

## NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE is hereby given that the Extra Ordinary General Meeting No. 01/2026-27 of the Members of Kataria Industries Limited ("the Company") will be held on Saturday, April 25, 2026 at 12:00 Noon IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following businesses:

### Special Businesses:

#### Item No. 1:

**TO APPROVE ADVANCING OF ANY LOAN AND/OR GIVE ANY GUARANTEE AND/OR TO PROVIDE ANY SECURITY TO RATLAM WIRES PRIVATE LIMITED ("RWPL"), UNDER SECTION 185 OF THE COMPANIES ACT, 2013 OR ANY OTHER ENTITY(IES) IN WHICH ANY OF THE DIRECTORS OF THE COMPANY IS DEEMED TO BE INTERESTED AS SPECIFIED IN THE EXPLANATION TO SUB-SECTION 2 OF SECTION 185 OF THE ACT.**

To consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Special Resolutions**:

**"RESOLVED THAT** in suppression of the earlier resolution dated September 30, 2025, pursuant to the provisions of Section 185 and other applicable provisions, if any of the Companies Act, 2013 ("Act") (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions as may be necessary, approval of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution), for giving loan(s) in one or more tranches including loan represented by way of book debt (the "Loan") to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by Ratlam Wires Private Limited ("RWPL") or by any entity which is a Subsidiary or Associate or Joint Venture or group entity of the Company or any other person in which any of the Directors of the Company is deemed to be interested as specified in the explanation to sub-section 2 of section 185 of the Act (collectively referred to as the "Entities"), of an aggregate outstanding amount not at any time exceeding Rupees 100.00 Crores (Rupees Hundred Crores Only), in its absolute discretion deem beneficial and in the best interest of the Company;

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to negotiate, finalise and agree to the terms and conditions of the aforesaid Loans / Guarantees / Securities, and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deeds and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable."

#### Item No. 2:

**TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) PROPOSED TO BE ENTERED INTO BY THE COMPANY WITH SHREE HANUMAN WIND-INFRA PRIVATE LIMITED:**

To consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Ordinary Resolutions**:

**"RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 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 based on the prior approval of the Audit Committee, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (the "Board", which term shall be deemed to include any duly authorised Committee constituted/empowered by the Board, from time to time, to exercise its powers conferred by this resolution), to continue with the existing arrangements/transactions and/ or to enter into and/or to execute new arrangements/transactions or otherwise (whether by way of an individual transaction or a series of transactions taken together or otherwise) by approving enhancement in the aggregate value of material related party transaction(s), proposed to be entered into with Shree Hanuman Wind-Infra Private Limited ("SHWIPL"), a related party of the Company, as per the details set out in the Explanatory Statement pursuant to Section 102 and other provisions of the Act read with related rules during F.Y. 2026-27, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company;

Sr. No.	Amount of Transactions	Nature of Transactions
1.	Up to ₹ 50.00 Crores	Giving of Loans and receipt of applicable interest
2.	Up to ₹ 50.00 Crores	Availing Loans and payment of applicable interest

**RESOLVED FURTHER THAT** the Board be and is hereby severally authorized to execute all such agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard."

#### Item No. 3:

**TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) PROPOSED TO BE ENTERED INTO BY THE COMPANY WITH M/S. M. J. BUILDERS:**

To consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Ordinary Resolutions**:

**"RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 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 based on the prior approval of the Audit Committee, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (the "Board", which term shall be deemed to include any duly authorised Committee constituted/empowered by the Board, from time to time, to exercise its powers conferred by this resolution), to continue with the existing arrangements/transactions and/ or to enter into and/or to execute new arrangements/transactions or otherwise (whether by way of an individual transaction or a series of transactions taken together or otherwise) by approving the aggregate value of material related party transaction(s), proposed to be entered into with M/s. M. J. Builders, a related party of the Company, including but not limited to the development agreement and all other contracts, arrangements, understandings, obligations and transactions ancillary, incidental or consequential thereto or in connection with the development, construction, marketing, sale, completion and handover of the project, as per the details set out in the Explanatory Statement pursuant to Section 102 and other provisions of the Act read with related rules, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company;

