of the ICDR Regulations, any preferential issue, which may result in a change in control or allotment of more than 5% (five per cent) of the post issue fully diluted share capital of the issuer, to an allottee or to allottee(s) acting in concert, shall require a valuation report from an independent registered Valuer and consider the same for determining the price."

b. Incorporating clarification as sought in connection with the Valuation Report dated July 02, 2026 issued by the Independent Registered Valuer, the Company has obtained the revised Valuation Report dated July 22, 2026 from the same Independent Registered Valuer and the same has been uploaded on the website of the Company and necessary changes in this regard have been made, wherever the reference of the old valuation Report is there in Point "H" of Item No. 1 of the Explanatory Statement. There is no change in the valuation in terms of the said Valuation Report dated July 22, 2026 and the Offer Price for the Warrants remains the same.

iv. **Point "I"** - **Re-computation of Issue Price**

The same is not applicable to the Company and hence replaced with the following:

"As it is a case of issue of Warrants, the same is not applicable."

EXCEPT AS REFERRED ABOVE ALL OTHER TERMS AND CONTENTS OF THE EARLIER EGM NOTICE DATED JULY 09, 2026 SHALL REMAIN UNCHANGED. FURTHERMORE, THERE IS NO CHANGE IN THE CONTENTS OF THE SPECIAL RESOLUTION AND ITS EXPLANATORY STATEMENT RELATED TO ITEM NO. 2 OF THE EARLIER EGM NOTICE DATED JULY 09, 2026.

For the sake of utmost clarity and have better understanding, the revised SPECIAL RESOLUTION At Item No. 1 along with the Explanatory Statement of the same are reproduced after incorporating all the above changes as follows:

ITEM NO. 1:

ISSUANCE OF UPTO 10,22,727 FULLY CONVERTIBLE EQUITY SHARE WARRANTS ON PREFERENTIAL BASIS TO THE PERSONS BELONGING TO PROMOTER AND NON - PROMOTER CATEGORY

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

"RESOLVED THAT in accordance with the provisions of Sections 23, 42, 62 of the Companies Act, 2013 (the "Act"), read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable provisions, if any, of the Act [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], and subject to the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), Regulations, 2018, as amended from time to time, (the "ICDR Regulations"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011, as amended from time to time ("Takeover Regulations"), Foreign Exchange Management Act, 1999, as amended from time to time, and subject to other applicable rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs ("MCA"), Securities and Exchange Board of India ("SEBI"), the BSE Limited and the National Stock Exchange of India Limited ["Stock Exchange(s)"], where the Equity Shares of the Company are listed, and / or any competent authorities from time to time to the extent applicable and enabling provisions of the Memorandum and Articles of Association of the Company, and subject to the approvals, consents, permissions and sanctions of the SEBI, Reserve Bank of India ("RBI"), Stock Exchange(s) and any other concerned authorities, as may be necessary and applicable, and subject to such conditions and modifications as may be prescribed or imposed by any of the aforementioned authorities while granting such approvals, consents, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee of Directors duly constituted or to be constituted thereof to exercise its powers conferred by this resolution), the consent and approval of the Members of the Company ('Members') be and is hereby accorded to the Board to create, offer, issue and allot, by way of preferential issue on private placement basis, in one or more tranches, in compliance with Chapter V of the ICDR Regulations, upto 10,22,727 (Ten Lakh Twenty Two Thousand Seven Hundred and Twenty Seven) Fully Convertible Equity Share Warrants (hereinafter referred to as 'Warrants') at an exercise price of ₹ 110/- (Rupees One Hundred Ten Only) per underlying Equity Share of the face value of ₹ 10/- (Rupees Ten Only) each with a premium of ₹ 100/- (Rupees One Hundred Only) per share which is a price higher than the price as determined in accordance with the provisions of Chapter V of the ICDR Regulations, each convertible into 1 (One) Equity Share of the face value of ₹ 10/- (Rupees Ten Only) each ("the resultant Equity Shares"), aggregating upto ₹11,24,99,970/- (Rupees Eleven Crore Twenty Four Lakh Ninety Nine Thousand Nine Hundred Seventy Only), for cash, to the person(s) belonging to Promoter and Non- Promoter Category [hereinafter referred as "Proposed Allottee(s)"] as more particularly enlisted in the explanatory statement, in accordance with the ICDR Regulations and other applicable laws and on such terms and conditions as mentioned hereinafter.

