KAY POWER AND PAPER LTD.

(Formerly Kay Pulp and Paper Mills Ltd.)

Regd. Office & Work : Gat No. 454/457, A/P. Borgaon, Tal./Dist. Satara - 415519.

Mob. : 9763716651/7722034270. E-mail:kpplstr@gmail.com

Website : www.kaypowerandpaper.com CIN : L21099 MH1991 PLC061709

Ref. No. KPPL/BSE/12/2026-27 Date – 25/08/2026

To,
Department of Corporate Services,
BSE Limited
P. J. Towers, Dalal Street,
Mumbai: 400001

Sub- Notice of 35th Annual General Meeting of the company

Dear Sir,

Please find the enclosed herewith, the Notice of the 35th Annual General Meeting of the Company scheduled on Monday, 21st September, 2026 at 3.00 p.m. at the registered office of the company at Gat No. 454/457, Village Borgaon, Tal./Dist. Satara - 415 519, Maharashtra.

The Company has provided electronic voting (Remote e-voting) facility to the members through the electronic voting platform of Central Depository Services Limited (CDSL). Members holding shares either in physical or demat mode as on the cut-off date, i.e., September 14th, 2026, may cast their votes electronically on the businesses set out in the Notice of 35th Annual General Meeting. The e voting shall commence from 9.00 a.m. on September 18th, 2026, and shall end at 5.00 p.m. on September 20th, 2026.

You are requested to kindly take the same on your record.

Yours faithfully

For **KAY POWER AND PAPER LIMITED**

KAY POWER AND PAPER LTD. Reg.No. 061709

SAGAR MOHITE
(Company Secretary & Compliance Officer)

NOTICE

NOTICE is hereby given that the 35th (Thirty Fifth) Annual General Meeting of the Members of KAY POWER AND PAPER LIMITED will be held at 3.00 p.m. on Monday, 21st September 2026 at the Registered Office of the Company at Gat No. 454/457, Village Borgaon, Tal. /Dist. Satara - 415519, Maharashtra, to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Standalone Audited Financial Statements for the year ended 31st March 2026 including the Reports of the Directors and Auditors thereon.

2. To consider and adopt the Consolidated Audited Financial Statements for the year ended 31st March 2026 including the Report of the Auditors thereon.

3. To appoint M/s. Ankush Shinde & Company, Chartered Accountants, Satara, as the Statutory Auditors of the Company for a term of five consecutive years and to authorize the Board of Directors and/or the Audit Committee to fix their remuneration.

   "**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and based on the recommendation of the Audit Committee and the Board of Directors, M/s. Ankush Shinde & Company, Chartered Accountants, Satara (M. No.187866), Chartered Accountants, Satara the Auditors, be and are hereby appointed as the Statutory Auditors of the Company to hold office for a term of five consecutive years, commencing from the conclusion of the 35th Annual General Meeting until the conclusion of the 40th Annual General Meeting of the Company to be held in the calendar year 2031, to conduct the audit of the financial statements of the Company for the financial years 2026–27 to 2030–31, at such remuneration as may be determined by the Board of Directors and/or the Audit Committee of the Company, in addition to reimbursement of applicable taxes and actual out-of-pocket expenses incurred in connection with the audit of the accounts of the Company.

   RESOLVED FURTHER THAT the Board of Directors of the Company and/or the Audit Committee be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

SPECIAL BUSINESS:

Item No. 4: Appointment of Mrs. Deepa Agarwal (DIN:00452947) as Managing Director of the Company

To consider and, if thought fit, to pass the following resolution as special resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Schedule V to the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Article 160 of the Articles of Association of the Company, and subject to such other approvals as may be necessary, the approval of the members of the Company be and is hereby accorded for the appointment of Mrs. Deepa Agarwal (DIN: 00452947) as the Managing Director of the Company for a period of five (5) years with effect from 12th August 2026, on such terms and conditions as approved by the Board of Directors, without any remuneration, as voluntarily offered by her, with liberty to the Board of Directors to make such alterations or modifications to the terms and conditions of her appointment as may be necessary, subject to the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT in the event that, during the tenure of Mrs. Deepa Agarwal (DIN: 00452947) as the Managing Director, the Board of Directors decides to pay remuneration to her and the Company has no profits or its profits are inadequate in any financial year, the Company may pay such remuneration as may be approved by the Board, subject to the provisions of Sections 197 and 198 of the Companies Act, 2013, read with Schedule V thereto and such other approvals, if any, as may be required.

