

April 18, 2023

To,
BSE Limited,
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Dear Sir/Madam,
Scrip Code: 530145

Sub.: Notice of Extraordinary General Meeting (EGM) of the Company under Regulation 30 of SEBI (LODR) Regulations, 2015.

In continuation to our letter dated April 13, 2023, wherein we had intimated that the Board of Directors have approved the Notice of EGM of the members of the Company, please find enclosed the EGM Notice dated April 13, 2023, under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 seeking the consent of shareholders on the matters set out in the Notice, which is being sent through electronic mode to the members of the Company. The Notice of EGM is also available on Company's website i.e www.kisangroup.com.

The cut-off date for remote e-voting is Friday May 05, 2023. The remote e-voting shall commence on Tuesday, May 09 2023 at 9:00 a.m and ends on Thursday, May 11 2023 at 5:00 p.m.

Kindly take the above on record.

Thanking you,
Yours faithfully,

FOR KISAN MOULDINGS LIMITED

Vijay
Indukumar
Joshi

Digitally signed by
Vijay Indukumar
Joshi
Date: 2023.04.18
16:50:54 +05'30'

.....
VIJAY JOSHI
COMPANY SECRETARY



Encl: As above

Kisan Mouldings Limited

CIN : L17120MH1989PLC054305

Regd. Office: 26 'A', 3rd Floor, K-wing, "Tex Centre", Chandivali, Off Saki Vihar Road, Andheri (East), Mumbai – 400 072

TEL: 022- 4200 9100/ 9200. **FAX:** 022- 28478508.

E-Mail: cs.kisan@kisangroup.com; Website: www.kisangroup.com

NOTICE OF EXTRA ORDINARY GENERAL MEETING

To,
The Members,
Kisan Mouldings Limited

Notice is hereby given that the Extraordinary General Meeting ("EGM") of the members of Kisan Mouldings Limited ("the Company") will be held on Friday, 12th May, 2023 at 11:30 a.m. through Video Conferencing / Other Audio Visual Means ("VC / OAVM"), to transact the following businesses.

SPECIAL BUSINESS:

ITEM NO. 1

1. APPOINTMENT OF MR. SUNIL AGARWAL (DIN: 10068195) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

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

RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and 161 of the Companies Act, 2013 (the Act) and other applicable provisions, if any, of the act, read with schedule IV to the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014, Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof for the time being in force) and on the basis of recommendation of the Nomination and Remuneration Committee and that of the Board of Directors, Mr. Sunil Agarwal (DIN: 10068195), who was appointed as an Additional Director in the capacity of an Independent Director with effect from February 13, 2023, by the Board & who meets the criteria of Independence under Section 149(6) of the Act and rules made thereunder and Regulations 16(1)(b) of the SEBI LODR Regulations and in respect of whom the Company has received a Notice in writing from a member under Section 160(1) of the Act, be and is hereby appointed as an Independent Director of the Company for a period of five years till February 12, 2028 and that he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to or any other officer(s)/ Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

ITEM NO. 2

2. APPOINTMENT OF MS. SONAL KASAT (DIN: 10042917) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

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

RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and 161 of the Companies Act 2013 (the Act) and other applicable provisions, if any, of the act, read with schedule IV to the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014, Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof for the time being in force) and on the basis of recommendation of the Nomination and Remuneration Committee and that of the Board of Directors, Ms. Sonal Kasat (DIN: 10042917), who was appointed as an Additional Director in the capacity of an Independent Director with effect from February 13, 2023, by the Board & who meets the criteria of Independence under Section 149(6) of the Act and rules made thereunder and Regulations 16(1) (b) of the SEBI LODR Regulations and in respect of whom the Company has received a Notice in writing from a member under Section 160(1) of the Act, be and is hereby appointed as an Independent Director of the Company for a period of five years till February 12, 2028 and that she shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to or any other officer(s)/ Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

By order of the Board of Directors

For **KISAN MOULDINGS LIMITED**

Vijay Joshi

Company Secretary

ICSI Membership No. : ACS7298

Kisan Mouldings Limited

L17120MH1989PLC054305

Registered Office:

26 'A', 3rd Floor, K-wing, "Tex Centre",
Chandivali, Off Saki Vihar Road,
Andheri (East), Mumbai – 400 072
CIN: L17120MH1989PLC054305
Tel.: 022- 4200 9100/ 9200.
Fax: 022- 28478508.
E-mail: cs.kisan@kisangroup.com

Place: Mumbai

Date: 13th April, 2023

NOTES:

1. In view of the ongoing COVID 19 pandemic and pursuant to the Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13 2020 , 22/2020 dated June 15,2020, 33/2020 dated September, 28,2020,39/2020 dated December 31,2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08,2021, 03/2022 dated May 05,2022 and 11/2022 dated December 28,2022 issued by the Ministry of Corporate Affairs ("MCA Circulars") and in compliance with the provision of the Companies Act, 2013, the Company has decided to hold its Extraordinary General Meeting (EGM) through video conferencing (VC) or other audio visual means (OAVM), without physical presence of the Members at a common venue. The venue of the EGM therefore shall be deemed to be the registered office of the Company.
2. The relevant Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, read with relevant rules setting out the material facts and reasons for the proposed resolution concerning the item of the Special Business to be transacted at the EGM is annexed hereto and forms part of this Notice.
3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of Listing Regulations, as amended, and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM and facility to those members participating in the EGM to cast vote through e-voting system during the EGM. For this purpose, the Company has entered into an agreement with Link Intime India Private Limited - (LIPL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting, participation in the EGM through VC/OAVM and the e-voting system on the date of the EGM will be provided by LIPL.
4. Since this EGM will be held through VC/OAVM, the requirement of physical attendance of Members has been dispensed with. Accordingly, in terms of the MCA Circular, the facility for appointment of proxies by the members will not be available for this EGM; and hence the Proxy form, Attendance Slip and Route Map to EGM Venue are not annexed to this Notice.
5. Institutional/Corporate Members (i.e. other than Individuals, HUF,NRI etc.) and custodian are required to log on to e-voting system of LIPL: <https://instavote.linkintime.co.in> and register themselves as 'Custodian/Mutual Fund/Corporate Body'. Corporate Members also required for sending their Authorized Representative to attend the EGM are requested to send certified copy of Board Resolution authorizing the representative to attend and vote on their behalf at the meeting.
6. The Notice of the EGM is being sent only by electronic mode to those members whose email addresses are registered with Company/Depositories in accordance with the aforesaid MCA Circulars and Circulars issued by SEBI dated January 05, 2023. Members may note that the Notice of EGM will also be available on the Company's website www.kisangroup.com and website of BSE Limited at www.bseindia.com
7. Members attending the meeting through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

Instructions for Members for remote e-voting are as under:-

1. Remote evoting period will commence on Tuesday, May 9, 2023 at 09:00 a.m (IST) and end on Thursday, May 11, 2023 at 05:00 p.m (IST). During this period, members of the Company, holding shares either in physical form or in Dematerialised form, as on the cut-off date Friday, May 05, 2023 may cast their vote by remote e-voting. The remote e-voting module may be disabled by LIPL for voting thereafter.
2. A person who is not a member as on the cut-off date should treat this Notice of EGM for information purpose only.
3. The details of the process and manner for remote e-voting are explained herein below:

Login method for Individual shareholders holding securities in Demat /Physical mode is given below:

<p>Type of shareholders Individual Shareholders holding securities in Demat mode with CDSL</p>	<p>Login Method</p> <ol style="list-style-type: none"> 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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 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 CDSL 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 i.e. CDSL /LINKINTIME, 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from a e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 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 i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period. 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 i.e. LINKINTIME and you will be redirected to InstaVote"website for casting your vote during the remote e-Voting period.
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>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 i.e. LINKINTIME and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.</p>
<p>Individual Shareholder holding securities in physical mode & non- Individual Shareholder in demat mode & evoting service provider is LINKINTIME.</p>	<ol style="list-style-type: none"> 1) Open the Internet browser and launch the URL: https://instavote.linkintime.co.in <ol style="list-style-type: none"> 1. Click on "Sign up" under 'SHARE HOLDER' tab and register with your following details:- <ol style="list-style-type: none"> a. User ID: Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

	<p>b. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.</p> <p>c. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)</p> <p>d. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/ Company.</p> <ul style="list-style-type: none"> Shareholders holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter). Click "confirm" (Your password is now generated). <p>2) Click on 'Login' under 'SHARE HOLDER' tab.</p> <p>3) Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'.</p> <p>4) After successful login, you will be able to see the notification for e-voting. Select 'View' icon.</p> <p>5) E-voting page will appear.</p> <p>6) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).</p> <p>7) After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.</p>
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Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders & e-voting service provider is Link Intime

In case Shareholders/ Members holding securities in physical mode/ Institutional Shareholders have any queries regarding e-voting, they may refer the **Frequently Asked Questions ('FAQs')** and **Insta Vote e-voting manual** available at <https://instavote.linkintime.co.in> under **help** section or send an email to instameet@linkintime.co.in or contact on: - Tel: 022 – 4918 6175.