RESOLVED FURTHER THAT the Relevant Date, as per ICDR Regulations, as amended up to date, for determination of issue price of Warrants and resultant Equity Shares is Thursday, July 02, 2026 being the date which is 30 days prior to the date of EGM i.e., Saturday, August 01, 2026.

RESOLVED FURTHER THAT aforesaid Issue of Warrants shall be subject to the conditions prescribed under the Act and the ICDR Regulations including the following:

i. The Proposed Allottee(s) of Warrants shall, on or before the date of allotment of Warrants, pay an amount equivalent to at least 25% of the price fixed per Warrant in terms of the ICDR Regulations. The balance 75% of the issue price shall be payable by the Proposed Allottee(s) before / at the time of exercising the conversion of Warrants, which will be on or before 18 (Eighteen) months from the date of allotment of Warrants.

ii. The consideration for allotment of Warrants arising out of exercise of such Warrants shall be paid to the Company from the Bank account of the respective proposed Warrant allottee(s).

iii. The Warrants shall be issued and allotted by the Company only in dematerialized form within a period of 15 (Fifteen) days from the date of passing a Special Resolution by the Members, provided that where the issue and allotment of the said Warrants is pending on account of pendency of any approval for such issue and allotment by the Stock Exchange(s) and / or Regulatory Authorities, or Central Government, the issue and allotment shall be completed within the period of 15 (Fifteen) days from the date of last such approval or within such further period(s) as may be prescribed or allowed by the SEBI, the Stock Exchange(s) and / or Regulatory Authorities etc.

iv. The Warrants shall be convertible into Equity Shares, in one or more tranches, within a period of 18 (Eighteen) months from the date of allotment of Warrants.

v. In case, the Warrant holder does not apply for the conversion of the outstanding Warrants into Equity Shares of the Company within 18 (Eighteen) months of the allotment of the said Warrants, then the amount paid on each of the said outstanding Warrants shall be forfeited and all the rights attached to the said Warrants shall lapse automatically.

vi. The Warrants shall be exercised in a manner that is in compliance with the minimum public shareholding norms prescribed for the Company under the Listing Regulations and the Securities Contracts (Regulation) Rules, 1957.

vii. Upon exercise of the option to convert the Warrants within the tenure specified above, the Company shall ensure that the allotment of Equity Shares pursuant to exercise of the Warrants is completed within 15 (Fifteen) days from the date of such exercise by the allottee of such Warrants.

viii. The resultant Equity Shares shall rank pari-passu with the then existing fully paid-up Equity Shares of the Company including as to dividend and voting rights, etc.

ix. The resultant Equity Shares will be listed and traded on the stock exchange(s), where the Equity Shares of the Company are listed, subject to the receipt of necessary regulatory permission(s) and approval(s), as the case may be. However, Warrants shall not be listed.

x. The entire pre-preferential existing equity shareholding of the proposed allottee(s), if any, shall be subject to lock-in as per Regulation 167(6) of the ICDR Regulations.

xi. The Warrants and / or Equity Shares to be offered / issued and allotted pursuant to the option attached to the Warrants shall be subject to lock-in for such period as provided under the provisions of Chapter V of the ICDR Regulations.

xii. Warrants so allotted under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under the ICDR Regulations except to the extent and in the manner permitted there under.

xiii. The Warrants by itself unless converted into Equity Shares, does not give the Warrant holder(s) any rights (including any dividend or voting rights) in the Company in respect of such Warrants.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors / Committee(s) of the Board be and are hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient to the issue and allotment of the Warrants / Resultant Equity Shares including but not limited to making application to Stock Exchange(s) for obtaining of in-principle approval, listing of Shares, filing of requisite documents with the Registrar of

Companies, National Securities Depository Limited ('NSDL'), Central Depository Services (India) Limited ('CDSL') and / or such other authorities as may be necessary for the purpose, to resolve and settle any questions and difficulties that may arise in relation to the proposed preferential issue, offer and allotment of any of the said Warrants / resultant Equity Shares, utilization of issue proceeds, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the Members.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute direction, to any Committee of the Board or any one or more Director(s) / Company Secretary / any Officer(s) of the Company to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board or a Committee of the Board, any other Director(s) or Officer(s) of the Company or any other authorized persons in connection with any matter(s) referred to or contemplated in any of the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects."