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall be deemed to include any Committee thereof) be and is hereby authorised to alter, vary, revise or modify the terms and conditions of appointment and remuneration of Mrs. Deepa Agarwal, including salary, commission, allowances, perquisites and other benefits, if any, from time to time, within the limits prescribed under the Companies Act, 2013, Schedule V thereto and other applicable provisions, and subject to such approvals as may be required.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such documents, instruments and writings as may be necessary or expedient for giving effect to this resolution, including delegating any of its powers to any Committee of the Board or any Director of the Company.

RESOLVED FURTHER THAT any Director of the Company and/or Mr. Sagar Mohite, Company Secretary & Compliance Officer, be and are hereby severally authorised to file the necessary forms with the Registrar of Companies and to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution".

Item No. 5: Appointment of Ms. Aarushi Chandra (DIN: 07274662) as a Director (Non-Executive Non-Independent) of the Company:

To consider and, if thought fit, to approve the appointment of Ms. Aarushi Chandra (DIN: 07274662) as a Director (Non-Executive Non-Independent) of the Company and to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') (including any statutory modification or re-enactment thereof for the time being in force), the Companies (Appointment and Qualification of Directors) Rules, 2014 and Articles of Association of the Company, as amended from time to time, Ms. Aarushi Chandra (DIN: 07274662), who was appointed as an Additional Director of the Company, by the Board of Directors of the Company ("the Board"), based on the recommendation of the Nomination and Remuneration Committee with effect from May 28, 2026, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as a Director (Category: Non-Executive, Non-Independent Director) of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board (including its committee thereof) and/or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this resolution."

Item No. 6: Approval under Section 180 (1) (a) of the Companies Act, 2013 to transfer of the Company's immovable property/ies (land) to wholly owned subsidiary.

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

"RESOLVED THAT, pursuant to the provisions of Sections 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), and the rules made thereunder, and subject to such approvals, consents, permissions, and sanctions as may be necessary from regulatory and governmental authorities including the stock exchanges, and in accordance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any amendment and statutory Modifications(s) or re-enactment thereof, for the time being in force) and based on the approval/ recommendation of the Audit Committee and the Board of Directors of the Company, consent of the members be and is hereby accorded to the board of directors of the Company to transfer and /or sale of the immovable property (land) situated at post Borgaon, Satara 415519 admeasuring approximately 28000 Sq.mtr adjoining to existing kraft paper division, owned by the Company, to its wholly owned subsidiary company M/s Kay Pulp and Paper Mills Private Limited, at book value or any other value which may be decided by the Board of Directors.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be authorized to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary transfer/sale agreement(s), sale deed(s), contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this Resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions with regard to the powers herein conferred to, without being required to seek further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this 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."

Item No. 7: Approval of Material Related Party Transactions pertaining to Subsidiary of the Company

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

"RESOLVED THAT pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other applicable provisions, if any, [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force], the Company's Policy on Materiality of and Dealing with Related Party Transactions, and subject to such approval(s), consent(s) permission(s) as may be necessary from time to time and based on the approval/ recommendation of the Audit Committee and the Board of Directors of the Company, approval of the Members be accorded to the Material Related Party Transaction(s)/Contract(s)/ Arrangement(s)/ Agreement(s) and / or carrying out and / or continuing with existing contracts / arrangements/ transactions or modification(s) of earlier/ arrangements/transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or series of transactions or otherwise) falling within the definition of 'Related Party Transaction' under Regulation 2(1)(zc) of the Listing Regulations to be entered into by the Subsidiary/(s) of the Company as detailed in the explanatory statement to this Resolution on suc**h material** terms and conditions as mentioned therein and as may be mutually agreed between the parties, provided that the said contract(s)/ arrangement(s)/ agreement(s)/ transaction(s) shall be carried out in the ordinary course of business and at an arm's length basis.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this Resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions with regard to the powers herein conferred to, without being required to seek further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT that all actions taken by the Board of Directors of the Company (including any Committee thereof) in connection with any matter referred to or contemplated in this Resolution, be approved, ratified and confirmed in all respects."

