KANARA CONSUMER PRODUCTS LIMITED

CIN: U68100KA1962PLC001443

Regd. Office: N-301, III Floor, North Block, Front Wing, Manipal Centre, 47 Dickenson Road, Bangalore - 560042 Email id: secretary@manipal.com Tel No.: 63606 92392

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

NOTICE is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), as amended from time to time, read with the General Circulars No. 03/2025 dated 22/09/2025, 09/2023 dated 25/09/2023, 11/2022 dated 28/12/2022,14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021 and 3/2022 dated 5th May, 2022, issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as **"MCA Circulars"**), that the below **Special Resolution** is proposed to be passed by way of Postal Ballot only by voting through electronic means ("remote e-voting") for seeking approval of the members of the company

1. To approve the change of the Registered office of the Company from the State of Karnataka to the State of Maharashtra and subsequent amendment to the Memorandum of Association.

The Company has approached Purva Share Registry (India) Private Limited for providing e-voting services through its e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system.

MCA vide its aforesaid mentioned MCA Circulars, had advised the Companies to take all decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot / e-voting in accordance with the provisions of the Act and rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue. Further, in compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the Notes to receive this Postal Ballot Notice.

In compliance with the aforesaid Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the shareholders for this Postal Ballot and shareholders are required to communicate their assent or dissent through the remote e-voting system only.

An explanatory statement pursuant to Sections 102, 110 and other applicable provisions, if any, of the Act, pertaining to the resolution setting out the material facts and reasons thereof, is annexed to this Postal Ballot Notice.

Pursuant to Rule 22(5) of the Rules, the Board of Directors has appointed M/s.Gagan and Associates, Practising Company Secretaries as the Scrutinizer to conduct the Postal Ballot through remote e-voting process in a fair and transparent manner.

The remote e-voting period commences from 9.00 a.m. (IST) on Friday, 23rd October 2026 and ends on Saturday, 21st November 2026 at 5.00 p.m. (IST). During this period Shareholders of the Company, may cast their vote electronically. The e-voting module shall also be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

The Notice of the Postal Ballot of the Company inter alia indicating the process and manner of e-Voting process along with instruction for e-voting can also be downloaded from the website of the Company at www.kacpl.com.

KANARA CONSUMER PRODUCTS LIMITED
CIN: U68100KA1962PLC001443
Regd. Office: N-301, III Floor, North Block, Front Wing, Manipal Centre, 47 Dickenson Road, Bangalore - 560042 Email id: secretary@manipal.com Tel No.: 63606 92392

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 i.e. Friday, October 16, 2026. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 16th October 2026, may obtain the login ID and password by sending a request at evoting@purvashare.com or for the Company mail id secretary@manipal.com.

The Scrutinizer shall after the conclusion of voting, will unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the e-voting, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith. The results of the Postal Ballot conducted through remote e-voting process along with the Scrutinizer's Report shall be announced on or before Monday, 23rd November 2026. The result along with the Scrutinizer's Report will be uploaded on the website of the Company at www.kacpl.com for the sake of convenience of all stakeholders.

The items being **Special Resolution** will be declared as passed if votes cast in favor are not less than three times the number of votes, if any, cast against the resolution by members so entitled to vote.

The resolution, if approved by the requisite majority, shall be deemed to have been passed on the last date of remote e-voting i.e. Saturday, 21st November 2026., in terms of the Secretarial Standards on General Meeting (SS2) issued by the Institute of Company Secretaries of India.

KANARA CONSUMER PRODUCTS LIMITED
CIN: U68100KA1962PLC001443
Regd. Office: N-301, III Floor, North Block, Front Wing, Manipal Centre, 47 Dickenson Road, Bangalore - 560042 Email id: secretary@manipal.com Tel No.: 63606 92392

RESOLUTION FOR POSTAL BALLOT

1. **TO APPROVE THE SHIFTING OF THE REGISTERED OFFICE OF THE COMPANY FROM THE STATE OF 'KARNATAKA' TO THE STATE OF 'MAHARASHTRA' AND SUBSEQUENT AMENDMENT IN THE MEMORANDUM OF ASSOCIATION**

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

"RESOLVED THAT pursuant to the provisions of Section 12 and 13 of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 30 of the Companies (Incorporation) Rules, 2014 and other applicable provisions, if any, and subject to the approval of the Central Government (power delegated to the Regional Director) and other statutory authorities, if any, and subject to such other approvals/sanctions as may be required, the consent of the members be and is hereby accorded to shift the Registered office of the Company from the 'State of Karnataka' to the 'State of Maharashtra'.