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

Item No. 1

The Board of Directors of the Company ("Board") at their meeting held on July 02, 2026, subject to the approval of the Members by way of passing a Special Resolution and subject to other necessary approval(s), as may be required, have considered and decided / approved to create, offer, issue and allot, by way of preferential issue on private placement basis, in one or more tranches, in compliance with Sections 23, 42 and 62(1)(c) of the Act and Rules made thereunder and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, ("ICDR Regulations"), the following securities:

"upto 10,22,727 (Ten Lakh Twenty Two Thousand Seven Hundred Twenty Seven) Fully Convertible Equity Share Warrants ('Warrants'), convertible into equivalent numbers of Equity Shares (i.e., one fully paid up Equity Share upon conversion of every one Warrant held) of the Face Value of ₹ 10/- (Rupees Ten Only) each of the Company, at an exercise price of ₹ 110/- (Rupees One Hundred Ten Only) including a premium of ₹ 100/- (Rupees One Hundred Only) per Equity share or at such price as may be determined in accordance with the provisions of Chapter V of the ICDR Regulations."

The relevant disclosures as required under Regulation 163(1) of Chapter V of the ICDR Regulations are set out below:

A. The Objects of the issue through preferential offer:

There is a requirement for infusion of funds in the Company to ease out the working capital and long-term financial requirements for expansion / continuation of the business activities including purchase of land / property for construction of warehouse thereon.

The Company is engaged in the retail business of manufactured shoes and other allied products to cater the demand and need of the middle and middle-upper income consumers. As on March 31, 2026, the Company has 851 retail stores [Company Owned – Company Operated (COCO): 189 and Franchises: 662]. The Company intends to increase the number of COCO stores in coming years and for such expansion, significant long-term finance is required. Also, the Company has started renovation of its existing stores and is likely to complete renovation of stores in coming 2 (Two) years. Accordingly, to tap the growth potential, there is a need for long-term financial requirements for expansion/ continuation of the business activities of the Company.

To augment its resources there is a need to construct own warehouses for the Company and the Company has identified certain viable places located near its earlier plant location at Panpur, West Bengal, for construction of its warehouse thereat. Similarly, the Company would also have to make provision for purchase of more land/property for construction of warehouses in future to meet its rising demand.

Utilization of Issue Proceeds

Given that the funds to be received against Warrant conversion will be in tranches and the quantum of funds required on different dates may vary, therefore, the broad range of intended use of the issue proceeds for the above Objects is set out hereinbelow:

Sl. No.	Particulars	Total estimated amount to be utilised for each of the Objects* (₹ in Crore)	Tentative timelines for utilization of issue proceeds from the date of receipt of funds
1.	Working capital	1.75	Within 2 years from receipt of funds for the Warrants (as set out herein) in phases as per the Company's business requirements and availability of issue proceeds*.
2.	Long-term financial requirements for expansion / continuation of the business activities	3.5	
3.	Purchase of land / property for construction of warehouse thereon	6	
Total		**11.25**	

**Considering receipt of the entire amount against the total number of Convertible Equity Share Warrants proposed to be issued within the stipulated time.*

B. Maximum Number of specified securities to be issued:

This Special Resolution authorizes the Board to issue and allot, by way of preferential issue on private placement basis, in one or more tranches, in compliance with the ICDR Regulations, upto 10,22, 727 (Ten Lakh Twenty Two Thousand Seven Hundred Twenty Seven) Warrants, convertible into equivalent numbers of Equity Shares (i.e., one fully paid up Equity Share upon conversion of every one Warrant held) of the Face Value of ₹ 10/- (Rupee Ten Only) each of the Company. Further, no assets of the Company are charged as Securities for the said Preferential Issue.

C. The allotment of the Warrants is subject to the proposed allottee(s) not having sold any Equity Shares of the Company during the 90 (Ninety) Trading Days preceding the Relevant Date. The proposed allottee(s) have represented that the allottee(s) have not sold any Equity Shares of the Company during 90 (Ninety) Trading Days preceding the Relevant Date.