Sr. No.	Amount of Transactions	Nature of Transactions
1.	Not applicable	Execution of Development Agreement with M/S. M. J. Builders for development of immovable property described in Explanatory statement
2.	₹ 54.00 Crores	Payment of interest free refundable security deposit to M/S. M. J. Builders pursuant to development agreement towards performance of development obligation under the agreement
3.	Allotment of 25,200 sq. ft. RERA carpet area and ₹ 1.00 crore	Allotment of 25,200 sq. ft. RERA carpet area to M/S. M. J. Builders in the proposed sale building to be constructed on the immovable property described in Explanatory statement plus Monetary consideration of ₹ 1.00 crore
4.	Not applicable	Transactions ancillary, incidental or consequential thereto or in connection with the development agreement

**RESOLVED FURTHER THAT** the Board be and is hereby severally authorized to execute all such agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard."

**Registered Office:**  
 34-38 and 44, Industrial Area, Ratlam, Madhya Pradesh, India, 457001

**By order of the Board of Directors,**  
**Kataria Industries Limited**

Sd/-

**Arun Kataria**  
**Managing Director**  
**DIN: 00088999**

**Place:** Ratlam  
**Date:** 03/04/2026

**NOTES FOR SHAREHOLDERS FOR EOGM:**

- The Government of India, Ministry of Corporate Affairs has allowed conducting the General Meeting ("Meeting") through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM"), and dispensed the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020 in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder", and General Circular No. 20/2020 dated May 5, 2020 read with General Circular No. 02/2021 dated January 13, 2021, General Circular No. 2/2022 dated May 5, 2022, General Circular No. 09/2023 dated September 25, 2023, General Circular No. 09/2024 dated September 19, 2024 and General circular No. 03/2025 dated September 22, 2025 prescribing the procedures and manner of conducting the Extra Ordinary General Meeting through VC/ OAVM. In terms of the said circulars, the Extra Ordinary General Meeting (EOGM) of the members will be held through VC/OAVM. Hence, members can attend and participate in the EOGM through VC/OAVM only.

The detailed procedure for participation in the meeting through VC/OAVM is as per note no. 13 and available at the Company's website [www.katariaindustries.co.in](http://www.katariaindustries.co.in). The deemed venue for the EGM shall be the Registered Office of the Company.

- A statement pursuant to Section 102(1) of the Act, relating to the Special Businesses to be transacted at the EGM is annexed hereto.
- Though, pursuant to the provisions of the Act, a Member is entitled to attend and vote at the EOGM is entitled to appoint a proxy to attend and vote on his/her behalf, since this EOGM is being held pursuant to the Circular No. 14/2020 dated April 8, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EOGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
- 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/Authorization etc., authorizing its representative to attend the Extra Ordinary 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 [csanandavingia@gmail.com](mailto:csanandavingia@gmail.com) with copies marked to the Company at [cs@katariaigroup.co.in](mailto:cs@katariaigroup.co.in) and to National Securities Depository Limited (NSDL) at [evoting@nsdl.com](mailto:evoting@nsdl.com).
- The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- Since the EGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.
- In line with the aforesaid Ministry of Corporate Affairs (MCA) Circulars and SEBI Circular dated May 12, 2020 read with Circular dated January 15, 2021, the Notice of EGM along with other documents is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Member may note that Notice has been uploaded on the website of the Company at [www.katariaindustries.co.in](http://www.katariaindustries.co.in). The Notice can also be accessed from the websites of the Stock Exchange i.e. NSE at [www.nseindia.com](http://www.nseindia.com) and the EGM Notice is also available on the website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- In case of joint holders attending the EGM together, only holder whose name appearing first will be entitled to vote.
- Members seeking any information with regard to the accounts or any matter to be placed at the EGM or who would like to ask questions or registered themselves as Speaker, are requested to write to the Company mentioning their name demat account number/folio number, email id, mobile number at [cs@katariaigroup.co.in](mailto:cs@katariaigroup.co.in) on or before April 15, 2026 so as to enable the management to keep the information ready. The Company reserves the right to restrict the number of speakers depending on the availability of time for the EGM.
- Those shareholders who have not yet registered their e-mail address are requested to get their e-mail addresses submitted, by following the procedure given below;