By Order of the Board of Directors
For **KAY POWER AND PAPER LTD.**

DEEPA AGARWAL
Chairman and Managing Director
DIN: 00452947

Place: Satara
Date: 12th August 2026

NOTES:

1. A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.

   A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. Brief resume of Directors including those proposed to be appointed and re-appointed, as stipulated under Regulation 36(3) Securities and Exchange Board of India (listing obligations and Disclosure requirements) regulations, 2015, are provided in the annexure I to this notice.

3. The Explanatory Statement according to Section 102 of the Act setting out material facts concerning the business under Item No. 4,5,6 and 7 of the Notice is annexed hereto.

4. Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024, effective from 13 December 2024, Regulation 42 relating to the closure of the Register of Members and Share Transfer Books has been omitted. Accordingly, listed companies are no longer required to close the Register of Members and Share Transfer Books for the purpose of the Annual General Meeting.

5. In case, members wish to ask for any information about accounts and operations of the Company, they are requested to send their queries in writing at least 7 days in advance of the date of the Meeting so that the information can be made available at the time of the Meeting.

6. Shareholders can send all documents/ transfers, share certificates and all communications directly to Registrar and Transfer Agent at the address given below: -

   M/s. MUFG Intime India Private Limited.,
   (Formerly known as M/s. Link Intime India Private Limited)
   Unit: KAY POWER AND PAPER LTD
   C 101, 247 Park, 1st Floor, L.B.S. Marg,
   Vikhroli (W), Mumbai - 400083.
   Tel No: 022 49186000 (F) 49186060
   Email ID: - rnt.helpdesk@linkintime.co.in .

7. The shares of the Company are compulsorily traded in demat. The shareholders who have not dematerialized their shares are requested to opt for dematerialization of their shareholding by opening DP account with nearest Depository Participant at the earliest, which will facilitate smooth purchase/sale of shares of the Company.

8. The Ministry of Corporate Affairs ("MCA") has started "Green Initiative in Corporate Governance", which provides paperless compliances by companies through electronic mode. In accordance with provisions of Companies Act 2013, and as per the regulation 36 (1) Securities and Exchange Board of India (listing obligations

and Disclosure requirements) regulations, 2015 companies can now send documents and other notices to shareholders through electronic mode to promote paperless compliances. Hence the Notice of the 35th AGM and the Annual Report for the year ended 31st March 2026 including therein the Audited Financial Statements for year ended 31st March 2026, are sent only by email to the Members.

Therefore, we request the Members who have not registered or updated their e-mail addresses so far to register/update their e-mail address with their Depository Participants (DP). Members holding shares in physical mode can then download E-Communication Registration Form from our company's website fill up the same and send to the Registrar and Share Transfer Agent (RTA) on given address or Email- rnt.helpdesk@linkintime.co.in or kppl.secretarial@gmail.com.

All the communication i.e. Annual Report, Notices and other documents shall be sent to all registered shareholders in electronic form. Please note that these documents shall also be available at the Company`s website www.kaypowerandpaper.com for downloading.

However, Members who are desirous of obtaining hard copy of the Notice, Annual Reports and other documents may forward their written request to the Company/RTA for the same.

9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN and Bank Account details to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details and Bank Account Details to the Company or RTA.

10. Members are requested to note that SEBI vide circular dated November 3, 2021, and March 16, 2023 has mandated that Members holding shares in physical mode are required to update the following with the Company/RTA:

1. Self-attested copy of the PAN Card;

2. KYC details containing address, mobile number, e-mail address, bank account details;

3. Nomination details.

Members holding shares in physical mode, who have not registered their above particulars are requested to register the same with the Company/RTA at the earliest.

11. Members are requested to intimate changes, if any, about their name, postal address, e-mail address, telephone/ mobile numbers, PAN, power of attorney registration, Bank Mandate details, etc. to their Depository Participant ("DP") in case the shares are held in electronic form and to the Registrar in case the shares are held in physical form, in prescribed Form No. ISR-1, quoting their folio number and enclosing the self-attested supporting document. Further, Members may note that SEBI has mandated the submission of PAN by every participant in the securities market.

12. Members attending the Annual General Meeting are requested to bring the following for admission to the meeting hall (as applicable).

a) Attendance Slip duly completed and signed as per the specimen signature lodged with the Company.

b) Members holding shares in dematerialized form, their DP and Client ID number(s).

c) Members holding shares in physical form, their folio number(s).

d) Copy of the Annual Report (2025-26).