D. The names of the Proposed Allotee(s) and their status after preferential issue is as under:

Issue of Warrants to following person(s) belonging to the Promoter and Non- Promoter Category:

Sl. No.	Name of the Proposed Allottee(s)	Current Status	Proposed Status	No. of Warrants proposed to be issued and allotted
1.	Mr. Siddhartha Roy Burman	Promoter	Promoter	2,27,273
2.	Ms. Aarya Ketan Kotecha	Non-Promoter	Non-Promoter	90,909
3.	Mr. Aniket Vijay Latkar	Non-Promoter	Non-Promoter	90,909
4.	Ms. Ashwini Sunil Chavan	Non-Promoter	Non-Promoter	72,727
5.	Ms. Cherry A Mehta	Non-Promoter	Non-Promoter	90,909
6.	Gold Circle Venture Partners LLP	Non-Promoter	Non-Promoter	90,909
7.	Mr. Krishnam Chirimar	Non-Promoter	Non-Promoter	90,909
8.	Mr. Lalit Agrawal	Non-Promoter	Non-Promoter	90,909
9.	Mr. Pratham Prasoon	Non-Promoter	Non-Promoter	90,909
10.	Siddharth Harshad Parikh (HUF) (Mr. Siddharth Harshad Parikh -Karta)	Non-Promoter	Non-Promoter	68,182
11.	Ms. Vedika Bharat Shinde	Non-Promoter	Non-Promoter	18,182

E. Intent of the Promoters, Directors, Key Managerial Personnel (KMP) or Senior Management of the issuer to subscribe to the offer:

Mr. Siddhartha Roy Burman, promoter of the Company has intented to subscribe to the proposed preferential issue. Apart from the Proposed Allottee(s) categorized as Promoter and Non-Promoter Category for the Warrants, as mentioned in Table D above, no Promoter or any Director or KMP or Senior Management intend to subscribe to the present preferential issue.

F. Relevant Date:

In terms of the provisions of Chapter V of the ICDR Regulations, the Relevant Date for determination of issue price of Warrants and resultant Equity Shares is Thursday, July 02, 2026 being the date which is 30 days prior to the date of EGM, i.e., Saturday, August 01, 2026.

G. Pending Preferential Issue:

Presently there has been no preferential issue pending or in process except as proposed in this Notice.

H. Basis on which the price has been arrived / Valuation Report:

In case of the frequently traded shares, as per Regulation 164(1) of the ICDR Regulations, a minimum issue price of the Equity Shares / Warrants in preferential issues has to be calculated as higher of the following:

a. the 90 (Ninety) trading days volume weighted average price of the related Equity Shares quoted on the recognized stock exchange preceding the relevant date; or

b. the 10 (Ten) trading days volume weighted average price of the related Equity Shares quoted on a recognized stock exchange preceding the relevant date;

Provided that if the Articles of Association of the issuer provide for a method of determination which results in a floor price higher than that determined under these regulations, then the same shall be considered as the floor price for equity shares to be allotted pursuant to the preferential issue.

Provided that the floor price, in such cases, shall be higher of the floor price determined under Regulation 164(1) of the ICDR Regulations, or the price determined under the valuation report from the independent registered valuer or the price determined in accordance with the provisions of the Articles of Association of the issuer, if applicable.

In the proposed case, Article 16(c)(i)(B) of the Articles of Association of the Company provides that a further issue of shares may be made at the price to be determined by the valuation report of a registered valuer. Further, the Company has also obtained Valuation Report dated July 22, 2026 from Mr. Vikram Kumar Singh, registered valuer under IBBI (SFA) (Registration No. IBBI/RV/06/2019/11320) in this regard.

There is no Qualified Institutional Buyer in the list of proposed allottee(s).

The Shares of the Company are listed and traded on BSE Limited (‘BSE’) and National Stock Exchange of India Limited (‘NSE’) and are frequently traded at both the Stock Exchanges and hence, the pricing of the Warrants to be allotted shall be the higher of the following parameters:

a. the 90 (Ninety) trading days volume weighted average price of the related Equity Shares quoted on the recognized stock exchange preceding the relevant date;

b. the 10 (Ten) trading days volume weighted average price of the related Equity Shares quoted on a recognized stock exchange preceding the relevant date;

c. Determination of price as per Articles of Association of the Company.

d. Offer price as determined in terms of Valuation Report dated July 22, 2026 issued by IBBI Registered Valuer Mr. Vikram Kumar Singh, registered valuer under IBBI (SFA) (Registration No. IBBI/RV/06/2019/11320) (The said Valuation Report is available on the website at https://www.khadims.com/pages/preferential-issue).

