KIRAN PRINT PACK LIMITED

CIN: L21010MH1989PLC051274

Registered Office: W-166 E, TTC Industrial Area, MIDC Pawane, Navi Mumbai - 400709.
Website: https://kiranprintpack.wixsite.com/kiran
Email: kiranprintpack@gmail.com
Tel: 022-27626427/ 27632937

NOTICE

Notice is hereby given that the 37th Annual General Meeting of the members of Kiran Print Pack Limited will be held on Thursday, 24th September, 2026 at 12:00 noon through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") to transact the following ordinary businesses:

ORDINARY BUSINESS:

1. Adoption of Financial Statements:

To consider and adopt the audited financial statements of the Company for the financial year ended March 31st, 2026 and the reports of the Board of Directors and Auditors thereon; in this regard:

To consider and, if thought fit, to pass, with or without modifications, if any, the following as an **Ordinary Resolution**:

"**RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended 31st March, 2026, the reports of the Board of Directors and Auditors thereon be and are hereby considered and adopted.

2. **Appointment of Director who retires by rotation:**

To consider and approve appointment of Mr. Sunil Kumar Sarda (holding DIN 08267727) as Director of the Company, who retires by rotation, and being eligible offers himself for reappointment and in this regard:

To consider and, if thought fit, to pass, with or without modifications, if any, the following as an **Ordinary Resolution**:

"**RESOLVED THAT**, Mr. Sunil Kumar Sarda (holding DIN 08267727) who retires by rotation in terms of Section 152 of the Companies Act, 2013 at this meeting and being eligible be and is hereby reappointed as Director of the Company."

SPECIAL BUSINESS:

3. Approval for Material Related Party Transaction of Sale / Disposal of Industrial Land and Building of the Company under Section 188 of the Companies Act, 2013 and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

To consider and, if thought fit, to pass, with or without modifications, if any, the following as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 188 read with Section 2(76) of the Companies Act, 2013 (the "Act") and all other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and any other rules made thereunder (including any statutory modification(s) or re-enactment or amendment(s) thereof, for the time being in force) and in terms of Regulation 23 read with Regulations 2(1)(zb) and 2(1)(zc) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, Indian Accounting Standards (IND AS) 24, the Company's Policy on Related Party Transactions (as amended from time to time) and pursuant to the approval and recommendation of the Audit Committee of the Company and the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee which the Board may constitute for this purpose), the provisions of the Memorandum and Articles of Association of the Company and subject to such other approvals, consents and permissions obtained/to be obtained from the appropriate third parties including concerned statutory authorities and subject to such terms and conditions as may be imposed by them, and which may be agreed to by the Board, the consent of the Members of the Company ("Members") be and is hereby accorded to empower the Board to enter into and execute the transaction of sell and transfer all the piece and parcel of the Industrial Land and Building bearing Plot No. W-166, T T C Industrial Area, Village Pawne, Navi Mumbai - 400 709, Dist. Thane, Maharashtra having area admeasuring 1150.00 Sq. Mtr. (hereinafter referred to as "the said property") on an "as is where is" basis to M/s. Karav Innovation LLP [LLPIN: ACS-2845] ("Purchaser"), an entity wherein the promoters/members of the promoter group of the Company are Designated Partners, for a total consideration of Rs. 8,50,00,000/- (Rupees Eight Crores Fifty Lakhs only) and on such terms and conditions as detailed in the Explanatory Statement annexed to this Notice and other ancillary terms and conditions as may be mutually agreed between the Purchaser and the Company for facilitating the aforesaid sale and transfer transaction.

RESOLVED FURTHER THAT the Board (including any committee thereof or any person to whom authority has been delegated by the Board), be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, deed(s), contract(s), scheme(s), agreement(s), undertaking(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company (including to delegate all or any of its powers herein conferred to any committee of the Board and/or Director(s) and/or officer(s)/ employee(s) of the Company) and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members are deemed to have accorded their approval thereto expressly by the authority of this resolution.**"**

4. **Approval for Sale / Disposal of Industrial Land and Building of the Company under Section 180 of the Companies Act, 2013 and Regulation 37A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:**

To consider and, if thought fit, to pass, with or without modifications, if any, the following as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 180 of the Companies Act, 2013 (the "Act") and all other applicable provisions of the Act and any other rules made thereunder (including any statutory modification(s) or re-enactment or amendment(s) thereof, for the time being in force) and in terms of Regulation 37A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, and pursuant to the approval and recommendation of the Audit Committee of the Company and the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee which the Board may constitute for this purpose), the provisions of the Memorandum and Articles of Association of the Company and subject to such other approvals, consents and permissions obtained/to be obtained from the appropriate third parties including concerned statutory authorities and subject to such terms and conditions as may be imposed by them, and which may be agreed to by the Board, the consent of the Members of the Company ("Members") be and is hereby accorded to empower the Board to sell and transfer all the piece and parcel of the Industrial Land and Building bearing Plot No. W-166, T T C Industrial Area, Village Pawne, Navi Mumbai - 400 709, Dist. Thane, Maharashtra having area admeasuring 1150.00 Sq. Mtr. (hereinafter referred to as "the said property") on an "as is where is" basis to M/s. Karav Innovation LLP [LLPIN: ACS-2845] ("Purchaser"), an entity wherein the promoters/members of the promoter group of the Company are Designated Partners, for a total consideration of Rs. 8,50,00,000/- (Rupees Eight Crores Fifty Lakhs only) and on such terms and conditions as detailed in the Explanatory Statement annexed to this Notice and other ancillary terms and conditions as may be mutually agreed between the Purchaser and the Company for facilitating the aforesaid sale and transfer transaction.