- (a) In case shares are held in physical mode, please provide 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 [cs@katariaigroup.co.in](mailto:cs@katariaigroup.co.in).
  - (b) In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [cs@katariaigroup.co.in](mailto:cs@katariaigroup.co.in).
  - (c) Alternatively member may send an e-mail request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for obtaining User ID and Password by proving the details mentioned in Point (a) or (b) as the case may be.
  - (d) In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
  - (e) It is clarified that for permanent submission of e-mail address, the shareholders are however requested to register their email address, in respect of electronic holdings with the depository through the concerned depository participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, Bigshare Services Private Limited ("BSPL"), having its office at Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093, India, by following the due procedure.
  - (f) Those shareholders who have already registered their e-mail address are requested to keep their e-mail addresses validated with their depository participants / the Company's Registrar and Share Transfer Agent, BSPL to enable servicing of notices / documents / annual Reports electronically to their e-mail address.
11. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held in electronic form and to BSPL in case the shares are held in physical form.
  12. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members can contact their DP in case the shares are held in electronic form and to BSPL in case the shares are held in physical form.
  13. **PROCESS AND MANNER FOR MEMBERS OPTING FOR VOTING THROUGH ELECTRONIC MEANS AND PARTICIPATING AT THE EXTRA ORDINARY GENERAL MEETING THROUGH VC/OAVM:**
    - i. 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) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 8, 2020, April 13, 2020, May 5, 2020 and SEBI Circular dated May 12, 2020, the Company is providing facility of remote e-voting to its Members in respect of the businesses to be transacted at the EGM. For this purpose, the Company has entered into an agreement with NSDL, as the Authorised e-voting agency for facilitating voting through electronic means. The facility of casting votes by a member using remote e-voting as well as e-voting system on the date of the EGM will be provided by NSDL.
    - ii. There being no physical shareholders in the Company, the Register of members and share transfer books of the Company will not be closed. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Saturday, April 18, 2026, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the EGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
    - iii. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the EGM and prior to the Cut-off date i.e. Saturday, April 18, 2026, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the EGM by following the procedure mentioned in this part.
    - iv. Members may cast their votes on electronic voting system from any place (remote e-voting). The remote e-voting period will commence at 09:00 a.m. on Wednesday, April 22, 2026 and will end on 05:00 P.M. on Friday, April 24, 2026. In addition, the facility for voting through electronic voting system shall also be made available during the EGM. Members attending the EGM who have not cast their vote by remote e-voting shall be eligible to cast their vote through e-voting during the EGM. Members who have voted through remote e-voting shall be eligible to attend the EGM, however, they shall not be eligible to vote at the meeting.
    - v. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
    - vi. The voting rights of the members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date i.e. Saturday, April 18, 2026.
    - vii. The Company has appointed M/s. ALAP & CO. LLP, Practicing Company Secretaries (FRN: L2023GJ013900) to act as the Scrutinizer for remote e-voting as well as the e-voting on the date of the EoGM in a fair and transparent manner.

**INSTRUCTIONS FOR CASTING VOTES BY REMOTE E-VOTING**

The remote e-voting period begins on Wednesday, April 22, 2026 and will end on 5:00 P.M. on Friday, April 24, 2026. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Saturday, April 18, 2026 may cast their vote electronically. 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 being Saturday, April 18, 2026.

**How do I vote electronically using NSDL e-Voting system?**

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

**Step 1: Access to NSDL e-voting system:**

**A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular 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.

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>A. For OTP based login you can click on <a href="https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</p> <p>B. Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section this will prompt you to enter your existing User ID and Password. 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 and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>C. If you are not registered for IDeAS e-Services option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS Portal” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>D. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL) Password/OTP and a Verification Code as shown on the screen. After successful authentication you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>E. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p>     </div>
Individual Shareholders holding securities in demat mode with CDSL	<p>A. 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 users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</p> <p>B. 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 &amp; voting during the meeting. Additionally there is also links provided to access the system of all e-Voting Service Providers so that the user can visit the e-Voting service providers’ website directly.</p> <p>C. If the user is not registered for Easi/Easiest option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>D. Alternatively the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**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. 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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

