

KEWAL KIRAN CLOTHING LIMITED

Registered Office: Kewal Kiran Estate, 460/7, I. B. Patel Road, Goregaon (East) Mumbai-400 063 Maharashtra

Tel: +91 22 26814400 **Fax:** +91 22 26814410

Website: www.kewalkiran.com

CIN: L18101MH1992PLC065136

Email: grievanceredressal@kewalkiran.com

NOTICE OF 34th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 34th Annual General Meeting of Kewal Kiran Clothing Limited will be held on Tuesday, September 23, 2025 at 12 Noon through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Standalone and Consolidated Financial Statements of the Company for the year ended March 31, 2025 including the Audited Balance Sheet as on March 31, 2025 and the Statement of Profit and Loss Account for the financial year ended March 31, 2025 together with the report of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Vikas Jain (DIN: 00029901) who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

3. To appoint Mr. Ummedmal P. Jain, Proprietor of M/s. U. P. Jain and Co., Practicing Company Secretaries as Secretarial Auditor for a term of 5(Five) consecutive years, fix his remuneration and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, if any and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and based on the recommendations of the Audit Committee and the Board of Directors, the approval of the members be and is hereby accorded for the appointment of

Mr. Ummedmal P. Jain, Proprietor of M/s. U. P. Jain and Co., Practicing Company Secretaries (COP no. 2235) as Secretarial Auditor of the Company for a term of 5(Five) consecutive years, commencing from Financial Year 2025-26 till Financial Year 2029-30 at such remuneration and on such terms and conditions as may be determined by the Board of Directors (including its committees thereof), and to avail any other services, certificates, or reports as may be permissible under applicable laws;

RESOLVED FURTHER THAT consent of the members be and is hereby accorded to the Board of Directors of the Company, including its Committees thereof and such other personnels of the Company as may be authorised by the Board to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms for the purpose of giving effect to this resolution and for matters connected therewith, or incidental thereto."

By order of the Board of Directors

Abhijit B. Warange

President – Legal & Company Secretary

Registered Office:

Kewal Kiran Estate

460/7, I. B. Patel Road,

Goregaon (E), Mumbai - 400 063

Date: August 7, 2025

Place: Mumbai

Notice (Contd.)

NOTES:

1. Pursuant to General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 9/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (MCA) and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by the Securities and Exchange Board of India (SEBI) the 34th AGM of the Company is being conducted through VC/OAVM Facility, which does not require physical presence of Members at a common venue. The deemed venue of 34th AGM shall be the Registered Office of the Company.
 2. Pursuant to the provisions of the Companies Act, 2013 a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. In terms of MCA circulars since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 34th AGM and hence the Proxy Form and Attendance Slip are not annexed to the Notice. However, the body corporates are entitled to appoint authorised representatives as members to attend the AGM through VC/OAVM and participate thereat and cast their vote through e-voting.
 3. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorisation etc., authorising its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to upjainco@gmail.com with copies marked to the Company at grievanceredressal@kewalkiran.com and to its RTA at instameet@in.mfpm.muftg.com.
 4. The attendance of the Members participating in the 34th AGM through VC/OAVM facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act 2013.
 5. Voting rights shall be reckoned on the paid up capital value of shares registered in the name of member/beneficial owners (in case of electronic shareholding) as on the cut-off date i.e. Tuesday, September 16, 2025.
 6. In line with MCA circulars and SEBI Circular referred to in note no. 1 the Annual Report for the year 2024-25 including the Notice of the 34th AGM of the Company, inter alia, indicating the process and manner of E-voting is being sent only by Email, to all the Members whose Email IDs are registered with the Company/Registrar and Share Transfer Agent or with the respective Depository Participant(s) for communication purposes to the members and to all other persons so entitled. Further in terms of the applicable provisions of the Act, SEBI Listing regulations read with the circulars issued by MCA and SEBI, the Annual report along with the Notice of the 34th AGM will be available on the website of the Company at www.kewalkiran.com. The same can also be accessed from the websites of the stock exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchanges of India Limited at www.nseindia.com In accordance with SEBI Listing Regulations, the Company will be also sending a letter to Members whose e-mail ids are not registered with the Company/RTA/DP providing a web link of the Company's website from where the Annual Report for the financial year 2024-25 can be accessed.
 7. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act'), which sets out details relating to Special Business at the meeting, is attached with this Notice of 34th Annual General Meeting ('AGM').
 8. Your Board of Directors have not recommended any final dividend for the financial year ended March 31, 2025.
 9. The Register of Members and the Share Transfer Books of the Company will remain closed from Wednesday, September 17, 2025 to Tuesday, September 23, 2025 (both days inclusive).
 10. Under Section 124 of the Companies Act, 2013 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules, 2016'), the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund (IEPF), constituted by the Central Government. The Company had during the year, accordingly, transferred to IEPF, the unpaid and unclaimed dividend amounts pertaining to Final Dividend 2016-17 of ₹ 3,056/-, 1st Interim Dividend 2017-18 of ₹ 19,915/-, 2nd Interim Dividend 2017-18 of ₹ 15,240/- and 3rd Interim Dividend 2017-18 of ₹ 35,682/- Dividend declared by the Company thereafter, is still lying in the respective unpaid dividend accounts of the Company. Members, who have not encashed these dividend(s) are requested to immediately contact the Company or the Registrar and Transfer Agent – M/s MUFG Intime India Private Limited.
- The Company has been sending reminders to those members having unpaid/unclaimed dividends before transfer of such dividend(s) to IEPF. Details of the unpaid/unclaimed dividend are also uploaded as per the requirements, on the Company's website www.kewalkiran.com. The particulars of due dates of transfer of such unclaimed dividends to IEPF are furnished in the Directors Report forming part of Annual Report. Kindly note that no

claim shall lie against the Company after the transfer of the said dividend amount to IEPF.

11. Pursuant to the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 all shares in respect of which dividend has not been paid or claimed for seven consecutive years shall be transferred by the Company to the designated Demat Account of the IEPF Authority ('IEPF Account') within a period of thirty days of such shares becoming due to be transferred to the IEPF Account.

All the shareholders who have not claimed/ encashed their dividends in the last seven consecutive years from 2017 are requested to claim the same from the Company. In case valid claim is not received, the Company will proceed to transfer the respective shares to the IEPF Account in terms of the said rules. The Shareholders whose shares and unclaimed dividend have been transferred to IEPF may claim the same by making an application to IEPF Authority in form 5 (available on www.iepf.gov.in) along with requisite fees.

The details of such shares and shareholders whose shares are transferred to IEPF are uploaded on the "Investors Section" of the website of the Company viz. www.kewalkiran.com

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 their PAN to their Depository Participants with whom they are maintaining their demat accounts.
13. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat account. Members holding shares in physical segment are requested to notify change in their address/status, if any, immediately to the Company's Registrar & Transfer Agents, M/s MUFG Intime India Private Limited, C 101, 247 Park, LBS Marg, Vikhroli (West), Mumbai 400 083.
14. Members holding shares in the same set of names under different ledger folios are requested to apply for consolidation of such folios along with relevant share certificates to the Company's Registrar and Transfer Agents, MUFG Intime India Private Limited, C 101, 247 Park, LBS Marg, Vikhroli (West), Mumbai 400 083. Members must quote their Folio no./ Demat Account no. and contact details such as e-mail address, contact no. etc in all their correspondence with the Company/ Registrar and Share Transfer Agent.
15. Members holding shares in physical form are requested to convert their holdings to dematerialized form to eliminate

all risks associated with physical shares and for ease of portfolio management. Members can contact the Company's RTA for assistance in this regard.