RESOLVED FURTHER THAT the Board (including any committee thereof or any person to whom authority has been delegated by the Board), be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, deed(s), contract(s), scheme(s), agreement(s), undertaking(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company (including to delegate all or any of its powers herein conferred to any committee of the Board and/or Director(s) and/or officer(s)/ employee(s) of the Company) and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members are deemed to have accorded their approval thereto expressly by the authority of this resolution.**"**

5. **Re-appointment of Mr. Vinodkumar Bajranglal Dalmia (holding DIN 03018994) as an Independent Director of the Company for a second term of 5 (five) years:**

To consider and, if thought fit, to pass, with or without modifications, if any, the following as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment or amendment(s) thereof, for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing

Regulations"), as amended from time to time, and in accordance with the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Vinodkumar Bajranglal Dalmia (holding DIN 03018994), who has submitted a declaration confirming that he meets the criteria of independence as provided under Section 149(6) of the Act and the SEBI Listing Regulations, and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five consecutive years commencing from September 29, 2026 up to September 28, 2031.

RESOLVED FURTHER THAT the Board (including any committee thereof or any person to whom authority has been delegated by the Board), be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection to give effect to this resolution.**"**

6. **Approval for ratification and waiver for recovery of managerial remuneration paid in excess of limits prescribed under Section 197 of the Companies Act, 2013:**

To consider and, if thought fit, to pass, with or without modifications, if any, the following as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Schedule V to the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment or amendment(s) thereof, for the time being in force), and the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") and pursuant to the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors and subject to such other approval(s), consent(s) as may be required from time to time, the consent of the members of the Company be and is hereby accorded to ratify and waive the recovery of the amount paid as remuneration to the directors during the F.Y. 2025-26, in excess of the remuneration limits prescribed in Section 197 read with Schedule V to the Act.

RESOLVED FURTHER THAT the Board (including any committee thereof or any person to whom authority has been delegated by the Board), be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection to give effect to this resolution.**"**

For and on behalf of the Board
Kiran Print Pack Limited

Registered Office:
W- 166 E, TTC Industrial Area,
MIDC Pawane,
Navi Mumbai - 400 709.

Ms. Chandni Shah
Company Secretary & Compliance Officer

Date : 01-09-2026
Place : Navi Mumbai

NOTES:

1. Pursuant to General Circular no. 20/2020 dated May 5, 2020 read with Circular No. 14/2020 dated April 8, 2020, General Circular No.17/2020 dated April 13, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 10/2021 dated June 23, 2021, General Circular No 10/2022 dated 28.12.2022, General Circular No 11/2022 dated 28.12.2022 and latest Circular No. 03/2025 dated September 22, 2025 (collectively referred to as "**MCA Circulars**") issued by the Ministry of Corporate Affairs ('MCA') and Circulars issued by the Securities and Exchange Board of India (SEBI) (collectively referred to as "**SEBI Circulars**") permitted the holding of the Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("**the Act**") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), MCA Circulars and SEBI Circulars, the Company has decided to hold its 37th AGM through video conferencing ("VC") or other audio-visual means ("OAVM") i.e. without physical presence of the Members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company.

2. Pursuant to provisions of the Companies Act, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself /herself and the proxy need not be a member of the Company. Since this AGM is being held through VC/OAVM pursuant to the MCA Circulars, the requirements of physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for this AGM and hence the Proxy Form is not annexed hereto.

3. As the AGM will be held through VC/OAVM, the route map of the venue of the Meeting and attendance slip is not annexed hereto.

4. Participation of members through VC will be reckoned for the purpose of quorum for the AGM as per section 103 of the Companies Act, 2013 ("**the Act**").

5. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Businesses to be transacted at the Meeting is annexed hereto.

6. The Register of Member and the Share Transfer Books of the Company will be closed from **18th September, 2026 to 24th September, 2026** (both days inclusive).

7. Details of Directors retiring by rotation / seeking appointment / re-appointment at this Meeting are provided in the "Annexure" to the Notice. Requisite declarations have been received from the Directors seeking appointment/reappointment.