It is proposed that the Warrants shall be issued at an exercise price of ₹ 110/- (Rupees One Hundred Ten Only) per underlying Equity share of the Face Value of ₹ 10/- (Rupees Ten Only) each including a premium of ₹ 100/- (Rupees One Hundred Only) per Equity Share which is higher than the issue price as determined as per the ICDR Regulations.

Since there is no capitalization of profit, right issue, bonus issue, re-classification of shares or any other corporate action in the Company during last more than one year, there is no adjustment in pricing, required to be made, in terms of Regulation 166 of the ICDR Regulations.

Justification for allotment proposed to be made for consideration other than cash together with valuation report of the registered Valuer: Not Applicable

I. Re-computation of Issue Price:

As it is a case of issue of Warrants, the same is not applicable.

J. Payment of Consideration:

For Warrants: In terms of the provisions of Regulation 169(2) of the ICDR Regulations, an amount equivalent to at least 25% (twenty five percent) of the total consideration for the Warrants will be payable at the time of subscription to the Warrants whereas the balance exercise price equivalent to the 75% (seventy five percent) of the issue price shall be payable by the proposed allottee(s) at the time of exercising the conversion of Warrants.

In case the Warrant holder do not apply for the conversion of the outstanding Warrants into Equity Shares of the Company within 18 (Eighteen) months from the date of allotment of the Warrants, then the consideration paid upon each of the said outstanding Warrants shall be forfeited and all the rights attached to the Warrants shall lapse automatically.

The consideration for the Warrants is payable in cash and has to be paid by the allottee from its respective bank account and in case of joint holders, shall be received from the bank account of the person whose name appears first in the application.

K. Dues toward SEBI, Stock Exchange(s) or Depositories:

There are no outstanding dues of the Company payable towards SEBI, Stock Exchanges or Depositories.

L. Change in control, if any, upon preferential issue:

Consequent to the proposed preferential issue of Warrants / resultant Equity Shares, there shall not be any change in control or change in management of the Company. The preferential issue shall not attract an obligation to make an open offer for Shares of the Company under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011.

M. The shareholding pattern of the issuer Company before and after the preferential issue:

The shareholding pattern before and after the proposed preferential issue to Promoter and Non-promoter Category are as follows:

Sl. No.	Category of Shareholders	Pre-issue		Post-issue	
		No. of shares held	% of share holding	No. of shares held	% of share holding
A	**Promoter & Promoter Group Holding**				
1	Indian				
a)	Individual/Hindu Undivided Family	17,33,668	9.43	19,60,941	10.11
b)	Promoter Trust	10	0.00	10	0.00
c)	Body Corporate	92,73,229	50.46	92,73,229	47.80
	Sub-Total (A)	**1,10,06,907**	**59.89**	**1,12,34,180**	**57.91**
B	**Non-Promoter Holding**				
1	Institutions (Domestic)				
a)	Alternate Investment Funds	2,10,000	1.14	2,10,000	1.08
2	Institutions (Foreign)				
a)	Foreign Portfolio Investors Category I	21,620	0.12	21,620	0.11
3	Non-institutions				
a)	Key Managerial Personnel	37,050	0.20	37,050	0.19
b)	Investor Education & Protection Fund	1,994	0.01	1,994	0.01
c)	Resident Individual	57,64,579	31.37	64,00,942	32.99
d)	Non Resident Indians (NRIs)	1,89,437	1.03	1,89,437	0.98
e)	Bodies Corporate	5,07,998	2.76	5,07,998	2.62
f)	Body Corporate -Limited Liability Partnership	1,50,088	0.82	2,40,997	1.24
g)	Hindu Undivided Family	4,33,588	2.36	5,01,770	2.59
i)	Clearing Member	55,121	0.30	55,121	0.28
	Sub-Total (B)	**73,71,475**	**40.11**	**81,66,929**	**42.09**
	Total [(A)+(B)]	**1,83,78,382**	**100.00**	**1,94,01,109**	**100.00**

Notes:

1. *The Pre - preferential shareholding pattern is as on July 1, 2026.*
2. *The above post-issue shareholding is prepared assuming full conversion of Warrants issued pursuant to resolution at Item No. 1 into Equity Shares.*

N. Time frame within which the preferential issue shall be completed:

In terms of Regulation 170(1) of the ICDR Regulations, preferential issue will be completed within a period of 15 (Fifteen) days from the date of passing of Special Resolution.