"RESOLVED FURTHER THAT pursuant to Section 13 of the Companies Act, 2013 and other applicable provisions, if any, and subject to such approvals/sanctions as may be required, the existing Clause 2 of the Memorandum of Association of the Company be substituted by the following

-2. The Registered office of the Company will be situated in the State of Maharashtra.

"RESOLVED FURTHER THAT in respect of the application to be filed before the Regional Director, for approval of change of the Registered Office and the subsequent alteration to the Registered Office Clause in the Memorandum of Association of the Company, the Directors of the Company be and are hereby SEVERALLY authorized to sign and file necessary application, affidavits, publications, notices and such other documents as may be required before the Regional Director and other Government Authorities and reply to all such letter or correspondences in respect of objections, if any, raised by the Regional Director, Registrar of Companies/Chief Secretary and/or any other authority or person/s and to file necessary e-forms with Registrar of Companies, Karnataka / Regional Director South Western Region and to do all such acts, deeds and things, as may be deemed fit.

"RESOLVED FURTHER THAT the Directors of the Company be and are hereby SEVERALLY authorized to appear before the Office of the Regional Director and/or Office of the Registrar of Companies, to prepare and file necessary applications, affidavits, notices and such other documents as may be required before the Regional Director or any other concerned authority and to do all such acts, deeds and things as may be necessary in this respect.

Regd. Office:
N 301, 3rd Floor,
North Block, Manipal Centre.
47, Dickenson Road , Bangalore -560042
CIN: U68100KA1962PLC001443

By order of the Board
For **KANARA CONSUMER PRODUCTS LIMITED**
Sd/-
Sudhakar Pai
Managing Director (DIN 00043298)

Date: Friday, 16th October 2026
Place: Bangalore

KANARA CONSUMER PRODUCTS LIMITED

CIN: U68100KA1962PLC001443

Regd. Office: N-301, III Floor, North Block, Front Wing, Manipal Centre, 47 Dickenson Road, Bangalore - 560042 Email id: secretary@manipal.com Tel No.: 63606 92392

NOTES:

1. The Explanatory Statement pursuant to the provisions of Section 102 & 110 of the Companies Act, 2013 **("Act")** stating material facts and reasons for the proposed resolution is annexed hereto.

2. The Postal Ballot Notice is being sent to the shareholders of the Company whose names appear on the Register of Members/List of Beneficial Owners as received from the Depositories as on Friday, 16th October 2026 ("cut-off date").. However, the voting rights will be reckoned on the paid-up value of equity shares registered in the name of the Members on October 16, 2026 ("cut-off date"). Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date will be entitled to cast their votes.

3. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose-mail addresses are registered with the Company/Depositories. If your e-mail address is not registered with the Company/Depositories, please write to the company at secretary@manipal.com for registration of email address and for receipt of login ID and password for remote e-voting.

4. The Board has appointed M/s.Gagan and Associates, Practising Company Secretaries, as the Scrutinizer to conduct the Postal Ballot and remote e-voting process in a fair and transparent manner. After completion of scrutiny of the votes, the Scrutinizer will submit his Report to the Chairman of the Company not later than two working days from the conclusion of the e-voting.

5. Resolutions passed by the members through postal ballot are deemed to have been passed as if they are passed at a General Meeting of the members.

6. All the material documents referred to in the explanatory statement will be available for inspection electronically until the last date for receipt of votes through the e-voting process. Members seeking to inspect such documents can send an email to secretary@manipal.com.

7. The e-voting period commences on Friday, 23rd October 2026 at 9.00 a.m. and ends on Saturday, 21st November 2026 at 5 p.m. (IST). During this period Members of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-Off date of October 16, 2026 (end of business hours), may cast their vote by e-voting. The e-voting module will be disabled for voting upon the expiry of the above period. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently or cast the vote again.