8. In accordance with the aforesaid MCA Circulars and SEBI Circulars, the financial statements including Report of Board of Directors, Auditor's report or other documents required to be attached therewith and the Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depositories/Depository Participant(s).

9. The Securities and Exchange Board of India ("SEBI") has mandated that transfer of securities would be carried out in dematerialized form only w.e.f. 5th December, 2018. In view of the same and to avail various benefits of dematerialization, members are requested to dematerialize shares held by them in physical form

10. Pursuant to SEBI (LODR) Regulations, 2015 and such other provisions as may be applicable, the Board of Directors had fixed**, Thursday, 17th September, 2026** as cut-off date for determining the Members who shall be entitled to vote through Remote e-voting or voting at the meeting. A person who is not a member as on the cut-off date shall treat this notice for information purpose only.

11. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

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

13. Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Companies Act, 2013. Members desiring to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to M/s MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) at the Registered Office of the Company. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.

14. Pursuant to Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2), the information regarding the Directors proposed to be appointed/ reappointed at the AGM is given in Annexure to this Notice.

15. Members may please note that Notice of the 37th Annual General Meeting and Annual Report for the year ended 31st March, 2026 will be available on the Company's website https://kiranprintpack.wixsite.com/kiran for their download.

16. Members desirous of obtaining any information/ clarification on the enclosed Accounts are requested to submit their queries in advance atleast 7 days prior to meeting mentioning their name, demat account number / folio number, email id, mobile number at kiranprintpack@gmail.com.

17. Members can send the shares for transfer in physical form and all other queries to the Company's Registrar and transfer Agent M/s MUFG Intime India Private Limited (Formerly Link Intime India Private Limited).

18. In accordance with, the circulars issued by MCA and Securities and Exchange Board of India ('SEBI'), owing to the difficulties involved in dispatching of physical copies of the Annual Report of the Company and the Notice of AGM, the same are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participants (DP).

19. Members who have not registered their e-mail addresses so far are requested to register the same with their DPs in case the shares are held by them in electronic form and with the Registrar & Share Transfer Agent in case the shares are held by them in physical form for receiving all communication including Annual Report, Notices, etc. from the Company electronically.

20. Members are requested to furnish their bank account details, change of address and all other required details to the Registrar & Share Transfer Agent in respect of shares if held in physical form. In case of shares held in electronic form, these details should be furnished to the respective Depository Participants (DPs).

21. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number ("PAN") by every participant in the securities market. Members holding shares in electronic form are therefore, requested to submit their PAN card numbers / copies of PAN card to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/Registrar and Share Transfer Agent, M/s. MUFG Intime India Private Limited (Formerly Link Intime India Private Limited).

22. Corporate Members intending to send their authorised representatives are requested to send duly certified copy of Board Resolution authorizing their representatives to attend and vote at the ensuing Annual General Meeting.

23. Members holding shares in electronic form are requested to intimate any change in their registered address/E-mail address and/or bank mandates to their Depository Participants with whom they are maintaining their demat accounts immediately. Members holding shares in physical form are requested to advise any change in their registered address to the Company at its registered office (W- 166 E, TTC Industrial Area Midc Pawane, Thane, Navi Mumbai - 400709) or M/s. MUFG Intime Link Intime India Private Limited, the Registrar and Share Transfer Agent. at its office (C 101, 247 Park, LBS Road, Vikhroli West, Mumbai, Maharashtra - 400083).

24. Members are requested to address all correspondence to the Registrar and Share Transfer Agent, MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) (C 101, 247 Park, LBS Road, Vikhroli West, Mumbai, Maharashtra, 400083.)

25. Members are requested to quote Folio numbers/ DPID and Client ID, as the case may be, in all correspondence with the Company.

26. The Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013, The Register of Director and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and others registers will be available for inspection by the members at the AGM.

27. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Purva Sharegistry (India) Private Limited 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 as well as the e-voting system on the date of the AGM will be provided by Purva Sharegistry (India) Private Limited.

28. The Members can join the AGM in the VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available to at least 1,000 members on first come first served basis. This will not include large shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

29. The Board of Directors has appointed Mr. Narottam Bagaria (Membership No. F5443, Certificate of Practice No. 4361), Partner of M/s. N. Bagaria & Associates, Practicing Company Secretaries, Mumbai, as the Scrutinizer to scrutinize the remote e-voting process and e-voting at the AGM in a fair and transparent manner.

30. In view of the "Green Initiative" announced by Ministry of Corporate Affairs and circular issued by the Securities and Exchange Board of India (SEBI) , the Company will send all correspondences like General Meeting Notices, Annual Reports and any other communication in future (hereinafter referred as "documents") in electronic form, in lieu of physical form, to all those shareholders, whose email address is registered with Depository Participant{DP}/Registrar & Share Transfer Agent {RTA} and made available to us, which would be deemed to be the shareholder's registered email address for serving documents including those covered under section 136 of the Companies Act, 2013 ["the Act"] read with section 20 of the Act.

