

September 01, 2025

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

Scrip Code: 530145

Subject: Intimation of 36th Annual General Meeting ('AGM') of the Company for the financial year ended March 31, 2025. Book Closure Date. Cut-off date. E-voting Information

Ref: SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir/Madam,

This is to inform you that the 36th Annual General Meeting ('AGM') of the Company is scheduled to be held on **Thursday, September 25, 2025 at 11.00 a.m. (IST)** through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM') in compliance with the relevant circulars/notifications issued by the Ministry of Corporate Affairs ('MCA') and Securities and Exchange Board of India ('SEBI').

Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), please find enclosed the Notice of 36th AGM for the financial year 2024-25 of the Company.

In accordance with the aforesaid circulars, the Notice of the 36th AGM along with the Annual Report of the Company for the Financial Year ended March 31, 2025 will be sent through electronic mode to all those members whose email addresses are registered with the Company/Registrar & Share Transfer Agent or Depository Participant(s).

The Company has fixed Thursday, September 18, 2025 as the 'Cut-off date' for the purpose of determining the Members eligible to vote on the resolutions set out in the Notice of the 36th AGM or to attend the AGM.

Further as per the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, Pursuant to Regulation 44 of Listing Regulations, the Company has availed E-voting services of the MUFG Intime India Private Limited ("MUFG") for providing e-voting facility to its Members.

The Schedule of Events for e-voting is as follows: -

Events	Details
Date of AGM	Thursday, September 25, 2025
Remote e-voting period	
Cut-off date for eligibility of e-voting	Thursday, September 18, 2025
Commencement of remote e-voting Period	Monday, September 22, 2025 on 9.00 a.m. IST
Conclusion of remote e-voting period	Wednesday, September 24, 2025 on 5.00 p.m. IST

Also note that pursuant to Section 91 of the Companies Act, 2013, the Register of Members and Share transfer Books of the company shall remain close from Thursday, September 18, 2025 to Wednesday, September 24, 2025 (both days inclusive).

The Annual Report of the Company including the Notice convening the 36th AGM and other Statutory Reports for the Financial Year 2024-25, which is being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar & Share Transfer Agent ('RTA')/Depository Participant(s) ('DPs'). Further, in accordance with the Regulation 36(1)(b) of the SEBI Listing Regulations, the Company has initiated sending a letter to the Shareholders whose e-mail addresses are not registered with the Company/RTA/DPs, providing a web-link and exact path from where the Annual Report can be accessed on the website of the Company.

The above information is also available on the website of the Company www.kisangroup.com

This is for your information and record.