13. Members holding shares in physical form are requested to notify immediately any change in their address along with address proof, i.e. Electric/ Telephone Bill, Driving License or a copy of the Passport and bank particulars to the Company or its Registrar & Share Transfer Agent and in case their shares are in dematerialized form, this information should be passed on directly to their respective Depository Participants and not to the Company/ RTA.

14. In terms of Section 72 of the Companies Act, 2013, nomination facility is available to an Individual Member. Members holding shares in physical form may utilize the nomination facility available by sending prescribed Form SH. 13 duly filled to our Registrars and Share Transfer Agents Viz. M/s. MUFG Intime India Private Limited, (formerly known as M/s. Link Intime India Private Limited) Unit: - Kay Power and Paper Limited, C 101, 247 Park, 1st Floor, L.B.S. Marg, Vikhroli (W), Mumbai - 400083. Members holding shares in dematerialized form has to send their "nomination" request to the respective Depository Participants.

15. In all correspondence with the Company, members are requested to quote their account/ folio numbers and in case their shares are held in the dematerialized form, they must quote their DP ID and Client ID. No(s).

16. In terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, securities of listed companies can only be transferred in dematerialised form with effect from 1st April 2019. In view of the above, members are advised to dematerialise shares held by them in physical form.

17. Voting through Electronic Means

a) In compliance with the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rule 2014 as amended by the Companies (Management and Administration) Amendment Rules 2015, the Company is offering e-voting facility to all its Members to enable them to exercise their right to vote on all matters listed in this Notice of 35th AGM by electronic means and the business may be transacted through e-voting services. The facility of casting votes by the members using an electronic voting system from a place other than venue of the AGM ('remote e-voting') will be provided by Central Depository Services (India) Limited (CDSL).

b) The facility for voting through ballot paper or polling paper shall be made available at the AGM venue also and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot/ Polling paper.

c) The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

For this purpose, the Company has entered into an Agreement with Central

Depository Services (India) Limited (CDSL) for facilitating e-voting.

d) The voting period begins on Friday, 18th September 2026 at 9.00 am and ends on Sunday, 20th September 2026 at 5.00 pm. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 14th September 2026 may cast their vote electronically. The e-voting which they module shall be disabled by CDSL for voting thereafter.

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

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

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

(i) The voting period begins on Friday, 18th September 2026 at 9.00 am and ends on Sunday, 20th September 2026 at 5.00 pm. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Monday September 14th, 2026, may cast their vote electronically. The e-voting which they module shall be disabled by CDSL for voting thereafter.

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

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242** dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Tokan) Tab.
	2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
	3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option.
	4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
	2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

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

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

(v) (v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on “Shareholders” module.
3) Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4) Next enter the Image Verification as displayed and Click on Login.
5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6) If you are a first-time user follow the steps given below:

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

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

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

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

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

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

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

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

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

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

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

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

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

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to

the Scrutinizer and to the Company at the email address viz; kppl.secretarial@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

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

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

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

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

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

18. The Scrutinizer shall, after the conclusion of voting at the AGM, unblock the votes cast through remote e-Voting and vote cast through ballot paper on the date of the meeting, count the same, and count the votes cast during the AGM, and shall make, not later than 48 hours from the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith. The Scrutinizer's decision on the validity of the votes shall be final.

19. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.kaypowerandpaper.com and on the website of CDSL www.evotingindia.com, immediately after declaration of the result and shall also be communicated to the Stock Exchanges where the shares of the Company are listed i.e. BSE and be made available on their websites viz. www.bseindia.com

20. Contact details: -

Company	KAY POWER AND PAPER LIMITED Reg off: - Gat No. 454/457, Village Borgaon, Tal./Dist. Satara - 415 519 Website- www.kaypowerandpaper.com, Email- kppl.secretarial@gmail.com Ph: 7722034270 CIN- L21099MH1991PLC061709
RTA	M/s MUFG Intime India Private Limited (formerly known as M/s. Link Intime India Private Limited)., Unit: KAY POWER AND PAPER LTD C 101, 247 Park, 1st Floor, L.B.S. Marg, Vikhroli (W), Mumbai - 400083. Tel No: 022 49186000 (F) 49186060 Email ID: rnt.helpdesk@linkintime.co.in.
e-Voting Agency	Central Depository Services (India) Limited Email ID: helpdesk.evoting@cdslindia.com Phone No. 1800 21 09911
Scrutinizer	Neha Doshi & Co. Company Secretaries. Email ID: companysecretaries1@gmail.com

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice.