8. Subject to receipt of requisite number of votes, the Resolution shall be deemed to be passed on the last date specified for E-Voting for the postal ballot voting process i.e. Saturday, 21st November 2026. The special Resolution shall be declared as passed if the votes cast in favour are not less than three times the number of votes, if any, cast against the Resolution by members, so entitled and voted.

9. The Company has engaged the services of M/s. Purva Share Registry India Private Limited as the Agency to provide remote e-voting facility.

10. A member cannot exercise his vote by proxy on Postal Ballot.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Friday, 23rd October 2026 at 9.00 a.m. and ends on Saturday, 21st November 2026 at 5.00 p.m. (IST). The remote e-voting module shall be disabled by Purva Share Registry India Private Limited for voting thereafter.

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

(ii) 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.

(iii) 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/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
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; secretary@manipal.com, if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the 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.

Regd. Office:
N 301, 3rd Floor,
North Block, Manipal Centre.
47, Dickenson Road , Bangalore -560042
CIN: U68100KA1962PLC001443
Date: 16th October 2026
Place: Bangalore

By order of the Board
For **KANARA CONSUMER PRODUCTS LIMITED**
Sd/-
Sudhakar T Pai
Managing Director

KANARA CONSUMER PRODUCTS LIMITED

CIN: U68100KA1962PLC001443

Regd. Office: N-301, III Floor, North Block, Front Wing, Manipal Centre, 47 Dickenson Road, Bangalore - 560042 Email id: secretary@manipal.com Tel No.: 63606 92392

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

TO APPROVE CHANGE OF THE REGISTERED OFFICE OF THE COMPANY FROM THE STATE OF KARNATAKA TO THE STATE OF MAHARSHTRA AND THE CONSEQUENT CHANGE TO THE CLAUSE IN THE MEMORADNUM OF ASSOCIATION OF THE COMPANY.

The Members are informed that the Company has, pursuant to the sale of its principal business undertaking, ceased to carry on its erstwhile principal business activities. Consequent to the said transaction, the Company is in the process of evaluating and identifying suitable new business opportunities with a view to determining its future business strategy and ensuring the sustainable growth and long-term interests of the Company and its stakeholders.

Currently the Company is prudently deploying its available surplus funds in investments in shares, securities and other permissible financial instruments, subject to the applicable provisions of the Companies Act, 2013, the rules made thereunder and other applicable laws. Such deployment is intended to generate investment income, preserve the value of the Company's funds and supplement its revenue to commence new business activities.

In view of the aforesaid change in the Company's business profile, current activities and its proposed future course of business, the Board of Directors considers it appropriate to shift the registered office of the Company from the State of Karnataka to the State of Maharashtra. The proposed shifting is expected to facilitate effective administration and management of the Company's current affairs and in identifying new business opportunities. and provide operational convenience in evaluating and pursuing new business opportunities.

The proposed shifting of the registered office is being undertaken as part of the Company's broader administrative and business realignment following the sale of its principal business undertaking. The shift is not intended to prejudice the interests of the Members, creditors, employees or any other stakeholders of the Company. The Company shall continue to discharge its existing obligations and comply with all applicable statutory and regulatory requirements.

The Board of Directors, at its meeting held on 23rd September 2026, considered and approved the proposal to shift the registered office of the Company from the State of Karnataka to the State of Maharashtra, subject to the approval of the Members by way of a special resolution and the approval of the competent authorities, including the Regional Director, wherever applicable, and completion of the prescribed statutory formalities.

The proposed shifting of the registered office from one State to another State will necessitate an alteration to the situation clause of the Memorandum of Association of the Company.

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, except to the extent of their shareholding, if any, in the Company.

The Members are requested to consider and approve the proposed special resolution.

Regd. Office:
N 301, 3rd Floor,
North Block, Manipal Centre.
47, Dickenson Road , Bangalore -560042
CIN: U17214KA1962PLC001443

By order of the Board
For **KANARA CONSUMER PRODUCTS LIMITED**
Sd/-
Sudhakar T Pai
Managing Director (DIN 0043298)