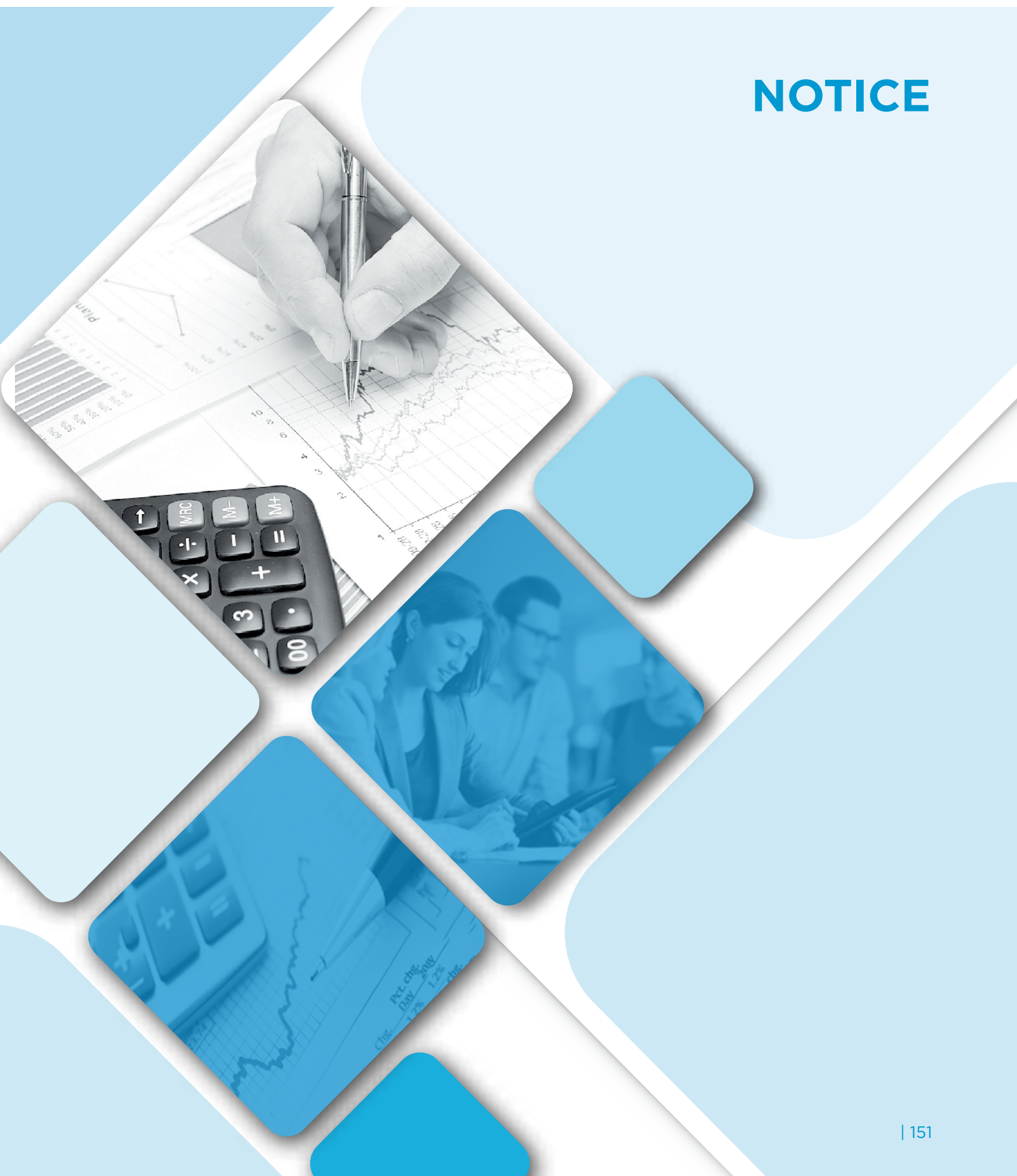
Thanking you,

Yours Faithfully

For Kisan Mouldings Limited

Sanjeev Aggarwal
Chairman & Managing Director
DIN: 00064076

NOTICE



NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 36th (**Thirty-Sixth**) Annual General Meeting (“AGM”) of the members of Kisan Mouldings Limited will be held on Thursday, September 25, 2025 at 11:00 a.m. (Indian Standard Time) through video conferencing/other audio visual means (“VC/ OAVM”) facility to transact the business as stated hereunder in this Notice. The venue of the meeting shall be deemed to be the Registered Office of the Company.

ORDINARY BUSINESS (ES):

- To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the financial year ended 31st March, 2025 and the Reports of the Board of Directors and Auditors thereon and in this regard, pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2025 and the Reports of the Board of Directors’ and Auditors, thereon as circulated to the Members, be and are hereby considered and adopted.”

- To appoint a Director in place of Mr. Rishav Aggarwal (DIN: 05155607), who retires by rotation and being eligible, offers himself for re-appointment and in this regard, pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Rishav Aggarwal (DIN: 05155607), who retires by rotation at this Annual General Meeting and, being eligible, has offered himself for re-appointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS (ES):

- To appoint Secretarial Auditor of the Company and in this regard pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and

Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment for the time being in force), and based on the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. Nidhi Bajaj & Associates, Practicing Company Secretaries (ACS - 28907, COP - 14596, Peer Review No. - 2458/2022), be and are hereby appointed as the Secretarial Auditor of the Company for a term of five consecutive years commencing from FY 2025-26 to FY 2029-30, at such remuneration as may be determined by the Board of Directors of the Company in consultation with the Secretarial Auditor.”

“RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof), be and are hereby authorised to decide and finalize the terms and conditions of appointment, including the remuneration of the Secretarial Auditor, from time to time, and to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

- To Approve the Material Related Party Transactions and in this regard, pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the Regulations 2(1)(zc), 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, the applicable provisions of the Companies Act, 2013 (“Act”) read with Rules made thereunder, other applicable laws/statutory provisions, if any [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force], the Company’s Policy on Related Party Transactions and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee and the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the

Board of Directors of the Company to enter/continue to enter into Material Related Party Transaction(s)/Contract(s)/ Arrangement(s)/ Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) with Apollo Pipes Limited, a related party pursuant to Section 2(76) of the Act and Regulation 2(1) (zb) of the SEBI Listing Regulations, for an aggregate value not exceeding ₹ 200 crore, on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between the related party and the Company, provided that the said Transaction(s)/ Contract(s)/Arrangement(s)/ Agreement(s) shall be carried out in the ordinary course of business and at arm's length basis."

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do or cause to be done all such acts, matters, deeds and things and to settle any queries, difficulties that may arise with regard to any transaction with the related party and execute such agreements, documents and writings and to make such filings as may be necessary or desirable for the purpose of giving effect to this resolution, in the best interest of the Company;

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Committee, Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s)/ Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution;

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

5. Ratification of Remuneration to Cost Auditors for the Financial Year Ending March 31, 2026 and in this regard, pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to M/s Bhanwarlal Gurjar

& Co., Cost Accountants, (Firm Registration Number: 101540), appointed by the Board of Directors of the Company, on recommendation of Audit Committee, to conduct the Cost Audit of cost records of the Company for the Financial Year ending on March 31, 2026, amounting to ₹ 2,50,000/- (Rupees Two Lakh Fifty Thousand only) plus applicable taxes and reimbursement of out of pocket expenses incurred by them in connection with the aforesaid audit be and is hereby ratified and confirmed.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary be and are hereby severally authorised to settle any question, difficulty or doubt, that may arise in giving the effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

6. To consider and approve the remuneration of Mr. Rishav Aggarwal, Whole-time Director of the Company and in this regard, pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), and such other statutory enactments, rules, regulations, guidelines, circulars and notifications as may be applicable from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and based on the recommendations of the Nomination & Remuneration Committee and the Audit Committee, and the approval of the Board of Directors, consent of the Members of the Company be and is hereby accorded to the remuneration payable to Mr. Rishav Aggarwal (DIN: 05155607), Whole-time Director of the Company, for the remainder of his tenure up to 21st August 2026, on the following terms and conditions:

Remuneration Structure:

- Salary, perquisites, allowances and other benefits: ₹ 50,00,000/- (Rupees Fifty Lakhs only) per annum.
- Other Benefits: Entitlement to the use of a

Company-owned car.

- Minimum Remuneration: In the event of absence or inadequacy of profits in any financial year during the tenure of his appointment, the aforesaid remuneration shall be paid as minimum remuneration, subject to the provisions of the Act and other applicable statutory requirements.

RESOLVED FURTHER THAT in view of the acquisition of the Company by Apollo Pipes Limited in March 2024, whereby Apollo Pipes Limited became the Holding Company and Kisan Mouldings Limited became its subsidiary, and considering the consequential change in management and control, the Members' approval be and is hereby sought afresh at this 36th Annual General Meeting to reconfirm and regularize the remuneration of Mr. Rishav Aggarwal as earlier sanctioned, in compliance with the provisions of the Act, the Rules framed thereunder, SEBI Listing Regulations and all other applicable laws.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized, on the recommendation of the Nomination & Remuneration Committee, to alter, vary or modify the terms and conditions of remuneration payable to Mr. Rishav Aggarwal within the overall limits approved by the Members.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things, and to execute all such documents, instruments and writings, as may be deemed necessary, expedient and proper to give effect to this resolution."