16. The Company has designated an exclusive e-mail id called grievanceredressal@kewalkiran.com for redressal of shareholder complaints /grievances. In case you have any queries/complaints or grievances then please write to us at grievanceredressal@kewalkiran.com
17. Members who would like to ask any questions on the accounts are requested to send their questions at grievanceredressal@kewalkiran.com at least 10 days before the AGM. The same will be replied on behalf of the Company suitably.
18. In terms of applicable provisions of the Act and Rules thereto, the Company has obtained e-mail addresses of its Members and have given an advance opportunity to every Member to register their email address and changes therein from time to time with the Company for service of communications/ documents (including Notice of General Meetings, Audited Financial Statements, Directors Report, Auditors Report and all other documents) through electronic mode. Although, the Company has given opportunity for registration of e-mail addresses and has already obtained e-mail address from some of its Members, Members who have not registered their e-mail address so far are requested to register their Email for receiving all communications including Annual Report, Notices and Circulars, etc. from the Company electronically. Members can do this by updating their email addresses with their depository participants.
19. In case of joint holders attending the 34th AGM, the Member whose name appears as the first holder in the order of names as per the Register of Member of the Company will be entitled to vote.
20. Registration of Email ID and Bank Account Details:
 - a) In case the shareholder's e-mail ID is already registered with the Company/its Registrar & Share Transfer Agent (RTA)/Depositories, log in details for e-voting are being sent on the registered email address.
 - b) In case the shareholder has not registered his/ her/their email address with the Company/its RTA/ Depositories and or not updated the Bank Account mandate for receipt of dividend, the following instructions to be followed:
 - i. Kindly log in to the website of our RTA, MUFG Intime India Private Limited, <https://in.mpms.mufg.com> under Investor services >Email/Bank detail Registration – fill in the details and upload the required documents and submit. OR

Notice (Contd.)

- ii. In the case of Share held in Demat Mode:

The shareholders may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.

21. Voting through Electronic means:

- a. Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and Secretarial Standard on General Meeting (SS 2) as amended from time to time, the Company is pleased to provide its members the facility to cast their vote either for or against each resolution set forth in the notice of the 34th AGM using electronic voting system ('remote e-voting') and e-voting (during the 34th AGM) provided by MUFG Intime India Private Limited and the business may be transacted through such voting.
- b. The facility for e-voting through VC/OAVM shall be made available to the Members who will be present in the 34th AGM and have not cast 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 during 34th AGM.

- c. The Company has appointed Mr. Ummedmal P. Jain, Proprietor of M/s. U. P. Jain and Co., Company Secretaries, Mumbai as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- d. The instructions for shareholders voting electronically are as under:
 - (i) The voting period begins on Saturday, September 20, 2025 at 9.00 a.m. and ends on Monday, September 22, 2025 at 5.00 p.m. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Tuesday, September 16, 2025 may cast their vote electronically. Any person who acquires shares of the Company and becomes member of the Company after dispatch of the notice of the 34th AGM and holds shares on the cut-off date i.e. Tuesday, September 16, 2025 may obtain the login ID and password by sending a request at grievanceredressal@kewalkiran.com or rnt_helpdesk@in.mpms.mufig.com However, if a member is already registered with MUFG Intime for e-voting, then he/she can use existing user id and password/PIN for casting the vote.

REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p>METHOD 1 - If registered with NSDL IDeAS facility</p> <p>Users who have registered for NSDL IDeAS facility:</p> <ol style="list-style-type: none"> a) Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "Login". b) Enter user id and password. Click on "Login" c) After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services d) Click on "MUFG Intime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period <p>OR</p> <p>Shareholders who have not registered for NSDL IDeAS facility:</p> <ol style="list-style-type: none"> a) To register, visit URL: https://eservices.nsdl.com and select "Register Online for IDeAS Portal" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp b) Proceed with updating the required fields. c) Post successful registration, user will be provided with Login ID and password.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<p>d) After successful login, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.</p> <p>e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.</p> <p>METHOD 2 - Individual Shareholders directly visiting the e-voting website of NSDL</p> <p>a) Visit URL: https://www.evoting.nsdl.com/</p> <p>b) Click on the "Login" tab available under 'Shareholder/Member' section.</p> <p>c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.</p> <p>d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.</p> <p>e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.</p>
	<p>METHOD 1 – If registered with CDSL Easi/Easiest facility</p> <p>Shareholders who have registered for CDSL Easi/Easiest facility.</p> <p>a) Visit URL: https://web.cdslindia.com/myeasitoken/home/login or www.cdslindia.com.</p> <p>b) Click on New System Myeasi</p> <p>c) Login with existing my easi username and password</p> <p>d) After successful login, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime, for voting during the remote e-voting period</p> <p>e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.</p> <p>OR</p> <p>Shareholders who have not registered for CDSL Easi/Easiest facility.</p> <p>a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration / https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration</p> <p>b) Proceed with updating the required fields.</p> <p>c) Post registration, user will be provided Username and password.</p> <p>d) After successful login, user able to see e-voting menu.</p> <p>e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.</p> <p>METHOD 2 - Individual Shareholders directly visiting the e-voting website of CDSL.</p> <p>a) Visit URL: https://www.cdslindia.com</p> <p>b) Go to e-voting tab.</p> <p>c) Enter Demat Account Number (BO ID) and PAN No. and click on "Submit".</p> <p>d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account</p>

Notice (Contd.)

Type of shareholders	Login Method
	<p>e) After successful authentication, click on "MUFG INTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to MUFG Intime InstaVote website for casting the vote during the remote e-voting period.</p>
Individual Shareholders (holding securities in demat mode) with depository participants	<p>Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.</p> <ul style="list-style-type: none"> Login to DP website After Successful login, user shall navigate through "e-voting" option. Click on e-voting option, user will be redirected to NSDL/CDSL Depository website after successful authentication, wherein user can see e-voting feature. After successful authentication, click on "MUFG INTIME" or "evoting link displayed alongside Company's Name" and user will be redirected to InstaVote website for casting the vote during the remote e-voting period.
Individual Shareholders holding securities in Physical mode / Non-Individual Shareholders holding securities in demat mode	<p>Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for InstaVote as under:</p> <ol style="list-style-type: none"> Open the internet browser and launch the URL: https://instavote.linkintime.co.in <p>Shareholders who have not registered for INSTAVOTE facility:</p> <ol style="list-style-type: none"> Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: - <ol style="list-style-type: none"> User ID: <p>NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID. CDSL demat account – User ID is 16 Digit Beneficiary ID. Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.</p> PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format) Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company. <p>*Shareholders holding shares in NSDL form, shall provide 'D' above **Shareholders holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above</p> <ul style="list-style-type: none"> Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter). Enter Image Verification (CAPTCHA) Code Click "Submit" (You have now registered on InstaVote). <p>Shareholders who have registered for INSTAVOTE facility:</p> <ol style="list-style-type: none"> Click on "Login" under 'SHARE HOLDER' tab. <ol style="list-style-type: none"> User ID: Enter your User ID Password: Enter your Password Enter Image Verification (CAPTCHA) Code

Type of shareholders	Login Method
	<p>D. Click "Submit"</p> <p>b) Cast your vote electronically:</p> <p>A. After successful login, you will be able to see the "Notification for e-voting".</p> <p>B. Select 'View' icon.</p> <p>C. E-voting page will appear.</p> <p>D. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).</p> <p>E. After selecting the desired option i.e. Favour / Against, click on 'Submit'.</p> <p>A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.</p>

Institutional shareholders:

STEP 1 – Registration

- Visit URL: <https://instavote.linkintime.co.in>
- Click on Sign up under "Corporate Body/ Custodian/Mutual Fund"
- Fill up your entity details and submit the form.
- A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 –Investor Mapping

- Visit URL: <https://instavote.linkintime.co.in> and login with Instavote Login credentials.
- Click on "Investor Mapping" tab under the Menu Section
- Map the Investor with the following details:
 - 'Investor ID' -
 - NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID i.e., *IN00000012345678*
 - CDSL demat account – User ID is 16 Digit Beneficiary ID.
 - 'Investor's Name' - Enter Investor's Name as updated with DP.
 - 'Investor PAN' - Enter your 10-digit PAN.