Item No. 4

The Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee, had approved the appointment of Mrs. Deepa Agarwal (DIN: 00452947) as the Managing Director and Key Managerial Personnel of the Company for a period of 5 (Five) years commencing from 12/08/2026 and ending on 11/08/2031, subject to the approval of the Members of the Company.

Mrs. Deepa Agarwal possesses extensive experience, knowledge and expertise in the field of management, administration, business operations and strategic planning. Considering her leadership capabilities and valuable contribution to the growth and development of the Company, the Board is of the opinion that her continued association as Managing Director would be beneficial to the Company.

The appointment and remuneration of Mrs. Deepa Agarwal are governed by the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 read with Schedule V thereto and the Rules made thereunder. The remuneration payable to her shall be within the limits approved by the Board of Directors and in accordance with the provisions of the Companies Act, 2013.

In the event of absence or inadequacy of profits in any financial year during her tenure, Mrs. Deepa Agarwal shall be entitled to receive minimum remuneration in accordance with the provisions of Schedule V of the Companies Act, 2013, as amended from time to time.

The principal terms and conditions of appointment of Mrs. Deepa Agarwal are available for inspection by the Members at the Registered Office of the Company during business hours on all working days up to the date of the Annual General Meeting.

Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings, the relevant details of Mrs. Deepa Agarwal are provided in the Annexure forming part of the Notice.

The Board of Directors recommends the Special Resolution set out at Item No. 4 of the Notice for approval of the Members.

Except Mrs. Deepa Agarwal and her relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

Item No. 5

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, appointed Ms. Aarushi Chandra (DIN: 07274662) as an Additional Director (Non-Executive, Non-Independent Category) of the Company with effect from May 28, 2026, pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company.

In accordance with the provisions of Section 161 of the Companies Act, 2013, Ms. Aarushi Chandra holds office as an Additional Director only up to the date of the ensuing Annual General Meeting of the Company and is eligible for appointment as a Director of the Company.

The Company has received from a member a notice in writing under Section 160(1) of the Companies Act, 2013 proposing the candidature of Ms. Aarushi Chandra for the office of Director of the Company. The Company has also received the necessary consent in Form DIR-2 and declaration confirming that she is not disqualified from being appointed as a Director under the provisions of Section 164 of the Companies Act, 2013.

Ms. Aarushi Chandra possesses valuable experience and expertise in the areas of business management, corporate affairs and strategic planning. The Board is of the opinion that her knowledge, experience and guidance will be of significant value to the Company and will strengthen the Board's overall effectiveness.

In terms of Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings, the relevant details of Ms. Aarushi Chandra, including her brief profile and other required disclosures, are provided in the Annexure to the Notice convening this Annual General Meeting.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval of the Members.

Except Ms. Aarushi Chandra and her relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution set out at Item No. 5 of the Notice.

Item no. 6

As per Section 180(1)(a) of the Companies Act, 2013, the Company cannot sell, lease, or otherwise dispose of the whole or substantially the whole of the undertaking of the Company without the approval of the members by way of a special resolution.

The Company owns immovable property (land) situated at At post Borgaon, Tal/Dist: Satara admeasuring approximately 28000 Sq.Mtr.

The board of directors in it meeting held on 12th August 2026 approved the transfer or sale of said immovable property to the wholly owned subsidiary company M/s. Kay Pulp and Paper Mills Private Limited to develop and utilization of the land for setting up 75000 TPA Kraft manufacturing plant with following justification.

Justification for Transfer of Assets to Wholly Owned Subsidiary

The Board proposes to transfer certain assets of the Company to its wholly owned subsidiary, M/s. Kay Pulp and Paper Mills Private Limited, at book value, The justification for such transfer is as follows:

1. **Internal Restructuring for Business Efficiency**

   The transfer is part of a group-level internal restructuring exercise aimed at streamlining operations and consolidating specific business functions or assets under a dedicated entity. This enhances operational focus and efficiency within the group.

2. **No Realization of Gain or Loss – Transfer at Book Value**

   The assets are being transferred at book value, ensuring no gain or loss is recognized in the books of the Company. The transaction is a mere reallocation of resources within the same corporate group and does not involve any mark-up or diminution in asset values.