By order of the Board of Directors
For **Kisan Mouldings Limited**

Sd/-

Falak Mody
Company Secretary
ACS - 68214

Registered Office:

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

Date: August 04, 2025

NOTES:

1. 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 AGM is annexed hereto and forms part of this Notice.
2. Pursuant to the General Circular Nos. 20/2020 dated May 5, 2020, read with General Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 02/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (MCA), applicable provisions of the Act and the rules made thereunder and in accordance with the Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by the SEBI (collectively referred to as "Applicable Circulars", companies are allowed to hold AGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC/OAVM.
3. The Company has appointed M/s. MUFG Intime India Private Limited ("MUFG"), Registrar and Transfer Agents ("RTA") of the Company, to provide the facility for voting through remote e-Voting, for participating in the AGM through VC / OAVM and e-Voting (Insta Poll) during the AGM.
4. Since this AGM is being held through VC / OAVM, pursuant to the MCA Circulars:
 - a) Members can attend the AGM through login credentials provided to them for this purpose. Physical attendance of the Members at the AGM venue is not required and accordingly attendance slip is not annexed to this Notice.

- b) Appointment of proxy to attend and cast vote on behalf of the Member is not available and hence the Proxy Form is also not annexed to this Notice.
 - c) However, Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC / OAVM and participate thereat and cast their votes through e-Voting.
5. Since the AGM will be held through VC / OAVM, the route map of the venue of the AGM is not annexed to this Notice.
 6. In compliance with the provisions of Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 and any amendments thereto, Secretarial Standard on General Meetings ("SS-2") issued by Institute of Company Secretaries of India, Regulation 44 of the SEBI Listing Regulations and applicable circulars, the Company is pleased to provide to its Members the facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means ("e-Voting") and the business may be transacted through e-Voting services facilitated by MUFG Intime India Private Limited. Members shall have the option to vote electronically either before the AGM ("remote e-Voting") or during the AGM. More details are provided under the section Procedure and instructions for remote e-Voting and e-Voting during the AGM of this Notice.
 7. Corporate/Institutional Members (i.e other than Individuals, HUF, NRI etc.) and custodian are required to log on to e-voting system of MUFG: <https://instavote.linkintime.co.in> and register themselves as 'Custodian/Mutual Fund/Corporate Body'. Corporate/Institutional Members also required for sending their Authorized Representative to attend the AGM are requested to send certified copy of Board Resolution authorizing the representative to attend and vote on their behalf at the meeting.
 8. The Notice of the AGM along with Annual Report FY 2024-25 of the Company 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. Any Member/s requiring the hard copy of Annual Report may kindly send an email from the registered email id at or send a duly signed request in original at the registered office of the Company mentioned above.

9. Members may note that the Notice of AGM will also be available on the Company's website www.kisangroup.com and website of BSE Limited at www.bseindia.com.
10. Members attending the meeting through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

DISPATCH OF NOTICE AND ANNUAL REPORT THROUGH ELECTRONIC MODE:

Pursuant to the relevant Circulars, Notice of the AGM along with the Annual Report for the financial year 2024-25 is being sent only through electronic mode to those Members whose email address is registered with the MUFG Intime India Private Limited / National Securities Depository Limited ("NSDL") / Central Depository Services (India) Limited ("CDSL").

Members may note that the Notice and Annual Report for the financial year 2024-25 is also available on the Company's website at www.kisangroup.com, website of the Stock Exchanges, i.e., BSE Limited ("BSE") at www.bseindia.com and on the website of Company's RTA, MUFG Intime India Private Limited at www.in.mpms.mufg.com

I. Procedure for joining the AGM through VC / OAVM:

- 1) Members will be able to attend the AGM through VC / OAVM at <https://instameet.in.mpms.mufg.com> by using their e-Voting login credentials.
- 2) Members who do not have the User ID and password for e-Voting or have forgotten the User ID and password may retrieve the same by following the remote e-Voting instructions mentioned in the AGM Notice.
- 3) Members may join the AGM through VC / OAVM facility by following the procedure as mentioned below which shall be kept open for the Members from 10:30 a.m. (Indian Standard Time) i.e., 30 minutes before the time scheduled for start of the AGM and shall be kept open throughout the proceedings of the AGM.
- 4) Members may note that the VC / OAVM facility, provided by MUFG Intime India Private Limited, allows participation of at least 1,000 Members on a first-come-first-served basis. The large Shareholders (i.e., Shareholders holding 2% or more shareholding), Promoters, Institutional

Investors, Directors, Key Managerial Personnel, the Chairperson of the Audit Committee, Nomination, Remuneration and Compensation Committee and Stakeholders' Relationship Committee, Auditors, etc. can attend the AGM without any restriction on account of first-come-first-served principle. Institutional Members are encouraged to participate at the AGM through VC / OAVM.

- 5) Attendance of the Members participating in the AGM through VC / OAVM facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- 6) Members are encouraged to join the Meeting through Laptops / Desktops with Google Chrome (preferred browser), Safari, Microsoft Edge, Mozilla Firefox.
- 7) Members are requested to use Internet with good speed to avoid any disturbance during the meeting. Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio / Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- 8) Members will be required to grant access to camera and microphone to enable two-way video conferencing.
 - a. Members will be provided with InstaMeet facility wherein members shall register their details and attend the AGM as under:

A. Process and manner for Attending the AGM through Instameet:

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 09/2024 dated and circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 the Companies can conduct their AGMs/ EGMs by means of Video Conference (VC) or other audio-visual means (OAVM).

Shareholders are advised to update their mobile number and email id correctly in their demat accounts to access InstaMeet facility.

Login method for shareholders to attend the General Meeting through InstaMeet:

- a) Visit URL: <https://instameet.in.mpms.mufg.com> & click on "Login".

- b) Select the "Company Name" and register with your following details:

- c) Select Check Box - **Demat Account No. / Folio No. / PAN**

- Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
- Shareholders holding shares in physical form shall select check box - Folio No. and enter the Folio Number registered with the Company.
- Shareholders shall select check box - PAN and enter 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 by MUFG Intime, if applicable.
- Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
- Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.

- d) Click "Go to Meeting"

You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

- a) Shareholders who would like to speak during the meeting must register their request with the Company.
- b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the Company.
- c) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.