Helpdesk for Individual Shareholders holding securities in demat mode:

In case Shareholders/ Members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL and CDSL, they may contact the respective helpdesk given below:

Login type	Helpdesk details
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
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 22 55 33

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/ DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Instructions for Members for participating in the EGM through VC/OAVM are as under:

Members entitled to attend the EGM through VC/OAVM provided by Link Intime by following the below mentioned process. Facility for joining the EGM through VC/OAVM shall open for 15 (Fifteen) minutes before the time scheduled for the Extraordinary General Meeting and will be available to the members on first come first served basis. Participation is allowed for at least 1000 members.

- 1) Members will be provided with InstaMeet facility wherein members shall register their details and attend the EGM as under:

Process and manner for Attending the EGM through Instameet:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>
 - Select the "**Company**" and '**Event Date**' and register with your following details: -
 - a. Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No.
 - Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
 - Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
 - Shareholders/ members holding shares in **physical form shall provide** Folio Number registered with the Company
 - b. PAN:**

Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
 - c. Mobile No:**

Enter your mobile number.
 - d. Email ID:**

Enter your email id, as recorded with your DP/Company.

 - Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please refer the instructions for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the insta meet support desk for any support on the dedicated number provided to you in the instruction / Instameet website.

Instructions for Members to register themselves as Speakers during EGM:

Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs.kisan@kisangroup.com. The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs.kisan@kisangroup.com. These queries will be replied to by the Company suitably by email.

Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time at the EGM.

Instructions for Members to vote during the EGM through InstaMeet:

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the EGM through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the EGM will be eligible to attend/ participate in the EGM through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

Other guidelines for Members

1. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of May 05, 2023 (Friday).
2. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on May 05, 2023 (Friday) ("Cut-off date"), are entitled to avail the facility of remote e-voting as well as e-voting system as on the date of the EGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.

3. The Board of Directors has appointed M/s. AVS & Associates, Practicing Company Secretaries as the Scrutinizer to scrutinize the votes cast through the e-voting system at the meeting and remote e-voting process in a fair and transparent manner.
4. 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 their PAN to their Depository Participants with whom they are maintaining their Dmat accounts. Members holding shares in physical form can submit their PAN details to the Company/Registrar and Transfer Agent.
5. In terms of the SEBI Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from 1st April 2019 except in case of request received for transmission or transposition of securities. In view of the above, Members are advised to dematerialize shares held by them in physical form.
6. Pursuant to the MCA Circulars and SEBI Circular, Notice of the EGM is being sent only by email to the Members. Therefore Members are requested to intimate e-mail address is not registered with the Company/Depository Participants and who wish to receive the Notice of EGM and all other communications send by the Company from time to time, can get their email address registered by following steps given below:-
 - a. **For members holding shares in physical form**, please send scan copy of a signed request letter mentioning folio number, complete address, email address to be registered along with scanned self-attested copy of PAN and any other document (such as Driving license, Passport, Bank Statement, Aadhar) Supporting the registered address of the member, by email to the Company's email address cs.kisan@kisangroup.com
 - b. **For members holding shares in Demat form**, please update your email address through your respective Depository Participants.
7. The Register of Directors and Key managerial Personnel and their shareholding maintained under section 170 of the Companies Act, 2013, Register of Contracts or Arrangements maintained under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode, basis the request being sent on cs.kisan@kisangroup.com
8. The scrutinizer shall after the conclusion of e-voting at the EGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two days from the date of the EGM, 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 the Chairman or the person authorized by him in writing shall declare the result of the voting forthwith.
9. The results declared along with the report of the scrutinizer shall be placed on the website of the Company <http://www.kisangroup.com/investorrelations/annualreport.php> and on the website of Link Intime Private Limited at <https://instavote.linkintime.co.in> immediately after the declaration of result by the Chairman or a person authorised by him in writing. The results shall also be immediately communicated to the BSE Limited, Mumbai.

EXPLANATORY STATEMENT

As required by Section 102 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. 1

The Board of Directors of the Company at their meeting held on 13th February, 2023, upon the recommendation of the Nomination and Remuneration Committee (NRC), had appointed Mr. Sunil Agarwal (DIN: 10068195) as an Additional Director under the category of Non-executive Independent Director not liable to retire by rotation, subject to the approval of Shareholders. At the Board Meeting held on April, 13 2023, the Board decided to seek the approval of the shareholders.

Further, in terms of Regulation 17(1C) of the Listing Regulations, the Company is required to obtain the approval of the Shareholders for the appointment of an Independent Director at the next General Meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, the approval of the Members is sought to comply with the above referred SEBI Listing Regulations.

Mr. Sunil Agarwal is not disqualified from being appointed as a Director in terms of section 164 of the Companies Act, 2013 and given his consent to act as a Director. Further, the Company has already received declarations from him that he meets the criteria of Independence as prescribed in Section 149(6) of the Companies Act 2013 and Schedule IV of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and that he is not debarred or disqualified from holding the office as a Director by the Securities and Exchange Board of India (SEBI) or the Ministry of Corporate Affairs or any such statutory/ regulatory authority.