- 'Power of Attorney' - Attach Board resolution or Power of Attorney.

*File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.

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

STEP 3 – Voting through remote e-voting.

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

METHOD 1 - VOTES ENTRY

- Visit URL: <https://instavote.linkintime.co.in> and login with Instavote Login credentials .
- Click on **"Votes Entry"** tab under the Menu section.
- Enter the **"Event No."** for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under **"On-going Events"**.
- Enter **"16-digit Demat Account No."** for which you want to cast vote.
- Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- After selecting the desired option i.e. Favour / Against, click on 'Submit'.

Notice (Contd.)

A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

OR

Method 2 -VOTES UPLOAD:

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

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

Helpdesk

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

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

Individual Shareholders holding securities in demat mode:

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

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

Forgot Password:

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

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

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

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

User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

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

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

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

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

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

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

22. Instructions for Shareholders/Members to Attend the 34th AGM through Instameet

Instructions for Shareholders/Members to attend the 34th AGM through Instameet VC/OAVM/ are as under:

1. Shareholders/ Members are entitled to attend 34th AGM through VC/OAVM provided by MUGF Intime by following the below mentioned process. Facility for joining the 34th AGM through VC/OAVM shall open 15 (Fifteen) minutes before the time scheduled for the 34th AGM and will be available on 'first come first serve' basis.
2. Shareholders / Members are requested to participate on first come first serve basis as participation through VC/OAVM is limited and will be closed on expiry of 15 (Fifteen) minutes from the scheduled time of the 34th AGM. Shareholders /Members with >2% shareholding, promoters, institutional investors, Directors, KMPs, Chair Persons of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Auditors, etc. may be allowed to the meeting without restrictions of 'first come first serve' basis. Members can log in and join 15(Fifteen) minutes prior to the schedule time of meeting and window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the schedule time. Participation is restricted up to 1000 members only.
3. Shareholders/ Members will be provided with InstaMeet facility wherein shareholders/ Members shall register their details and attend the 33rd AGM as under:

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

d) Select the "Company" and 'Event Date' and register with your following details:

A. Demat Account No. or Folio No:

Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID.

Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – shall provide Folio Number.

B. PAN:

Enter your 10-digit Permanent Account Number (PAN)

(Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. Mobile No: Enter your Mobile No.

D. Email ID: Enter your email Id as recorded with your DP/ Company.

e) Click "Go to Meeting"

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

Note:

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

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

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

In case the shareholders / Members have any queries or issues regarding login or e-voting, you can write an email to instameet@in.mpms.mufg.com or Call us – Tel: 022 49186175, InstaMeet Support Desk, MUGF Intime India Private Limited.

23. Instructions for Shareholders / Members to register themselves as Speakers during 34th AGM through instameet:

Shareholder / Members who would like to express their views/ ask questions during the meeting may register

Notice (Contd.)

themselves as a speaker by sending their request mentioning their name, demat account number/folio number, email id, mobile number at grievanceredressal@kewalkiran.com at least 3 days in advance to the date of 34th AGM.

Shareholders will receive "speaking serial number" once they mark attendance for the meeting.

Other shareholder may ask questions to the panellist, via active chat-board during the meeting.

Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

The Company reserves the right to restrict the number of speakers depending on the availability of time for the 34th AGM.

Shareholder/ Members, who would like to ask questions, may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at grievanceredressal@kewalkiran.com (Company mail id). The same will be replied by the Company suitably.

Note:

Those Shareholders /Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the 34th AGM.

Other shareholder may ask questions to the panellist, via active chat – board during the meeting.

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

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

24. Instructions for Shareholders/Members to vote during the 34th AGM through InstaMeet:

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

1. On the Shareholders VC page, click on the link for e-voting "Cast your vote".
2. Enter your 16 digit Demat Account No./Folio No. and OTP (received on the registered mobile number/ registered email id) received during registration for InstaMeet and click on 'Submit'.