- d) Other shareholder who has not registered as “Speaker Shareholder” may still ask questions to the panelist via active chat-board during the meeting.

**Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.*

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

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

- On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
- 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
- Click on ‘Submit’.
- After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
- 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’.
- 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. 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 General Meeting 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 General Meeting

will be eligible to attend/ participate in the General Meeting 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.

Please note that 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.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on: - Tel: 022 - 4918 6000 / 4918 6175.

B. Procedure and Instructions for Members for remote e-voting during the AGM:-

- Remote e-voting period will commence on Monday, September 22, 2025 at 09:00 a.m (IST) and end on Wednesday, September 24, 2025 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 Thursday, September 18, 2025 may cast their vote by remote e-voting. The remote e-voting module may be disabled by MUFG Intime India Private Limited for voting thereafter.
- A person who is not a member as on the cut-off date should treat this Notice of AGM for information purpose only.
- The Members attending the AGM who have not cast their vote by remote e-voting shall be eligible for e-voting at the AGM. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.
- The details of the process and manner for remote e-voting are explained herein below:

In terms of SEBI circular no. SEBI/HO/CFD/ PoD2/CIR/P/2023/120 dated July 11, 2023,

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 correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

- Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "IDeAS Login Section".
- Click on "Beneficial Owner" icon under "IDeAS Login Section".
- Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG In Time" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

- To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
- Enter the last 4 digits of your bank account / generate 'OTP'.
- Post successful registration, user will be provided with Login ID and password. Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.



METHOD 2 - NSDL e-voting website

- Visit URL: <https://www.evoting.nsdl.com>
- Click on the "Login" tab available under 'Shareholder/Member' section.
- Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 3 - NSDL OTP based login

- Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- Enter the OTP received on your registered email ID/ mobile number and click on login.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG In Time" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders registered with CDSL Easi/ Easiest facility.

METHOD 1 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

- Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or www.cdslindia.com & click on New System

Myeasi Tab.

- Enter existing username, Password & click on "Login".
- Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG In Time. Click on "MUFG In Time" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/Easiest facility:

- To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration/> https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration
- Proceed with updating the required fields for registration.
- Post successful registration, user will be provided username and password. Follow steps given above in points (a-c).

METHOD 2 - CDSL e-voting page

- Visit URL: <https://www.cdslindia.com>
- Go to e-voting tab.
- Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
- System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account.
- Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG In Time. Click on "MUFG In Time" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- Login to DP website
- After Successful login, user shall navigate through "e-voting" option.
- Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.

Post successful authentication, click on "MUFG In Time" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP to InstaVote

Shareholders registered for INSTAVOTE facility:

- Visit URL: <https://instavote.linkintime.co.in> & click on "Login" under 'SHARE HOLDER' tab.
- Enter details as under:
 - User ID: Enter User ID
 - Password: Enter existing Password
 - Enter Image Verification (CAPTCHA) Code
 - Click "Submit".

(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g. IN123456) and 6 digit Client ID (eg. 12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no., registered with the Company

Shareholders not registered for INSTAVOTE facility:

e) Visit URL: <https://instavote.linkintime.co.in> & click on “**Sign Up**” under ‘SHARE HOLDER’ tab & register with details as under:

1. User ID: Enter User ID
2. 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).
3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - o Shareholders holding shares in **NSDL form**, shall provide ‘D’ above
 - o Shareholders holding shares in **physical form** but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above
5. 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).
6. Enter Image Verification (CAPTCHA) Code.
7. Click “Submit” (You have now registered on InstaVote).

Post successful registration, click on “**Login**” under ‘SHARE HOLDER’ tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

A. Post successful authentication and

redirection to InstaVote inbox page, you will be able to see the “Notification for e-voting”.

- B. Select ‘View’ icon. E-voting page will appear.
- C. 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).
- D. After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- E. 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.

NOTE: Shareholders may click on “Vote as per Proxy Advisor’s Recommendation” option and view proxy advisor recommendations for each resolution before casting vote. “Vote as per Proxy Advisor’s Recommendation” option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Guidelines for Institutional shareholders (“Custodian / Corporate Body/ Mutual Fund”)

STEP 1 - Custodian / Corporate Body/ Mutual Fund Registration

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on “Sign Up” under “Custodian / Corporate Body/ Mutual Fund”
- C. Fill up your entity details and submit the form.
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director,

Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.

- E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on “Investor Mapping” tab under the Menu Section.
- C. Map the Investor with the following details:
- 1) ‘Investor ID’ – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
 - 2) ‘Investor’s Name’ - Enter Investor’s Name as updated with DP.
 - 3) ‘Investor PAN’ - Enter your 10-digit PAN.
 - 4) ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report Section”.

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “Votes Entry” tab under the Menu section.
- c) Enter the “Event No.” for which you want to cast vote.

Event No. can be viewed on the home page of InstaVote under “On-going Events”.

- d) Enter “16-digit Demat Account No.”.
- e) 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). After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- f) 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.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will see “Notification for e-voting”.
- c) Select “View” icon for “Company’s Name / Event number”.
- d) E-voting page will appear.
- e) Download sample vote file from “Download Sample Vote File” tab.
- f) Cast your vote by selecting your desired option ‘Favour / Against’ in the sample vote file and upload the same under “Upload Vote File” option.
- g) Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 - 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

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 request at evoting@nsdl.co.in or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in

demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

Click on "Login" under 'SHARE HOLDER' tab

- Click "forgot password?"
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>.

- Click on 'Login' under "Custodian/ Corporate Body/ Mutual Fund" tab
- Click "forgot password?"
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a 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 information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

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

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- ❖ 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".

C. 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 September 18, 2025 Thursday.
2. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on September 18, 2025 Thursday ("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 AGM. 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. Nidhi Bajaj & 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. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. September 18, 2025 (Thursday) shall be entitled to exercise his/ her vote either electronically i.e. remote e-voting or e-voting system on the date of the AGM. The Scrutinizer shall, after the conclusion of e-Voting at the AGM, scrutinize the votes cast at the AGM and votes cast through remote e-Voting, make a consolidated Scrutinizer's Report and submit the same to the Chairperson or to any other person authorised by the Board, who shall counter-sign the same and declare the result of the voting forthwith.