**How to Log-in to NSDL e-Voting website?**

- 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, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

D. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

E. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?
  - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

F. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- Physical User Reset Password? (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

G. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

H. Now, you will have to click on "Login" button.

I. After you click on the "Login" button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically on NSDL e-Voting system:**

**How to cast your vote electronically on NSDL e-Voting system?**

- 1) After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
- 2) Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
- 3) Now you are ready for e-Voting as the Voting page opens.
- 4) Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- 5) Upon confirmation, the message "Vote cast successfully" will be displayed.
- 6) You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- 7) Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### GENERAL GUIDELINES FOR SHAREHOLDERS

Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [csanandlavingia@gmail.com](mailto:csanandlavingia@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

In case of any queries you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com).

#### PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF E MAIL IDS FOR E-VOTING FOR THE RESOLUTIONS SET OUT IN THIS NOTICE:

1. In case shares are held in physical mode please provide 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 [cs@katariaigroup.co.in](mailto:cs@katariaigroup.co.in).
2. In case shares are held in demat mode please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID) Name client master or copy of Consolidated Account statement PAN (self-attested scanned copy of PAN card) AADHAR (self-attested scanned copy of Aadhar Card) to [cs@katariaigroup.co.in](mailto:cs@katariaigroup.co.in). If you are an Individual shareholder holding securities in demat mode you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively, shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

#### THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EoGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the EoGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders who will be present in the EoGM 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 in the EoGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EoGM. However, they will not be eligible to vote at the EoGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EoGM shall be the same person mentioned for Remote e-voting.

#### INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.



**CONTACT DETAILS**

<b>Company</b>	<b>KATARIA INDUSTRIES LIMITED</b> 34-38 and 44, Industrial Area, Ratlam, Madhya Pradesh, 457001 <b>Tel No.:</b> +91 7412 299407; <b>Email:</b> cs@katariagroup.co.in; <b>Web:</b> www.katariaindustries.co.in
<b>Registrar and Transfer Agent</b>	<b>BIGSHARE SERVICES PRIVATE LIMITED</b> Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093, India. <b>Tel No.:</b> +91-22-6263 8200; <b>Email:</b> investor@bigshareonline.com; <b>Web:</b> www.bigshareonline.com
<b>E-Voting Agency &amp; VC / OAVM</b>	<b>NATIONAL SECURITIES DEPOSITORY LIMITED</b> <b>Email:</b> evoting@nsdl.com; <b>NSDL help desk:</b> 022 - 4886 7000
<b>Scrutinizer</b>	<b>M/s. ALAP &amp; CO. LLP Practicing Company Secretaries - Mr. Anand S Lavingia</b> <b>Email:</b> csanandlavingia@gmail.com; <b>Tel No.:</b> +91 79 3578 9144

## EXPLANATORY STATEMENT

(Pursuant to Section 102 (1) of the Companies Act, 2013 and Secretary Standard 2 on General Meetings)

Item No. 1:

**TO APPROVE ADVANCING OF ANY LOAN AND/ OR GIVE ANY GUARANTEE AND/ OR TO PROVIDE ANY SECURITY TO RATLAM WIRES PRIVATE LIMITED (“RWPL”), UNDER SECTION 185 OF THE COMPANIES ACT, 2013 OR ANY OTHER ENTITY(IES) IN WHICH ANY OF THE DIRECTORS OF THE COMPANY IS DEEMED TO BE INTERESTED AS SPECIFIED IN THE EXPLANATION TO SUB-SECTION 2 OF SECTION 185 OF THE ACT: SPECIAL RESOLUTIONS**

Pursuant to Section 185 of the Companies Act, 2013 (“the Act”), a Company may advance any loan including any loan represented by book debt, or give any guarantee or provide any security in connection with any loan taken by any entity (said entity(ies) covered under the category of ‘a person in whom any of the director of the Company is interested’ as specified in the explanation to Section 185(2)(b) of the Companies Act, 2013, after passing a Special Resolution in the general meeting.