3. **Regulatory and Tax Compliance**

   The transaction is being carried out in compliance with applicable provisions of the

Companies Act, 2013, including Sections 180(1)(a) and 188, and in accordance with applicable accounting and tax laws. Transfer at book value and without consideration ensures tax neutrality under provisions such as Section 47(iv) of the Income Tax Act, 1961 (transfer of assets from holding company to wholly owned subsidiary).

4. **No Adverse Impact on Stakeholders**

   The transaction does not affect the interests of shareholders or creditors, as the financial and operational position of the Company remains intact. The assets continue to be controlled at the consolidated group level, and the transfer will not impair the Company's ability to meet its obligations.

5. **Alignment with Accounting Standards (Ind AS 110)**

   From a financial reporting perspective, the assets remain within the consolidated financials of the group, and the transfer at book value maintains transparency and consistency in financial disclosures.

   Additionally, since the proposed transfer will be made to a wholly owned subsidiary company, it will fall under the definition of 'related party' in terms of Section 2(76) of the Companies Act, 2013 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. However, as per the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, transactions with wholly owned subsidiaries are exempt from related party transaction approval requirements, but the same are disclosed herein for the transparency of members.

   The Board of Directors recommends the resolution set out in the accompanying Notice for the approval of the members as a Special Resolution.

   None of the Directors, Key Managerial Personnel, and their relatives, except to the extent of their shareholding, if any, in the Company and in the wholly owned subsidiary, are concerned or interested in the proposed resolution.

Item no. 7

Pursuant to the provisions of Section 188(1) of the Companies Act, 2013, read with applicable rules made thereunder, and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in accordance with the Company's Policy on Materiality of and Dealing with Related Party Transactions, any material related party transaction shall require the prior approval of the shareholders of the Company by way of an Ordinary Resolution, even if such transactions are in the ordinary course of business and on an arm's length basis.

As per Regulation 23(1), a "Material Related Party Transaction" is one that, either individually or taken together with previous transactions during a financial year, exceeds ₹1,000 crore or 10% of the annual consolidated turnover of the Company, whichever is lower, as per the last audited financial statements.

Under the Listing Regulations, in addition to the approval and reporting for transactions by the Company with its own Related Party(ies), the scope extends to transactions by the Company with Related Party(ies) of any subsidiary(ies) of the Company or transactions by a subsidiary(ies) of the Company with its own Related Party(ies) or Related Party(ies) of the Company or Related Party(ies) of any subsidiary(ies) of the Company.

Given the nature of the Company's presence in multiple businesses, the Company works closely with its subsidiaries and associates to achieve its business objectives and enters into various operational transactions with its related parties, from time to time, in the ordinary course of business and on an arm's length basis.

Amongst the transactions that the Company enters into with its related parties, the estimated value of the contract(s)/ arrangement(s)/ agreement(s)/ transaction(s) of the Company with the Related Party mentioned below and also the 'Related Party Transactions' under Regulation 2(1) (zc) of the Listing Regulations pertaining to Subsidiaries of the Company, may exceed the threshold of Material Related Party Transactions within the meaning of Regulation 23(1) of the Listing Regulations i.e.10% (ten per cent) of the annual turnover of the Company as per the last audited financial statements of the Company or any modifications thereof.

The Audit Committee and the Board of Directors of the Company have reviewed and approved the proposed material related party transactions at their respective meetings held on12th August 2026, after due evaluation of the terms, conditions, and supporting documents.

Details of the Material Related Party Transactions pertaining to Subsidiaries/ related party of the Company:

<table>
<tr><th>Sr. No.</th><th colspan="2">Particulars</th><th colspan="3">Disclosures</th></tr>
<tr><td rowspan="2">1.</td><td rowspan="2">Name of the Related Party; Nature of relationship with the Subsidiary, including nature of its concern or interest (financial or otherwise); and Monetary Value</td><td>Name of the Subsidiary</td><td>Name of the Related Party</td><td>Monetary value</td><td>Nature of Relationship</td></tr>
<tr><td>M/s. Kay Pulp and Paper Mills Private Limited</td><td>Satara Engineering Project and Equipments Limited</td><td>Not exceeding
Rs. 50 Crores</td><td>Mrs. Deepa Agarwal has substantial holding as well as holding directorship in the M/s. Satara Engineering Project and Equipments Limited</td></tr>
<tr><td rowspan="3">2.</td><td colspan="5">Type/Nature, material terms and particulars of the contract or arrangements</td></tr>
<tr><td colspan="4">Satara Engineering Project and Equipments Limited</td><td>Monetary values Rs. in crores</td></tr>
<tr><td colspan="4">To purchase and install plant and machinery for the manufacture of Kraft Paper for establishing a new manufacturing facility with an installed production capacity of 75,000 TPA (Tonnes Per Annum) .</td><td>Rs. 50.00 Crores</td></tr>
<tr><td>3.</td><td colspan="4">Any advance paid or received for the contract or arrangement, if any</td><td>Based on the nature of transaction, advance for part or full amount of the transaction/ arrangement could be paid in the ordinary course of business.</td></tr>
<tr><td>4</td><td colspan="4">Tenure</td><td>Till the completion of transaction.</td></tr>
</table>

Sr. No.	Particulars	Disclosures
5.	Justification for why the proposed transaction is in the interest of the Company	M/s. Kay Pulp and Paper Mills Private Limited is a newly incorporated wholly owned subsidiary company of Kay Power and Paper Limited. The main business of the subsidiary company is to manufacture, produce, process, convert, purchase, sell, import, export, distribute, stock, market, retail, wholesale, trade and otherwise deal in all kinds of paper, paper boards, pulp, waste paper, recycled paper, kraft paper, tissue paper, specialty paper, corrugated paper, packaging paper, stationery products, packaging materials and all other paper products and articles made therefrom, and to manufacture, purchase, sell, import, export and otherwise deal in all raw materials, chemicals, additives, consumables, machinery, plant, equipment, spare parts and accessories used in or required for the manufacture, processing, conversion, finishing, packaging and trading of paper, paper boards, pulp and allied products.. The revenue of the subsidiary company will be consolidated in the balance sheet of Kay Power and Paper Limited. In view of the above, it is proposed to seek approval of the Members for Related Party Transactions entered/to be entered into between related party and subsidiary company.
6.	**The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as a part of the contract**	The related party transactions will be in line with the Company's Policy on Materiality of and Dealing with Related Party Transactions. These transactions will be on an arm's length basis and in the ordinary course of business. The related party transactions will be supported by the Valuation Report of an Independent valuer, wherever necessary. **Arms' Length Basis:** The Company ensures that the related party transactions are done on arms' length basis which are established taking into account various factors including comparable with unrelated parties or on cost plus reasonable margin basis or market price basis, where available, or certified by any independent agency.

As per the process, necessary details for each of the Related Party Transactions as applicable along with the justification are provided to the Audit Committee in terms of the Company's Policy on Materiality of and Dealing with Related Party Transactions and as required under SEBI Circular(s). Further, a Certificate from the Managing Director & Chief Executive Officer and Group Chief Financial Officer of the Company confirming that the Related Party Transactions are in the ordinary course of business of the Company and on an arm's length basis is also placed before the Audit Committee.

The Related Party Transactions placed for Members' approval shall also be reviewed/ monitored on quarterly basis by the Audit Committee of the Company as per Regulation 23 of the Listing Regulations and section 177 of the Companies Act, 2013 and shall remain within the proposed amount(s) being placed before the Members.

Any subsequent material modifications in the proposed transactions, as defined by the Audit Committee as a part of the Company's Policy on Materiality of and Dealing with Related Party Transactions, shall be placed before the Members for approval, in terms of Regulation 23(4) of the Listing Regulations.

The Related Party Transactions placed for Members' approval are specific in nature and have been approved by the Audit Committee and Board of Directors of the Company.

As per second proviso to section 188 (1) of the Companies Act 2013 and provisions of the Listing Regulations, if any member is a related party in any contract or arrangement, then that party shall not vote in the resolution, wherein such contract or arrangement is considered for approval. Therefore, Mrs. Deepa Agarwal, Director of the company and their relatives and associates will not vote on the above resolution.

Except above, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives are in any way concerned or interested in the said Resolution.

The Board recommends the Ordinary Resolution set out in Item No.7 of the Notice for approval by the shareholders.