31. Please Note that the Annual Report of the Company will also be available on the Company's website https://kiranprintpack.wixsite.com/kiran for ready reference. Shareholders are also requested to take note that they will be entitled to be furnished, free of cost, the aforesaid documents, upon receipt of requisition from the shareholders, any time, as a member of the Company.

32. Members may cast their votes on electronic voting system from any place (remote e-voting). The remote e-voting period commences on Monday, **21st September, 2026 (**9:00 a.m.) and ends on Wednesday, **23rd September, 2026** (5:00 p.m.). During this period, Members holding shares either in physical form or in dematerialized form, as on Thursday, **17th September, 2026** i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by Purva Sharegistry (India) Private Limited for voting thereafter. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

33. Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to cast their vote through e-voting during the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date. A person who is not a member as on the cut-off date should treat this Notice of AGM for information purpose only.

34. **Instructions for shareholders for registration of E-mail Ids and Bank Details:**

(i) **For Temporary Registration of e-mail id for Demat shareholders**:
The Members of the Company holding Equity Shares of the Company in Demat Form and who have not registered their e-mail addresses may temporarily get their e-mail addresses registered with MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) by clicking the link: www.in.mpms.mufg.com /email-and-phone-updation/in their website www.in.mpms.mufg.com and follow the registration process as guided therein. The members are requested to provide details such as Name, DPID, Client ID/ PAN, mobile number and e-mail id. In case of any query, a member may send an e-mail to RTA at mumbai@in.mpms.mufg.com. On submission of the details an OTP will be received by the shareholder which needs to be entered in the link for verification.

(ii) **For Permanent Registration of e-mail id for Demat shareholders**:
It is clarified that for permanent registration of e-mail address, the Members are requested to register their e-mail address, in respect of demat holdings with the respective Depository Participant (DP) by following the procedure prescribed by the Depository Participant.

(iii) **Registration of email id for shareholders holding physical shares**:
The Members of the Company holding Equity Shares of the Company in physical Form and who have not registered their e-mail addresses may get their e-mail addresses registered with M/s. MUFG Intime India Private Limited (Formerly Link Intime India Private Limited), by clicking the link: www.in.mpms.mufg.com /email-and-phone-updation/ in their website www.in.mpms.mufg.com and follow the registration process as guided therein. The members are requested to provide details such as Name, Folio Number, mobile number and e mail id. In case of any query, a member may send an e-mail to RTA at mumbai@in.mpms.mufg.com. On submission of shareholders details an OTP will be received by shareholder which needs to be entered in the link for verification.

(iv) **Registration of Bank Details for physical shareholders**:
The Members of the Company holding Equity Shares of the Company in physical Form and who have not registered their bank details can get the same registered with Link Intime India Private Limited, by sending an email at mumbai@ in.mpms.mufg.com. The members are requested to provide details such as Name, Folio Number, Certificate number, PAN, email id on a covering letter requesting to update the bank details signed by all the shareholder(s), self-attested PAN card copy and address proof along with the copy of the cheque leaf with the first named shareholders name imprinted in the face of the cheque leaf containing bank name and branch, type of account, bank account number, MICR details and IFSC code in PDF or JPEG format. In case of any query, a member may send an e-mail to RTA at mumbai@ in.mpms.mufg.com.

(v) **Registration of Bank Details for Demat shareholders**:
It is clarified that for registration of bank details, the Members are requested to register their bank details, in respect of demat holdings with the respective Depository Participant (DP) by following the procedure prescribed by the Depository Participant.

35. The Instructions of Shareholders for Remote E-Voting and E-Voting During AGM/EGM And Joining Meeting Through VC/OAVM are as Under:

(i) The voting period begins on **Monday, 21st September, 2026 (9:00 a.m.)** and ends on **Wednesday, 23rd September, 2026 (5:00 p.m.).** During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date **Thursday, 17th September, 2026,** may cast their vote electronically. The e-voting module shall be disabled by Purva for voting thereafter.

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

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

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

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

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

Pursuant to above said SEBI Circular**,** Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL**	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/myeasitoken/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 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/NSDL/KARVY /LINKINTIME/PURVA, 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/myeasitoken/Home/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.
Individual Shareholders holding securities in demat mode with **NSDL**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 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 held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

	4) Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play 5) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	**Helpdesk details**
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 22-23058542-43.
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 toll free no.: 1800 1020 990 and 1800 22 44 30

(v) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders**:

1) The shareholders should log on to the e-voting website https://evoting.purvashare.com.

2) Click on “Shareholder/Member” module.

3) Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) If you are holding shares in demat form and had logged on to www.evotingindia.com or www.evoting.nsdl.com and voted on an earlier e-voting of any company, then your existing password is to be used.

5) If you are a first-time user follow the steps given below:

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

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

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen.

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

(ix) Click on the EVENT NO. for the relevant <Company Name> on which you choose to vote.