The result of e-Voting will be declared within two working days of the conclusion of the AGM i.e. on or before Saturday, 27th September, 2025 and the same, along with the consolidated Scrutinizer's Report, will be placed on the website of the Company: www.kisangroup.com and on the website of MUFG Intime India Private Limited at: <https://instavote.linkintime.co.in/> and shall be communicated to BSE. The Scrutinizer's decision on the validity of the vote shall be final and binding.

4. 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
5. 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 MUFG Intime India 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.
6. Additional Information, pursuant to Regulation 36 of the LODR Regulations, in respect of the directors seeking appointment/reappointment at the AGM, forms part of this Notice.
7. Subject to receipt of requisite number of votes, the Resolutions proposed in the Notice shall be deemed to be passed on the date of the AGM, i.e., date of AGM.
8. Pursuant to the MCA Circulars and SEBI Circular, Notice of the AGM 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 AGM 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@kisanigroup.com.
- b. **For members holding shares in Demat form**, please update your email address through your respective Depository Participants.

D. INSTRUCTIONS TO FURNISH/UPDATE PAN, BANK ACCOUNT, KYC AND NOMINATION DETAILS

SEBI vide Master Circular for Registrars to an Issue and Share Transfer Agents dated 23rd June, 2025 has mandated all physical shareholders to furnish their PAN, Nomination and KYC details (Contact Details, Postal address with PIN, Bank Account Details & Specimen Signature) to the Company. Further, linking of PAN and Aadhaar is also mandated by the Central Board of Direct Taxes (CBDT).

Shareholders are requested to submit their PAN, KYC and nomination details to the Companies RTA, MUFG Intime India Private Limited, at www.in.mpms.mufig.com. The forms for updating the same are available at <http://kisanigroup.com/pdf/Investor%20Relations/Investor%20information/Form%20ISR-1.pdf> Members holding shares in electronic form are, therefore, requested to submit their PAN to their DP. Shareholders can register/update the contact details by submitting the requisite ISR-1 Form along with the supporting documents. ISR-1 Form can be obtained from the following link: www.in.mpms.mufig.com.

For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the demat account is being held.

In case of holder of physical securities fails to furnish PAN and KYC details before October 1, 2023 or link their PAN with Aadhar before June 30, 2023, in accordance with SEBI circular dated March 16, 2023, RTA is obligated to freeze such folios. The securities in the frozen folios shall be eligible to receive payments (including dividends) and lodge grievances only after furnishing the

complete documents. If the securities continue to remain frozen as on December 31, 2025, the RTA/ the Company shall refer such securities to the administering authority under the Benami Transactions (Prohibition) Act, 1988, and/ or the Prevention of Money Laundering Act, 2002.

E. GENERAL INSTRUCTIONS/ADVISORY

1. Regulation 40 of the SEBI Listing Regulations, as amended, mandates that transfer, transmission and transposition of securities of listed companies held in physical form shall be effected only in demat mode. Further, SEBI, vide its circular no. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January 2022, has clarified that listed companies, shall issue the securities only in demat mode while processing investor service requests pertaining to issuance of duplicate shares, exchange of shares, endorsement, sub-division/consolidation of share certificates, etc. In view of this, Members holding shares in physical form are requested to submit duly filled Form ISR-4 for the above mentioned service requests, the format of which is available on the website of MUFG' website at <https://www.in.mpms.mufig.com> Further, to eliminate all risks associated with physical shares and for ease of portfolio management and improved liquidity, Members holding equity shares in physical form are requested to consider converting their holdings to demat mode.
2. Disputes resolution mechanism for physical shareholders:

SEBI has prescribed a Standard Operating Procedures (SOP) for dispute resolution under the Stock Exchange arbitration mechanism for disputes between a Listed Company and/or Registrars to an Issue and Share Transfer Agents (RTAs) and its Shareholder(s)/ Investor(s). Further Shareholders holding shares in physical form can file for arbitration with Stock Exchange in case of any dispute against the Company or

MUFG Intime India Private Limited on delay or default in processing any request, as per SEBI Circular no. SEBI/HO/OIAE/2023/03391 dated 27th January 2023. The Arbitration Mechanism shall be initiated post exhausting all actions for resolution of complaints, including through SEBI SCORES Portal. For more details,

- please refer the websites of the Stock Exchanges – BSE - www.bseindia.com.
3. Members who are holding physical shares in identical order of names in more than one folio are requested to send to MUFG Intime India Private Limited, the details of such folios together with the share certificates and requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.
 4. Members holding shares in electronic form are requested to provide their e-mail address, details relating to nomination, mobile number and bank details to their DPs, in case the same are not updated.
 5. Nomination facility as per the provisions of Section 72 of the Act is available to individuals holding shares in the Company. Members can nominate a person in respect of all the shares held by him singly or jointly. Members holding shares in physical mode and who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he / she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the website of the Company's RTA at <https://www.in.mpms.mufig.com> > **Resources > Downloads > KYC > Formats for KYC**. Members holding shares in electronic form have to approach their DPs for completing the nomination formalities.
 6. Members may also note that the Notice of the 36th Annual General Meeting and the Integrated Annual Report 2024-2025 will also be available on the Company's www.kisangroup.com website of the Stock Exchange i.e BSE at www.bseindia.com and on the website of MUFG Intime India Private Limited i.e www.in.mpms.mufig.com.
 7. Members are requested to make all correspondence in connection with shares held by them by sending an email to the Company Secretary at cs.kisan@kisangroup.com or to MUFG Intime India Private Limited at rnt.helpdesk@in.mpms.mufig.com Contact No. +91 810 811 6767 quoting their Folio number or their Client ID and DP ID, as the case may be.