By Order of the Board of Directors
For **KAY POWER AND PAPER LTD.**

DEEPA AGARWAL
CHAIRMAN AND MANAGING DIRECTOR
DIN: 00452947

Place: Satara
Date: 12th August 2026

Annexure

DETAILS OF DIRECTOR SEEKING APPOINTMENT/REAPPOINTMENT

[Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard–2 on General Meetings]

1	**Name of Director**	**Ms. Deepa Agarwal**	**Ms. Aarushi Chandra**
2	Designation	Managing Director	Non-Executive non-Independent Director
3	Date of Birth/ Age	25/07/1966	03/06/1996
4	Nationality	Indian	Indian
5	Qualification	B.A (Hons.)	Architect
6	Experience (Including nature of expertise in specific functional areas/Brief Resumes	Mrs. Deepa Agarwal, wife of Mr. Niraj Chandra is B.A. (hons.) and belongs to a reputable business family. She is actively involved in the operations of Private Limited Companies and holds directorships in fourteen other companies. She holds 2286800 shares in the company.	Ms. Aarushi Chandra is an Architect and Designer with a bachelor’s degree in architecture from The Sushant School of Art & Architecture (SSAA), India, and has pursued design studies at Parsons School of Design, New York, USA, and Central Saint Martins – University of the Arts London, UK. She has worked with reD (Research & Enquiry into Design), a Mumbai-based architectural firm, and has been involved in various architecture and interior design projects across North India, including master planning work for a sugar factory project in Tanzania, Africa.
7	Terms and conditions of appointment and re-appointment	Managing Director	Non-executive Director retires by rotation.
8	Details of remuneration sought to be paid	NIL	NIL
9	Date of First appointment on the Board	30/09/2000	28/05/2026
10	Shareholding in the company (Equity Shares of Rs 10 each)	2286800	Nil
11	Relationship with other Directors, Manager and other Key Managerial Personnel of the company	Mrs. Deepa Agarwal is related to Ms. Aarushi Chandra being her mother, except this, no director is related to any other director on the board.	Ms. Aarushi Chandra is daughter of Mrs. Deepa Agarwal Managing Director of the Company, and is not debarred from holding the office of Director by virtue of any order of SEBI or any other such authority.

1	Name of Director	Ms. Deepa Agarwal	Ms. Aarushi Chandra
12	**Directorship held in other companies**	Yes 1. Kay Amines and Sugars Private Limited 2. Kay Nitroxygen Pvt Ltd 3. Kay Chandra Iron Engineering Works Private Limited 4. Satara Engineering Projects and Equipment's Limited 5. Supa Medical and Industrial Gases Private Limited 6. Chandra Trading and Investment Pvt. Ltd. 7. Kay Inns and Investment Private Limited 8. Kay Industrial Gases Private Limited 9. Nisaba Education Technologies Private Limited 10. Halkarni Medical and Industrial Gases Private Limited 11. Ratnagiri Medical and Industrial Gases Private Limited. 12. Satara Air Products Private Limited 13. Kay Chandra Capital and Investment Private Limited 14. KNPL Investment Private Limited	Yes 1. Kay Nitroxygen Pvt Ltd 2. Kay Chandra Iron Engineering Works Private Limited 3. Satara Engineering Projects and Equipment's Private Limited 4. Supa Medical and Industrial Gases Private Limited 5. Kay Inns and Investment Private Limited 6. Ratnagiri Medical and Industrial Gases Private Limited. 7. Satara Air Products Private Limited 8. Kay Chandra Capital and Investment Private Limited 9. Kay Inns Private Limited 10. KNPL Investment Private Limited
13	List of Membership /Chairmanship of committees of the Board	Nomination and remuneration committee (Member) Stakeholder's relationship committee (Chairman)	NA

1	Name of Director	Ms. Deepa Agarwal	Ms. Aarushi Chandra
14	Skills and capabilities required for the role and manner in which the proposed appointee meets such requirements	1. Strategy and Strategic Planning 2. Corporate Communications 3 Community and stakeholder engagement 4. Financial performance. 5. Geographic, Gender and cultural diversity 6. Governance	1. Corporate Communications 2. Community and stakeholder engagement 3. Financial performance 4. Governance
15	Summary of Performance, Evaluation / Justification for choosing the appointee for appointment as independent director/ director	She has the required skill which are required for carrying the role of director of the company as mentioned in the above sr no. 14	She has the required skill which are required for carrying the role of director of the company as mentioned in the above sr no. 14
16	Listed entities from which the Director has resigned from Directorship in last 3 (three) years.	NA	NA