(x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO/ABSTAIN” for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.

(xi) Click on the “NOTICE FILE LINK” if you wish to view the Notice.

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

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

(xiv) **Facility for Non – Individual Shareholders and Custodians – Remote Voting**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to https://evoting.purvashare.com and register themselves in the "Custodians / Mutual Fund" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to evoting@purvashare.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, non-individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; kiranprintpack@gmail.com, if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.

36. Instructions for shareholders attending the AGM through VC/OAVM & E-voting during meeting are as under:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is the same as the instructions mentioned above for Remote e-voting.

2. The link for VC/OAVM to attend the meeting will be available where the EVENT NO. of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.

3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.

4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

6. Please note that Participants 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.

7. Shareholders 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 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM 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 system available during the EGM/AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

37. Process For Those Shareholders Whose Email/Mobile No. are not Registered with the Company/Depositories.

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

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

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

If you have any queries or issues regarding attending AGM & e-Voting from the Purva e-Voting System, you can write an email to evoting@purvashare.com or contact at 022-49614132 and 022-49700138.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to evoting@purvashare.com or contact at 022- 022-49614132 and 022-35220056.

Explanatory Statement under Section 102 of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Item No. 3 and 4:

1. **Overview of the Proposed Sale Transaction:**

In light of the company's ongoing efforts to streamline operations and optimize its assets, the decision to sell and transfer all the piece and parcel of the Industrial Land and Building bearing Plot No. W-166, T T C Industrial Area, Village Pawne, Navi Mumbai - 400 709, Dist. Thane, Maharashtra having area admeasuring 1150.00 Sq. Mtr. (hereinafter referred to as "**the said property**") has been proposed. The sale would generate liquidity, which could be reinvested into areas of the business that are more aligned with the company's growth targets.

Additionally, the current market conditions offer a favourable opportunity for disposing of this property at a competitive value, ensuring the company capitalizes on the full potential of the property.

The Board of Directors of the Company (the "Board"), in its meeting held on Tuesday, 1st September, 2026, and the Audit Committee of the Company, at its meeting held on 1st September, 2026 have, subject to the approval of shareholders/members ("Members") of the Company approved to sell and transfer of the said property on an "as is where is" basis to M/s. Karav Innovation LLP [LLPIN: ACS-2845] ("Purchaser"), an entity wherein the promoters/members of the promoter group of the Company are Designated Partners, for a total consideration of Rs. 8,50,00,000/- (Rupees Eight Crores Fifty Lakhs Only). The fair value of the said property as determined pursuant to Valuation Report dated 11.08.2026 obtained by the Company from Mr. Nitin P. Date, an Independent Registered Valuer having Registration No.: NAK/CCIT/Tech./34AB/(62/13(Imm. Prop.)/CAT-1/2013-14)] is Rs.7,47,36,000/- (Rupees Seven Crores Forty-Seven Lakhs Thirty-Six Thousand Only). Accordingly, the consideration payable by the Purchaser to the Company for the said property is above the fair value arrived at by the Independent Registered Valuer.

The Company and the Purchaser will enter into relevant documents for the proposed Sale Transaction such as sale and conveyance deeds for effecting the sale and transfer of the said property. Such documents will set out the customary terms and conditions applicable to the transaction of such nature, including customary representations, warranties, indemnities and other customary covenants as are usual in transactions of such nature.

2. **Need / Justification / Rationale for the Proposed Sale Transaction:**
(Pursuant to Regulation 37A(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

The Proposed Sale Transactions will unlock value for the Members and the consideration received by the Company pursuant to the sale and transfer of the said property may be utilized and deployed by the Company in its business operations and strategic initiatives.

The sale of the said property will not have any impact on the Company's existing business activities. The Company has initiated the proposed sale of the said property, which is non-essential to ongoing daily business operations and yield limited utility in advancing the Company's strategic objectives. The primary purpose of the transaction is to monetize the asset, thereby unlocking capital previously constrained on the balance sheet and converting it into immediate liquidity. The resulting cash proceeds will be deployed into core operational activities, enabling the Company to fund organic business initiatives and pursue strategic growth opportunities as may be designated by the Board of Directors. Furthermore, this streamlined asset structure and enhanced liquidity position will provide the Company with the structural flexibility necessary to optimize its capital allocation and capitalize on future corporate restructurings, strategic alliances, or value-enhancing inorganic transactions as market conditions evolve. The net proceeds from the sale of the said property will also enhance the level of working capital of the Company.

In financial year ending on March 31, 2026, the Company received rental income equivalent to Rs.43,70,000/- (Rupees Forty-Three Lakhs Seventy Thousand Only) from the said property under the Existing Leave & License Agreement. On the completion of the Sale Transaction of the Industrial Land and Building, the Existing Leave & License Agreement will be terminated. The Industrial Land and Building is also the registered office of the Company. However, as the Company intends to continue to use the said property post the Sale Transaction, in order to avoid any disruption to the Company's business operations, the Purchaser will provide the said property to the Company, on a leave and license basis.