By order of the Board of Directors
For **Kisan Mouldings Limited**

Sd/-
Falak Mody
Company Secretary
ACS - 68214

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

Date: August 04, 2025

As required by Section 102 of the Companies Act, 2013 (“the Act”), the following Statement sets out all material facts relating to the Ordinary Business mentioned in the accompanying Notice:

Item No. 3

Pursuant to Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), every listed Company is required to annex with its Board’s Report, a Secretarial Audit Report issued by a Practicing Company Secretary.

Furthermore, pursuant to recent amendments to Regulation 24A of the SEBI Listing Regulations, a listed entity shall appoint a peer reviewed firm of Company Secretaries in Practice as Secretarial Auditor for a maximum of two terms of five consecutive years, with the approval of Shareholders at the Annual General Meeting. Further, any association of such firm with the Company prior to 31st March, 2025, shall not be considered for calculating the tenure Pursuant to the provisions of Regulation 36 (5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the following details are provided below for the information of the Shareholders:

Proposed Audit Fee payable to the auditors	<p>The proposed fees for carrying out the Secretarial Audit for FY 2025-26, payable to M/s. Nidhi Bajaj & Associates, Practicing Company Secretaries (ACS – 28907,COP – 14596, Peer Review – 2458/2022) shall be 1,37,000 p.a. and plus applicable taxes and reimbursement of out-of-pocket expenses.</p> <p>Besides the secretarial audit services, the Company would also obtain certifications as required from the Secretarial Auditor under various regulations and avail other permissible services, as may be required, from time to time, for which the Auditor will be remunerated separately, as may be mutually agreed by the Board of Directors (including its Committee) and the Secretarial Auditor.</p>
Terms of appointment	For a term of five consecutive years commencing from FY 2025-26 to FY 2029-30.
Credentials and Basis of Recommendation	<p>Brief Profile:</p> <p>M/s. Nidhi Bajaj and Associates, Practicing Company Secretaries is a peer reviewed firm in terms of guidelines issued by the Institute of Company Secretaries of India (ICSI).</p> <p>Nidhi Bajaj & Associates, Practicing Company Secretaries, is a distinguished professional firm established in 2015, with a strong track record in delivering high-quality services across a wide spectrum of corporate laws and compliance matters. The firm’s scope of work spans business setup services, retainership and event-based advisory, audits and certifications, regulatory representation and liaisons, SEBI and listing compliance, closure of businesses, fundraising through IPO/FPO (both SME and Main Board), SEBI LODR, SAST and PIT compliance, compounding of offences, mergers and amalgamations, and filing of writ petitions.</p> <p>As a qualified Secretarial Auditor, Nidhi Bajaj & Associates offers an independent, objective, and thorough assessment of a company’s secretarial and legal compliance posture. The firm ensures:</p> <ul style="list-style-type: none"> • In-depth understanding of Companies Act, 2013, SEBI Regulations, and FEMA • Strong proficiency in Corporate Structuring, Governance, and Secretarial Audits

EXPLANATORY STATEMENT

- Seamless navigation through complex regulatory frameworks.
- Proven track record of managing compliance for Start-ups, MSMEs, Private Enterprises, and Listed Companies.
- Extensive experience in fundraising compliance (including IPO/FPO), board advisory, and regulatory litigation support.

Comprehensive review of statutory records and registers, Evaluation of governance frameworks and internal controls, Identification and mitigation of compliance risks, Timely and accurate reporting aligned with the Companies Act and SEBI requirements.

As the Secretarial Auditor, Nidhi Bajaj & Associates brings in-depth expertise and an independent perspective in assessing the Company's compliance with the provisions of the Companies Act, 2013 and other applicable laws, rules, and regulations. The firm ensures a comprehensive review of secretarial records, governance practices, and statutory processes, thereby supporting transparency, risk mitigation, and good corporate governance.

Backed by a multi-disciplinary team and a client-centric approach, consistently delivering value-driven insights and ensuring regulatory excellence for a diverse clientele ranging from start-ups to large listed entities.

M/s. Nidhi Bajaj & Associates (Practicing Company Secretaries) have given their consent to act as the Secretarial Auditors of the Company and has also confirmed that they hold a valid peer review certificate issued by Institute of Company Secretaries of India ('ICSI') and they are not disqualified from being appointed as the Secretarial Auditors.

The Board of Directors of the Company recommends the appointment of Nidhi Bajaj & Associates, Practicing Company Secretaries as the Secretarial Auditors of the Company for a term of five consecutive years, as set out in item no. 3, for approval of the Members of the Company as an Ordinary Resolution.

None of the Directors and/or Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the resolution set out in item No. 3.

Item No 4

In terms of the provisions of Section 188 of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, all related party transactions which are material in nature are required to be approved by the shareholders of the Company through an Ordinary Resolution, even if such transactions are in the ordinary course of business and at arm's length.

A transaction is considered material under Regulation 23(1) of the Listing Regulations, if it exceeds 10% of the annual consolidated turnover of the Company as per the last audited financial statements or ₹ 1,000 crore, whichever is lower.

The Company proposes to enter into certain transactions in one or more tranches with its Holding Company, Apollo Pipes Limited, which, when aggregated, are expected to exceed the materiality threshold as prescribed under the Act and the SEBI Listing Regulations.

Accordingly, pursuant to the recommendation of the Audit Committee and the approval of the Board of Directors at their respective meetings held on August 04, 2025, the approval of the Members is being sought by way of an Ordinary Resolution for the following proposed Material Related Party Transactions between the Company and Apollo Pipes Limited, to be carried in specified period mentioned in below table, in the ordinary course of business and on an arm's length basis.

Accordingly, in terms of the Master Circular of SEBI No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 and upon the recommendations of Audit Committee and the Board of Directors at their respective

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meetings held on August 04, 2025 and considering the best interest of the Company, Members' approval is sought on the said material RPTs.

Details of Proposed Transactions:

Pursuant to Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021, the particulars of the proposed transactions are as under:

1. Name of the Related Party and its relationship with the listed entity or its material subsidiary, including nature of its concern or interest (financial or otherwise)

Name of Related Party

Apollo Pipes Limited ("APL" or "The Company"),

Relationship

APL, a BSE & NSE Listed company, located at Noida (U.P.), is the Holding Company of Kisan Mouldings Limited ("KML"). APL holds 57.59% stake in KML as on 31st March, 2025.