Except Mr. Sunil Agarwal (DIN: 10068195) and his relatives, none of the other directors or Key Managerial Personnel of the Company or their respective relatives, is concerned or interested in the Resolution set out in the Notice. Mr. Sunil Agarwal is not related to any other Director or Key Managerial Personnel of the Company.

Brief information in respect of Mr. Sunil Agarwal s enclosed as Annexure-A.

ITEM NO. 2

The Board of Directors of the Company at their meeting held on 13th February, 2023, upon the recommendation of the Nomination and Remuneration Committee (NRC), had appointed Ms. Sonal Kasat (DIN: 10042917) as an Additional Director under the category of Non-executive Independent Director not liable to retire by rotation, subject to the approval of Shareholders. At the Board Meeting held on April, 13 2023, the Board decided to seek the approval of the shareholders.

However, in terms of Regulation 17(1C) of the Listing Regulations, the Company is required to obtain the approval of the Shareholders for the appointment of an Independent Director at the next General Meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, the approval of the Members is sought to comply with the SEBI Listing Regulations.

Ms. Sonal Kasat is not disqualified from being appointed as a Director in terms of section 164 of the Companies Act, 2013 and given her consent to act as a Director. Further, the Company has already received declarations from her that she meets the criteria of Independence as prescribed in Section 149(6) of the Companies Act, 2013 and Schedule IV of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and that she is not debarred or disqualified from holding the office as a Director by the Securities and Exchange Board of India (SEBI) or the Ministry of Corporate Affairs or any such statutory/ regulatory authority.

Except Ms. Sonal Kasat (DIN: 10042917) and her relatives, none of the other directors or Key Managerial Personnel of the Company or their respective relatives, is concerned or interested in the Resolution set out in the Notice. Ms. Sonal Kasat is not related to any other Director or Key Managerial Personnel of the Company.

Brief information in respect of Ms. Sonal Kasat is enclosed as Annexure-A.

By order of the Board of Directors

For **KISAN MOULDINGS LIMITED**

Vijay Joshi

Company Secretary

ICSI Membership No. : ACS7298

Kisan Mouldings Limited

L17120MH1989PLC054305

Registered Office:

26 'A', 3rd Floor, K-wing, "Tex Centre",

Chandivali, Off Saki Vihar Road,

Andheri (East), Mumbai – 400 072

CIN: L17120MH1989PLC054305

Tel.: 022- 4200 9100/ 9200.

Fax: 022- 28478508.

E-mail: cs.kisan@kisangroup.com

Place: Mumbai

Date: 13th April, 2023

DETAILS OF DIRECTORS SEEKING APPOINTMENT

(Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standard II on General Meeting)

Name of Director	Mr. Sunil Agarwal	Ms. Sonal Kasat
Director Identification Number	10068195	10042917
Date of Birth (Age)	10/02/1991(32 years)	04/12/1995(28 years)
Date of appointment on the Board	13/02/2023	13/02/2023
Educational Qualification	Chartered Accountant (CA)	MCOM
Expertise (including expertise in specific functional areas)/ Brief Resume	<p>Mr. Sunil Agarwal is a Chartered Accountant in Kundan Edifice Private Limited since last two years. His work areas are more into the financial planning and management, Budgetary control and analysis, Statutory Compliances, Audit and legal Compliances and Investment Advisory etc.</p> <p>He is a fellow member (FCA) of the Institute of Chartered Accountants of India. He also has done certification course on Forensic Accounting and Fraud detection and on Indian Accounting Standards.</p> <p>He is the member of Capital Market Committee of ICAI.</p>	<p>Ms. Sonal Kasat holds MCOM degree and PGDFM degree from Mumbai University. She has also completed Certification Course in Computer Technology (CCCT).</p>
Directorship held in other companies (excluding foreign companies)	NIL	NIL
Membership/Chairmanship of committees across companies (excluding foreign companies)	He is a Chairman & Member in Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee of Kisan Mouldings Limited.	She is a Member in Audit Committee, Nomination & Remuneration Committee and Preferential Issue Committee of Kisan Mouldings Limited.
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	NIL	NIL
No. of Shares held in the Company either by self or as a beneficial owner	NIL	NIL
Terms and Conditions of appointment	Mr. Sunil Agarwal appointed for the period of 5 years with effect from February 13, 2023 up to February 12, 2028, whose office shall not be liable to retire by rotation being an Independent Director subject to approval of shareholders.	Ms. Sonal Kasat appointed for the period of 5 years with effect from February 13, 2023 up to February 12, 2028, whose office shall not be liable to retire by rotation being an Independent Director subject to approval of shareholders.
Name of listed entity from which the person has resigned in the past three years (excluding foreign companies)	NIL	NIL