3. **Valuation of the Industrial Land and Building & Aggregate Sale Consideration**:

The valuation of the Industrial Land and Building has been arrived on the basis of the Valuation Report dated 11.08.2026, issued by Mr. Nitin P. Date, [Registration No.: NAK/CCIT/Tech./34AB/(62/13(Imm. Prop.)/CAT-1/2013-14)] ("**Registered Valuer**").

The valuation methodology used by Registered Valuer is 'Market Approach', which is consistent with internationally accepted valuation methodologies employed in transactions of this nature.

The valuation details and other relevant values in relation to the Industrial Land and Building are as follows:

Particulars	Amount (INR)
Fair Value of the Industrial Land and Building	Rs. 7,47,36,000/- (Rupees Seven Crores Forty-Seven Lakhs Thirty-Six Thousand Only)
Consideration proposed to be paid by the Purchaser for the sale and transfer of the Industrial Land and Building	Rs. 8,50,00,000/- (Rupees Eight Crores Fifty Lakhs Only)

As specified above, while the fair value of the Industrial Land and Building as per the Valuation Report is Rs. 7,47,36,000/- (Rupees Seven Crores Forty-Seven Lakhs Thirty-Six Thousand Only), the consideration proposed to be paid by the Purchaser to the Company for the Industrial Land and Building is Rs. 8,50,00,000/- (Rupees Eight Crores Fifty Lakhs Only), which is above the fair value. Therefore, by realizing more than the fair value of the Property, the Company stands to benefit from the Sale Transaction.

Accordingly, the Proposed Sale Transaction is on an arms' length basis.

4. **Details of the Related Party/ Relationship with the Promoters**:

M/s. Karav Innovation LLP [LLPIN: ACS-2845] ("Purchaser") is an entity wherein the promoters/members of the promoter group of the Company are Designated Partners.

Mrs. Sudha Mohta is a Promoter of the Company. As on date, she holds 43.39% of the total share capital of the Company.

5. **Relationship with the Purchaser / Conflicts of Interest / Concern by Promoters / Directors / KMPs of the Company:**

Except for:
(i) Mr. Karan Kamal Mohta, Managing Director of the Company;
(ii) Mrs. Sudha Mohta, Director, CFO and Promoter of the Company;
(iii) M/s. Thunder Finvest P. Ltd., Member of the Promoter Group of the Company;
(iv) M/s. Kohinoor Securities & Investments Pvt. Ltd., Member of the Promoter Group of the Company;
(v) M/s. Skylight Finvest Pvt. Ltd., Member of the Promoter Group of the Company

None of the other Directors, Key Managerial Personnel of the Company or any of their Relatives (as defined in the Act) is concerned or interested (financially or otherwise) in the Proposed Sale Transaction.

6. **Requirement of Members' Approval**:

(i) The Proposed Sale Transaction will constitute a "Related Party Transaction" under Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In terms of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all "material related party transactions" require the prior approval of the shareholders through a resolution.

In terms of the proviso to Regulation 23(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a transaction with a related party is considered as material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceeds 10% of the annual consolidated turnover of the listed entity.

As the Sale Consideration exceeds the 10% of the annual turnover of the listed entity as per the latest audited Financial Statements, the Proposed Sale Transaction fall within the scope of Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Accordingly, in terms of Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 188 of the Companies Act, 2013 read with Rule 15 of the Companies (Meeting of the Board and its Powers) Rules, 2014, the resolution set out in Item No. 3 will require the approval of the Members by way of an Ordinary Resolution.

(ii) In accordance with the provisions of Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all "related parties" (including all members of the Promoter / Promoter Group of the Company) as per Regulation 2(1)(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, irrespective of whether such person is a related party for the purpose of the Proposed Sale Transaction, must abstain from voting on the resolution set out in Item No. 3.

The Audit Committee of the Company and the Board have reviewed and approved the proposed Sale Transaction, having satisfied themselves that the terms are fair, reasonable, and in the best interests of the Company and its Members.

Therefore, the approval of the Members is being sought by way of an Ordinary Resolution, as an enabling authorization, to approve the proposed Sale Transaction and to authorize the Board to effectuate the authorization in the manner as set out in the resolution vide Item No. 3 of this Notice.

Details required to be placed before the Members in terms of the Section Ill-B of the SEBI Master Circular HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 are set out in the **Annexure**.

(iii) As per provisions of Section 180(1)(a) of the Companies Act, 2013 and Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a sale or disposal of the whole or substantially the whole of any undertaking(s) of a company requires the approval of the members of such company by way of a special resolution.

In terms of the explanation to Section 180(1)(a) of the Companies Act, 2013, an "undertaking" is defined to mean an undertaking in which the investment of the company exceeds 20% of its net worth as per the audited balance sheet of the preceding financial year or an undertaking which generates 20% of the total income of the company during the previous financial year.