Provided that where the allotment is pending on account of pendency of any application for approval or permission by any regulatory authority, if applicable, the allotment would be completed within 15 (Fifteen) days from the date of such approval or within such further period as may be prescribed or allowed by SEBI, stock exchange(s) or other concerned authorities.

Proposed allottee(s) of Warrants shall be entitled to convert the same into equal number of Equity Shares, in one or more tranches, within a period of 18 (Eighteen) months from the date of allotment of Warrants.

Upon exercise of the option to convert the Warrants within the tenure as specified above, the Company shall ensure that the allotment of Equity Shares pursuant to exercise of the Warrants is completed within 15 (Fifteen) days from the date of such exercise by the allottee(s) of such Warrants.

O. Particulars of the proposed allotee(s) and the identity of the natural persons who are the ultimate beneficial owners of the Warrants proposed to be allotted and / or who ultimately control the proposed allottee(s), the 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:

Sl. No.	Name	Natural Person who are the Ultimate Beneficial Owners	Pre-preferential holding		Present Issue Warrants (No. of Warrants)	Post- preferential holding assuming full conversion of Warrants	
			No. of Shares	%		No. of Shares	%
1.	Mr. Siddhartha Roy Burman	Not Applicable	16,33,533	8.89	2,27,273	18,60,806	9.59
2.	Ms. Aarya Ketan Kotecha	Not Applicable	0	0	90,909	90,909	0.47
3.	Mr. Aniket Vijay Latkar	Not Applicable	0	0	90,909	90,909	0.47
4.	Ms. Ashwini Sunil Chavan	Not Applicable	0	0	72,727	72,727	0.37
5.	Ms. Cherry A Mehta	Not Applicable	0	0	90,909	90,909	0.47
6.	Gold Circle Venture Partners LLP	i. Siddharth Shekhar Raisoni^ ii. SGR Ventures Private Limited^	0	0	90,909	90,909	0.47
7.	Mr. Krishnam Chirimar	Not Applicable	0	0	90,909	90,909	0.47
8.	Mr. Lalit Agrawal	Not Applicable	0	0	90,909	90,909	0.47
9.	Mr. Pratham Prasoon	Not Applicable	0	0	90,909	90,909	0.47
10.	Siddharth Harshad Parikh (HUF) (Mr. Siddharth Harshad Parikh - Karta)	Mr. Siddharth Harshad Parikh (Karta of Siddharth Harshad Parikh – HUF)$	0	0	68,182	68,182	0.35
11.	Ms. Vedika Bharat Shinde	Not Applicable	0	0	18,182	18,182	0.09

Notes:

1. ^Mr. *Siddharth Shekhar Raisoni and SGR Ventures Private Limited are the Partners of Gold Circle Ventures Partners LLP (one of the proposed allottees) whereas, as informed, Ms. Shobha Raisoni is the Ultimate Beneficial Owner of SGR Ventures Private Limited, one of the partners of the said LLP.*

2. $*Mr. Siddharth Harshad Parikh (Karta) of Siddharth Harshad Parikh (HUF) does not hold any shares in his individual capacity.*

3. The *details of the natural persons are given only for the purpose to know natural persons. However, the aforesaid proposed allottee(s) will be the holders of the Warrants / Equity Shares that may be allotted by the Company.*

4. The *Pre-preferential Shareholding is as on July 01, 2026.*

5. There *will be no change in control consequent to the present preferential issue of Warrants.*

P. Lock-in Requirement:

Warrants / resultant Equity Shares, including the existing pre-preferential shareholding of the proposed allottees, shall be under lock-in as per the applicable provisions of the ICDR Regulations.

The Equity Shares as would be allotted pursuant to exercise of options attached to Warrants to the Promoter, shall be locked-in for a period of 18 (Eighteen) months from the date of trading approval granted for the said Equity Shares allotted pursuant to exercise of the option attached to Warrant.