2. Nature, Duration/ Tenure, Material Terms, Monetary Value and Particulars of the Contract or Arrangement

The Company proposed to enter into the Related Party Transactions with APL on an arm's length basis and in the ordinary course of business. The relevant details of the material Related Party Transactions are as under:

Nature	<p>a. Purchase of raw materials, Consumables, finished goods and capital equipments/assets etc.</p> <p>b. Sale of goods (Pipes & Fittings, Tubes & structures etc.)</p> <p>c. Transactions relating to receiving/availing of loan, guarantee, surety, indemnity, or comfort letter in connection with business operations.</p>
Duration/ Tenure	<p>SEBI vide its circular dated April 8, 2022, has clarified that a related party transaction approved by the shareholders shall be valid from one AGM till the next AGM of the Company or for a period of fifteen months, whichever is earlier.</p> <p>Therefore, this approval will be valid from 36th AGM till the 37th AGM or for a period of fifteen months, whichever is earlier.</p>
Material Terms/ Particulars of the Contract or Arrangement	<p>The proposed contracts/arrangements/transactions shall be governed by the Company's Related Party Transaction Policy and shall be reviewed by the Audit Committee on a quarterly basis.</p>
Monetary Value	<p>1. Purchase of raw materials, Consumables, finished goods and capital equipments/assets etc.: 75 Crore</p> <p>2. Sale of goods (Pipes & Fittings, Tubes & structures etc.) : 30 Crore</p> <p>3. Transactions relating to receiving/availing of loan, guarantee, surety, indemnity, or comfort letter in connection with business operations.: 60 Crore</p>
Justification	<p>Purchase of raw materials, Consumables, finished goods and capital equipments/assets etc.</p> <p>In order to optimize procurement efficiency and reduce material cost, the Company proposes to enter into transactions for the purchase of raw materials, consumables, finished goods, and other related items from the Holding Company during the financial year. Such transactions are intended to help the Company access materials at competitive prices, ensure supply continuity, and support operational efficiencies.</p>

Additionally, based on business requirements such as capacity optimization, monetization or rationalization of assets, or restructuring of manufacturing operations, the Company may enter into purchase, sale, or transfer of capital equipment/assets with the Holding Company during the financial year.

The aggregate value of above transactions with the Holding Company shall not exceed ₹ 75 Crores. All transactions shall be carried out in the ordinary course of business and on an arm's length basis. The Audit Committee shall periodically review these transactions to ensure compliance with applicable laws and arm's length principles.

Sale of goods (Pipes & Fittings, Tubes & structures etc.)

In order to have access to the larger market, it is proposed to sell the finished goods viz. Pipes & Fittings, Tubes & structures etc to the Holding Company up to ₹ 30 Cr. The transactions would be carried out at the prevailing competitive market price.

Transactions relating to receiving/availing of loan, guarantee, surety, indemnity, or comfort letter in connection with business operations.

The receiving/availing of loan, guarantees/comfort letters, if any, will be purely for business continuity or assurance purposes up to ₹ 60 Cr. Further the committee may note that the proposed transactions shall be governed by the Company's Related Party Transaction Policy and shall be reviewed by the Audit Committee within the overall limits approved by the members.

Percentage of Company's Annual Turnover	60.36 %
Details about Valuation/ Arm's Length and Ordinary Course of Business	All such related party transactions entered by the Company are related to the day to day business operations of the Company and essential for its activities and are in the ordinary course of business of the Company. So far as pricing is concerned, all the transactions meet the arm's length criteria.
Any valuation or other external party report relied upon by the listed entity in relation to the transactions	Not Applicable

3. Rationale/benefit of the transactions with Related Party or the justification as to why the transactions with Related Party are in the interest of the Company.

KML is presently the subsidiary of Apollo Pipes Limited ("APL") as per the provisions of the Companies Act, and engaged in the manufacturing of PVC pipes, Fittings, UV Resistant multi-layer water tank and allied products.

The Audit Committee may examine all the relevant details, as required under law, of the proposed RPTs including material terms and basis of pricing.

The proposal outlined above will contribute to the principal business activities of Company and is in the interest of the Company.

The Company is engaged in CPVC Pipes & Fittings, uPVC Plumbing System, uPVC SWR Piping Systems, uPVC Pressure Pipes & Fittings, Elastomeric (Ring Fit Pipes), uPVC Column Pipe, Well Casing Pipes, HDPE Pipe, HDPE Sprinkler Systems & Cable Ducts, and Adhesives. At present, with 2500+ SKUs in its portfolio. APL APOLLO has a presence in every important sector in the country, such as Plumbing, Sanitation, Water Supply, Infrastructure, Agriculture Oil & Gas, and Construction. It manufactures Piping System and accessories for people who are looking to create beautiful homes at an affordable cost, making it a highly sought-after brand.

Information about the transaction related to any loans, inter-corporate deposits, advances or investments made or given by the listed entity

- a) Details of the source of funds in connection with the proposed transaction: Not Applicable
- b) Details of financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments: Not Applicable
- c) Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security: Not Applicable
- d) The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT: Not Applicable

All relevant/ important information forms part of this explanatory statement setting out material facts pursuant to Section 102(1) of the Act.

Hence, the Board recommends the resolution set out in Item no. 4 of the notice for your approval as an ordinary resolution. Further, pursuant to Regulation 23(4) of Listing Regulations, in respect of voting on this resolution, all the related parties shall not vote to approve the resolution, irrespective of whether the entity or person is a party to the particular transaction or not.

Except Mr. Sanjeev Aggarwal, Chairman and Managing Director, Mr. Rishav Aggarwal, Whole Time Director, Mr. Arun Agarwal, Non-Executive Director & Non-Independent Director and Mr. Ajay Kumar Jain, Non-Executive Director & Non-Independent Director and their respective relatives, none of the other Directors, Key Managerial Personnel or their respective relatives are in any way, financially or otherwise, concerned or interested in the said resolution.