As the Sale Consideration is in excess of 20% of the total income of the Company for the year ended 31st March, 2026 i. e. 20% of Rs.150.86 lacs and also 20% of its net worth of the Company i.e. 20% of Rs. 297.28 lacs, the Proposed Sale Transaction falls within the scope of Section 180(1)(a) of the Companies Act. 2013 and Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Accordingly, in terms of Section 180(1)(a) of the Companies Act, 2013 and Regulation 37A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the resolution set out in Item No. 4 will require the approval of the Members by way of a Special Resolution.

(iv) In compliance with Regulation 37A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the resolution set out in Item no. 4 will be acted upon only if the votes cast by the public shareholders in favour of the resolution exceed the votes cast by such public shareholders against the resolution provided that no public shareholder will vote on the resolution if it is a party, directly or indirectly, to the Proposed Sale Transaction.

Therefore, the approval of the Members is being sought by way of a Special Resolution, as an enabling authorization, to approve the Proposed Sale Transaction and to authorize the Board to effectuate the authorization in the manner as set out in the resolution vide Item No. 4 of this Notice.

7. **Audit Committee and Board Approval**:

The Audit Committee of the Company, at its meeting held on Tuesday, 1st September, 2026, has reviewed and approved the proposed Sale Transaction (where only Independent Directors have voted to approve the proposed Sale Transaction) after consideration of, inter alia, the following:

(i) The justification of the proposed Sale Transaction being in the interest of the Company; and

(ii) Valuation Report for sale of the said Property are available for inspection at the Registered Office of the Company and electronically (through the registered email address of shareholders/ members), until the date of the meeting;

The Audit Committee of the Company is satisfied that relevant disclosures for decision making were placed before it, and it has determined that the members of the Promoter(s)/ Promoter Group of the Company will not benefit from Proposed Sale Transaction at the expense of public shareholders. In view of the aforesaid, the Audit Committee of the Company has recommended the proposed Sale Transaction to the Board and the Members for their approval.

The Board and the Audit Committee of the Company have reviewed the Valuation Report of the said Property and are satisfied that the Sale Consideration payable for the sale and transfer of the said Property pursuant to the proposed Sale Transaction is fair and reasonable and that the proposed Sale Transaction is in the best interest of the Company and its stakeholders.

The Board recommends the Special Resolutions set out at Item No. 3 and 4 of the Notice for approval by the Members.

Item No. 5:

The Members of the Company at the 32nd Annual General Meeting held on 29th September, 2021 had approved the appointment of Mr. Vinodkumar Bajranglal Dalmia (holding DIN 03018994) as an Independent Director of the Company for a term of five consecutive years commencing from September 29, 2021 and ending on September 28, 2026.

In accordance with the provisions of Section 149(10) of the Companies Act, 2013 (the "Act"), an Independent Director may be appointed for a second term of up to five consecutive years by passing a Special Resolution.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on 1st September, 2026, considered and approved the re-appointment of Mr. Vinodkumar Bajranglal Dalmia as an Independent Director of the Company for a second term of five consecutive years commencing from September 29, 2026 up to September 28, 2031, subject to the approval of the Members by way of a Special Resolution.

The Board is of the opinion that, considering the valuable contribution, experience, knowledge and expertise of Mr. Vinodkumar Bajranglal Dalmia, his continued association with the Company as an Independent Director would be beneficial to the Company. The Board has also considered his performance, contribution and participation in the deliberations of the Board and its Committees during the first term.

The Company has received from Mr. Vinodkumar Bajranglal Dalmia, inter alia:

(i) consent in writing to act as a Director in Form DIR-2;
(ii) a declaration that he/she is not disqualified from being appointed as a Director under the Act;
(iii) a declaration confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act and the SEBI Listing Regulations;
(iv) confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties with an objective and independent judgment;
(v) confirmation that he has complied with the requirements of registration with the Independent Directors' Databank, to the extent applicable; and
(vi) such other declarations, disclosures and confirmations as may be required under the Act and the SEBI Listing Regulations.

In the opinion of the Board, Mr. Vinodkumar Bajranglal Dalmia fulfils the conditions specified in the Act and the SEBI Listing Regulations for appointment as an Independent Director and is independent of the management of the Company. The Board is also satisfied that he possesses the requisite integrity, expertise, experience and proficiency to continue to serve as an Independent Director of the Company.

The proposed re-appointment is subject to the approval of the Members by way of a Special Resolution and shall be for a second term of five consecutive years. Mr. Vinodkumar Bajranglal Dalmia shall not be liable to retire by rotation during his tenure as an Independent Director.

The disclosures required pursuant to the applicable provisions of the Act and the SEBI Listing Regulations, including the brief profile, qualifications, experience, expertise, terms and conditions of appointment, remuneration proposed to be paid, relationship with other Directors/KMPs, and the number of meetings attended during the relevant period, are provided in the annexure forming part of this Notice.