3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.

4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired.

Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.

5. After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "confirm" else to change your vote click on "Back" and accordingly modify your vote.

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

Note:

Shareholders/Members who will be present in the 34th AGM through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/Members who have voted through Remote e-Voting prior to the 34th AGM will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

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

25. The voting rights of Shareholders shall be in proportion to their share in the paid up capital of the Company as on the cut-off date, Tuesday, September 16, 2025.

26. The Scrutinizer shall after scrutinizing the votes cast at the AGM (Poll) and through remote e-voting not later than 48 (forty-eight) hours from the conclusion of the AGM, make a consolidated Scrutinizer's Report and submit it to the Chairman or any Director authorized by the Board. The results declared along with the consolidated Scrutinizer's report shall be placed on the website of the Company and of MUFG Intime India Private Limited. The results shall simultaneously be communicated to the Stock Exchanges where the Company's shares are listed.

27. Subject to the receipt of the requisite number of votes, the Resolutions shall be deemed to be passed on the date of the AGM i.e. Tuesday, September 23, 2025.

28. Details as required in sub-regulation (3) of Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard on General Meeting (SS-2) of ICSI in respect of the Director seeking appointment/ re-appointment at the AGM, forms integral part of the Notice of the AGM. Requisite declarations have been received from the Director for seeking appointment/ re-appointment.
29. Payment through Electronic Means.
- The Company provides the facility to the Members for remittance of dividend directly in electronic mode through National Automated Clearing House (NACH). Members holding shares in physical form and desirous of availing this facility of electronic remittance are requested to provide their latest bank account details (Core Banking Solutions Enabled Account Number, 9 digit MICR and 11 digit IFSC Code), along with their Folio Number, to the Company or MUFG Intime. Members holding shares in dematerialized form are requested to provide the said details to their respective Depository Participants.
 - In line with the MCA Circulars issued by the MCA, in case the Company is unable to pay the dividend to any shareholder by the electronic mode, due to non-availability of their latest bank account details (Core Banking Solutions Enabled Account Number, 9 digit MICR and 11 digit IFSC Code), the Company shall dispatch the dividend warrant / Cheque to such shareholders by post.
 - Members holding shares in dematerialized form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of Dividend. The Company/ MUFG Intime cannot act on any request received directly from the Members holding shares in dematerialized form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Shareholders.
30. Section 72 of the Companies Act 2013, provides for Nomination by the Members of the Company in the prescribed form. Blank forms will be supplied by MUFG Intime on request. Members holding shares in dematerialized form may contact their respective Depository Participants for recording of nomination.
31. Details under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name	Vikas Pukhraj Jain
DIN	00029901
Date of Birth	December 12, 1970
Age	54 years
Qualifications and Experience	Graduate 30 years experience
Brief Resume	Mr. Vikas P. Jain is the Wholetime Director of the Company. Mr. Jain heads the operations and distribution functions of the Company. He is responsible for marketing of Lawman and Intigriti brands. He also looks after the retail business of the Company. He is instrumental in launching "ADDICTION" the retail arm of the Company for lifestyle accessories products. Mr. Jain is also instrumental in driving the brand license business for various product categories. Mr. Jain travels extensively and scouts for new technologies in garment manufacturing. He is a trustee of Jatnobai Karmchandji Ratanparia Chauhan Charitable Trust.
Nature of Expertise in specific functional area	Apparel and Textile Industry domain expert and Marketing
Terms and conditions of appointment	Mr. Vikas Jain is a Wholetime Director of the Company, liable to retire by rotation.
Remuneration sought to be paid	Not applicable
Remuneration last drawn (per annum)	₹ 1,25,00,000/-
Date of first appointment on the Board	October 2, 1997

Notice (Contd.)