Item No. 5

The Board of Directors at their meeting held on May 06, 2025, on the recommendation of the Audit Committee, had considered and approved the re-appointment and remuneration of M/s. Bhanwarlal Gurjar & Co., Cost Accountants (Firm Registration No. 101540), as the Cost Auditor for the audit of the cost accounting records of the Company for the Financial Year ending March 31, 2026, at a remuneration of ₹ 2.50 lakhs (Rupees Two Lakh Fifty Thousand Only) excluding taxes and reimbursement of out of pocket expenses at actuals, if any, in connection with audit.

M/s. Bhanwarlal Gurjar & Co., Cost Accountants (Firm Registration No. 101540) have confirmed that they hold a valid certificate of practice under sub section (1) of Section 6 of the Cost and Work Accountants Act, 1959 and is not disqualified under section 141 read with section 148 of the Companies Act, 2013 and rules made thereunder.

Pursuant to provisions of Section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost records and Audit) Rules, 2014 (including any statutory modification(s) and/or re-enactment(s) for the time being in force), the remuneration payable to Cost Auditor has to be ratified by the members of the Company.

Accordingly, ratification by the members is sought to the remuneration payable to the Cost Auditors for conducting the audit of the cost records of the Company, if required, for the financial year ending March 31, 2026.

None of the Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed ordinary resolution set out at Item No. 6 of the Notice.

The Board of Directors recommends the resolution set out at **Item No. 5** of this Notice for approval of the Members as an **Ordinary Resolution**.

Item No. 6

The Members are hereby informed that the Board of Directors, based on the recommendations of the Nomination & Remuneration Committee and the Audit Committee, had earlier approved the remuneration of Mr. Rishav Aggarwal (DIN: 05155607), Whole-time Director, for his current tenure ending on 21st August, 2026.

The remuneration structure as approved comprises:

- Salary, perquisites, allowances and other benefits: ₹ 50,00,000/- (Rupees Fifty Lakhs only) per annum.

- Other Benefits: Entitlement to use of a Company-owned car.
- Minimum Remuneration: In the event of absence or inadequacy of profits in any financial year, the above remuneration shall be payable as minimum remuneration, subject to compliance with the provisions of the Companies Act, 2013.

Subsequent to the acquisition of Kisan Mouldings Limited by Apollo Pipes Limited in March 2024, whereby Apollo Pipes Limited became the Holding Company and Kisan Mouldings Limited became its subsidiary, there has been a consequential change in management and control. In order to ensure compliance with the provisions of the Companies Act, 2013, the Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors considers it appropriate that fresh approval of the Members be obtained at the 36th Annual General Meeting to reconfirm and regularize the remuneration of Mr. Rishav Aggarwal, as earlier sanctioned.

Approval of the Members is therefore sought by way of **Ordinary Resolution**.

None of the Directors, Key Managerial Personnel of the Company and their relatives, except Mr. Rishav Aggarwal himself, is in any way, concerned or interested, financially or otherwise, in the said resolution.

The Board of Directors recommends the resolution set out at **Item No. 6** of this Notice for approval of the Members as a **Ordinary Resolution**.

By order of the Board of Directors
For **Kisan Mouldings Limited**

Sd/-
Falak Mody
Company Secretary
ACS - 68214

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

Date: August 04, 2025

ANNEXURE “A”

To Items 2 of the Notice

Details of Directors retiring seeking appointment/reappointment at 36th Annual General Meeting under Regulation 36(3) pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and applicable provision of Secretarial Standard -2):

Name of the Directors	Rishav Aggarwal (Item No. 2)
DIN	05155607
Designation	Whole Time Director
Date of Birth	07/12/1988
Date of Appointment on the Board	22/08/2017
Expertise in Specific Functional Areas	Possesses rich experience in the field of manufacturing of Pipes, Fittings and Allied Products, Specializes in Finance, Possesses protective and personalized approach to business and competitive spirit.
Qualifications	Bachelor of Business Administration, Post-Graduate from Reading University, UK & Master’s Degree in Renewable Energy.
Directorship in other Companies / Chairmanship/ Membership of Committees of other Board.	Directorship in other Companies: KML Tradelinks Private Limited Chairmanship/Membership of Committees of other Boards: NIL
Shareholding of Director in the Company as on March 31, 2025.	8,85,953 Equity Shares
Relationship with other Directors inter-se	Mr. Rishav Aggarwal is the son of Mr. Sanjeev Aggarwal
Board Meeting Attended (F.Y. 2024-2025)	Four (4)
Terms and conditions of appointment	Re-appointment as Whole-time Director for further period of 3 years with effect from August 22, 2026
Justification for appointment	Due to conclusion of the existing term on August 21, 2026. Mr. Rishav Aggarwal was earlier re-appointed as the Whole Time Director of the Company for period of 3 years commencing from August 22, 2023

WATER MANAGEMENT IS OUR FORTE



KISAN MOULDINGS LIMITED

Manufactures the following products

- KML Classic CPVC Plumbing system as per IS: 15778 & IS: 17546
- SWR Drainage Systems as per IS: 13592 & IS: 14735
- Rigid uPVC Pipes & Fittings as per IS: 4985 & IS: 7834
- Kisan Free flow uPVC Plumbing System (ASTM)
- HDPE Pipes as per IS: 4984 & IS: 14333
- Kisan Barish™ Rainwater Harvesting System
- Sprinkler & Drip Irrigation Systems as per IS: 12786, IS: 13487, IS: 13488, IS: 12785 & IS: 14151
- Underground Drainage Pipes as per IS: 15328
- KML Classic PVC-O Pipes as per IS: 16647
- KML Classic Water Tanks
- Solvent Cement as per IS: 14182 & Rubber Lubricant



KISAN MOULDINGS LIMITED

T: +91 22 4200 9100 / 9200. E: customercare@kisangroup.com W: www.kisangroup.com

Tex Centre, 'K' Wing, 3rd Floor, 26-A, Chandivali Road, Off Saki Vihar Road, Andheri (E), Mumbai 400 072, India.

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