Except Mr. Vinodkumar Bajranglal Dalmia, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

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

Item No. 6:

Pursuant to the provisions of Section 197(10) of the Companies Act, 2013, consent of the members by way of special resolution is required to waive the recovery of the amount paid as remuneration to the directors of the Company (including managing director), in excess of the remuneration limits prescribed in Section 197 read with Schedule V to the Act during the Financial year 2025-26.

Except Mr. Karan Kamal Mohta and Mrs. Sudha Mohta, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval by the Members.

For and on behalf of the Board
Kiran Print Pack Limited

Ms. Chandni Shah
Company Secretary & Compliance Officer

Registered Office:
W- 166 E, TTC Industrial Area,
MIDC Pawane,
Navi Mumbai - 400 709.

Date : 01-09-2026
Place : Navi Mumbai

<u>Annexure</u>

<u>Details in terms of Section Ill-B of the SEBI Master Circular HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026:</u>

Sr. No.		Particulars	Details
a.		A summary of the information provided by the management of the listed entity to the audit committee as specified in paragraph 4 of this Section	
	(i)	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	M/s. Karav Innovation LLP [LLPIN: ACS-2845], an entity wherein the promoters/members of the promoter group of the Company are partners
	(ii)	Name of the director or key managerial personnel who is related, if any and nature of relationship	Mrs. Sudha Mohta and Mr. Karan Kamal Mohta, Directors of the Company are Designated Partners in M/s. Karav Innovation LLP.
	(iii)	Nature, material terms, monetary value and particulars of contracts or arrangement	Sell and transfer of all the piece and parcel of the Industrial Land and Building bearing Plot No. W-166, T T C Industrial Area, Village Pawne, Navi Mumbai - 400 709, Dist. Thane, Maharashtra
	(iv)	Tenure of the transaction	The proposed transaction is a one time transaction
	(v)	Value of the proposed Transaction	Rs. 8,50,00,000/- (Rupees Eight Crores Fifty Lakhs only)
	(vi)	Percentage of annual consolidated turnover considering FY 2025-2026 as the immediately preceding financial year	974.46 % of the annual turnover
b.		Justification for why the proposed transaction is in the interest of the listed entity	Please refer to the Explanatory Statement to Resolution No. 3 & 4.
c.		Where the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary, the details specified under para 4(f) above	Not Applicable
d.		A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through the registered email address of the shareholders	Valuation Report from a Registered Valuer will be made available through the registered email address of the shareholders
e.		Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	Not applicable
f.		Any other information that may be relevant	Not Applicable

ANNEXURE I TO THE NOTICE

Pursuant to Regulation 36(3) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Information about the directors proposed to be appointed or re-appointed is furnished below:

1.

Name of Director	Sunil Kumar Sarda
Date of Birth	18/04/1980
Nationality	Indian
Designation	Non-Executive Director
Qualification	Commerce Graduate
Nature of Expertise	Commerce Graduate with more than 20 years of experience expertise in marketing, business development, management.
Justification for choosing appointee for appointment as an Independent Director	Not Applicable
Terms and conditions of appointment or reappointment	Re-Appointment as a Non-executive Non-Independent Director, liable to retire by rotation on the Board of Directors of the Company
Remuneration last drawn (including sitting fees, if any)	Nil
Remuneration proposed to be paid	Nil
Date of first Appointment on the Board as Managing Director /Director	06-09-2021
Reason for Change	Re-appointment
Relationship with other Directors	He is not related to any Director of the Company
Shareholding in the Company as on date	Nil
Directorships held in other Public Limited companies	Nil
Committee Memberships / Chairmanship in other companies	Nil
Number of meetings of the Board attended during the year	4 (Four)
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	Not Applicable

2.

Name of Director	Vinodkumar Bajranglal Dalmia
Date of Birth	20-12-1954
Nationality	Indian
Designation	Non-Executive Director
Qualification	Commerce Graduate

Nature of Expertise	He has over 30 years of rich experience in the field of Management and Administration
Justification for choosing appointee for appointment as an Independent Director	The Appointee has rich experience in the field of Management and Administration which is useful to the Company
Terms and conditions of appointment or reappointment	Re-Appointment as a Non-executive Independent Director, not liable to retire by rotation on the Board of Directors of the Company for a second term of 5 (five) years
Remuneration last drawn (including sitting fees, if any)	Nil
Remuneration proposed to be paid	Nil
Date of first Appointment on the Board as Managing Director /Director	06-09-2021
Reason for Change	Re-appointment
Relationship with other Directors	He is not related to any Director of the Company
Shareholding in the Company as on date	Nil
Directorships held in other Public Limited companies	Nil
Committee Memberships / Chairmanship in other companies	Nil
Number of meetings of the Board attended during the year	4 (Four)
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	Mr. Vinodkumar Bajranglal Dalmia brings with him knowledge in the field of Management and Administration