However, not more than 20% (Twenty Percent) of the total paid-up capital of the Company shall be locked-in for 18 (Eighteen) months from the date of trading approval and the Equity Shares allotted in excess of the 20% (Twenty Percent) shall be locked-in for 6 (Six) months from the date of trading approval pursuant to exercise of options or otherwise, as the case may be.

Furthermore, Warrants which will not be listed on stock exchanges and as allotted to the Promoter, shall be locked in for a period of 1 (One) year from the date of allotment.

As far as Non-Promoter Category is concerned, the Equity Shares as would be allotted pursuant to exercise of options attached to Warrants shall be locked-in for a period of 6 (Six) months from the date of trading approval granted for the said Equity Shares allotted pursuant to exercise of the option attached to the Warrant. However, Warrants which will not be listed on Stock Exchanges and as allotted to the Non-Promoter Category shall be locked in for a period of 1 (One) year from the date of allotment.

Further, if the amount payable by the allottee, in case of re-calculation of price under sub-regulation (3) of Regulation 164 is not paid till the expiry of lock-in period, the equity shares shall continue to be locked-in till such amount is paid by the allottee.

Furthermore, the entire pre-preferential allotment shareholding of the allottees in both the categories, if any, shall be locked-in from the relevant date up to a period of 90 (Ninety) trading days from the date of allotment of such securities.

Q. Undertaking:

Neither the Company nor its Directors or Promoters have been declared as a wilful defaulter or a fraudulent borrower as defined under the ICDR Regulations.

As per the information available with the Company and confirmed by the Directors / Promoter / KMP, none of the Directors or Promoters who are proposed to be allotted warrants / Equity Shareholders in terms of this Notice, are fugitive economic offenders as defined under the ICDR Regulations.

The Company is eligible to make the Preferential Issue to its Promoter and Non-Promoter Category under Chapter V of the ICDR Regulations.

In terms of ICDR Regulations, the Company shall re-compute the price of the Warrants / resultant Equity Shares, in terms of the provision of the ICDR Regulations, where it is required to do so and that if any amount payable on account of the re-computation of price is not paid within the time stipulated in the ICDR Regulations, the Warrants allotted under preferential issue shall continue to be locked-in till the time such amount is paid by the allottee(s).

The Company is and post preferential issue would be, in compliance with the conditions for continuous listing of Equity Shares as specified in the listing agreement with the Stock Exchanges, where the Equity Shares of the issuer are listed, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015, as amended, and any circular or notification issued by SEBI.

R. Practicing Company Secretary's Certificate:

The certificate from CS Atul Kumar Labh, Practicing Company Secretary (Peer Reviewed) (Membership No. F-4848 and CP No. 3238) certifying that the preferential issue is being made in accordance with the requirements of Chapter V of the ICDR Regulations, shall be available for inspection on the website of the Company at https://www.khadims.com/pages/preferential-issue from the date of circulation of this Notice upto Saturday, August 01, 2026 (date of EGM).

In accordance with the provisions of Sections 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the ICDR Regulations, approval of the Members for issue and allotment of the Warrants to persons belonging to the Promoter and Non-Promoter Category, is being sought by way of a "Special Resolution" as set out in the said Item No. 1 of the Notice.

The Board of Directors believes that the proposed preferential issue is in the best interest of the Company and its Members and, therefore, recommends the Special Resolution at Item no.1of the accompanying Notice for approval of the Members of the Company.

Mr. Siddhartha Roy Burman, Executive Chairman of the Company and one of the proposed allottee, Mr. Rittick Roy Burman, Managing Director and son of Mr. Siddhartha Roy Burman, Executive Chairman; and Mr. Ritoban Roy Burman, Non-Executive Non-Independent Director and son of Mr. Siddhartha Roy Burman, Executive Chairman and his / their relatives are interested in the Special Resolution as Directors and Shareholders of the Company, as the case may be. Apart from that, none of the Directors, Key Managerial Personnel of the Company or their relatives is in any way concerned or interested, financially or otherwise in the Special Resolution as set out at Item No. 1 of this Notice.

By Order of the Board of Directors
For Khadim India Limited
Sd/-
Abhijit Dan
Group Company Secretary & Head–Legal
Membership No.: A21358

Date: July 23, 2026
Place: Kolkata