Name	Vikas Pukhraj Jain
Shareholding in the company	Mr. Jain holds 36,89,105 shares which includes 80,000 shares as a Karta of Vikas P. Jain (H.U.F) and 4,72,855 shares held j/w Kesar V. Jain in the Company.
Relationship with other Directors and other Key Managerial Personnel of the company	Brother of Mr. Kewalchand P. Jain - Chairman and Managing Director, Mr. Hemant P. Jain – Joint Managing Director and Mr. Dinesh P. Jain – Wholetime Director.
Number of Meetings of the Board attended during the year	5 of 5
Directorships held on the Board of the other entities *Listed Entity	<ol style="list-style-type: none"> 1. Kewal Kiran Realtors and Infrastructures Private Limited 2. Kewal Kiran Finance Private Limited 3. Lord Gautam Charitable Foundation 4. Kewal Kiran Developers Limited (earlier known as Kewal Kiran Design Studio Limited) 5. Marudhar Shwetambar Jain Foundation
Membership/ Chairpersonship of Committees of other Boards	Not applicable
Directorship and Committee membership resigned in the past 3 years	Not applicable
Justification for choosing the appointee for appointment as Independent Director	Not applicable
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

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ITEM NO. 3

Pursuant to the amended provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR Regulations') vide SEBI Notification dated December 12, 2024 and provisions of Section 204 of the Companies Act, 2013 ('Act') and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Audit Committee and the Board of Directors at their respective meetings held on May 12, 2025 have approved and recommended the appointment of Mr. Ummedmal P. Jain, Proprietor of M/s. U. P. Jain & Co. Practicing Company Secretaries (COP No. 2235) as Secretarial Auditors of the Company for a term of upto 5(Five) consecutive years from April 1, 2025 to March 31, 2030 on following terms and conditions:

- a. Term of appointment: Upto 5(Five) consecutive years from April 1, 2025 to March 31, 2030.
- b. Proposed Fees: ₹ 1,50,000/- (Rupees One Lakh Fifty Thousand only) per annum excluding GST at applicable rates and out of pocket expenses (if any) which shall

be charged in addition to the foregoing fees for the year ending March 31, 2026. The remuneration for the subsequent year(s) of the term shall be determined based on the recommendation of the Audit Committee and as mutually agreed between the Board of Directors of the Company and the Secretarial Auditor. The proposed fees is based on knowledge, expertise, industry experience, time and efforts required to be put in by the auditor, which is in line with the industry benchmark. The fees for services in the nature of certifications and other professional work will be in addition to the secretarial audit fee as above and will be determined by the Board in consultation with the Secretarial Auditors and as per the recommendations of the Audit Committee.

- c. Basis of recommendations: The recommendations are based on the fulfilment of the eligibility criteria and qualification prescribed under the Companies Act 2013 and Rules made thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with regard to secretarial audit, experience, capability, independent assessment, audit experience and also based on the evaluation of the quality of audit work done by the auditor in the past.

- d. Credentials: Mr. Ummedmal P. Jain, Proprietor of M/s. U. P. Jain & Co. Practicing Company Secretaries (COP No. 2235) established in the year 1994, is a reputed Company Secretary in Practice specialized in Secretarial Audit and other corporate law matters. Mr. Ummedmal P. Jain is registered with the Institute of Company Secretaries of India and has an experience of more than 30 years in providing various corporate law services. Mr. Ummedmal P. Jain also holds a valid Peer Review Certificate. Mr. Ummedmal P. Jain has given his consent to act as Secretarial Auditor of the Company and confirmed that his aforesaid appointment (if made) would be within the prescribed limits under the Companies Act 2013 and Rules made thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Mr. Ummedmal Jain has also confirmed that he is not disqualified to be appointed as Secretarial Auditors in terms of provisions of the Companies Act, 2013

and Rules made thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution except to the extent of their shareholding, if any, in the Company. The Board of Directors of the Company recommends the resolution set out at Item No. 3 for approval of the Members as an Ordinary Resolution.

By order of the Board of Directors

Date: August 7, 2025

Place: Mumbai

Abhijit B. Warange

President – Legal & Company Secretary