It is proposed to make loan(s) including loan represented by way of Book Debt to, and/or give guarantee(s) and/or provide security(ies) in connection with any loan taken/to be taken by Ratlam Wires Private Limited (“RWPL”) or by any entity which is a Subsidiary or Associate or Joint Venture or group entity of the Company or any other person in whom any of the Director of the Company is deemed to be interested as specified in the explanation to Section 185(2)(b) of the Act (collectively referred to as the “Entities”), from time to time, for the purpose of capital expenditure of the projects and/or working capital requirements including purchase of fixed assets as may be required from time to time for its principal business activities and other matters connected and incidental thereto, within the limits as mentioned in the Item No. 1.

The members may note that Board of Directors would carefully evaluate the proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, and the proposed loan shall be at such rate of interest as agreed by the parties in the best interest of the Company and shall be used by the borrowing company for its principal business activities only.

The Board of Directors recommend the resolution set forth in Item No. 1 for member’s approval as a Special Resolution.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the resolution at Item No. 1, except to the extent of their shareholdings and directorship in the Company.

Item No. 2:

**TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) PROPOSED TO BE ENTERED INTO BY THE COMPANY WITH SHREE HANUMAN WIND-INFRA PRIVATE LIMITED: ORDINARY RESOLUTIONS**

The provisions of the SEBI Listing Regulations, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 1, 2022, mandates prior approval of members by means of an ordinary resolution for all material related party transactions (“RPTs”) and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm’s length basis. Effective from April 1, 2022, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, individually or taken together with previous transactions during a financial year, exceed(s) ₹ 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower. Further, with recent amendment in SEBI Listing Regulations w.e.f. December 19, 2025, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, whether directly and/or through its subsidiary(ies), exceed(s) –

Consolidated turnover of listed entity	Materiality threshold for RPTs
Up to ₹ 20,000 crore	10% of annual consolidated turnover
From ₹ 20,000 crore to ₹ 40,000 crore	₹ 2,000 crore plus 5% of the turnover above ₹ 20,000 crore
More than ₹ 40,000 crore	₹ 3,000 crore plus 2.50% of the turnover above ₹ 40,000 crore or ₹ 5,000 crore whichever is less.

The Audit Committee of the Company, on the basis of relevant details provided by the management as required by the applicable laws and in terms of SEBI Circular dated June 26, 2025 on Industry Standards on “Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions” (“RPT Industry Standards”), which is effective from September 1, 2025, has reviewed and approved the amounts of RPT on March 28, 2026, for financial year 2026-27, subject to approval of the Members. While according its approval, the Audit Committee noted that transaction(s) are on arms’ length basis and in the ordinary course of business of the Company. The Audit Committee has also reviewed the certificates provided by the Wholetime Director and Chief Financial Officer of the Company, as required under the RPT Industry Standards.

Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for limits of proposed RPT’s. The said transaction(s) would be in the ordinary course of business and on an arm’s length basis.

Pursuant to the SEBI Circular dated June 26, 2025 the Minimum Information relating to the proposed related party transaction(s) is provided herewith;

Sr. No.	Particulars of the information	Information provided by the management
a.	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Refer below table titled as “Annexure – A”
b.	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	Refer below table titled as “Annexure – A”
c.	Disclosure of the fact that the Audit Committee has reviewed the certificates provided by the CEO/Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards	The Audit Committee has reviewed the certificates issued by the Wholetime Director and CFO of the Company, as required under the RPT Industry Standards
d.	Disclosure that the material RPT or any material modification thereto has been approved by the Audit Committee and the Board of Directors recommends the	The limits of the amounts of material RPT has been approved by the Audit Committee, and the Board of Directors recommend the proposed transaction(s) to the Members for approval.

Sr. No.	Particulars of the information	Information provided by the management
	proposed transaction to the shareholders for approval	
e.	Web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT	Not Applicable
f.	Affirmation that the Audit Committee and Board of Directors, while providing information to the shareholders, have redacted the commercial secrets and such other information that would affect competitive position of listed entity and in its assessment, the redacted disclosures still provide all the necessary information to the public shareholders for informed decision making	We affirm that the Audit Committee and Board of Directors, while providing information to the Members, have redacted only commercially sensitive information, and all necessary information for informed shareholder decision-making has been provided. Refer below table titled as "Annexure – A".
g.	Any other information that may be relevant	No other information is considered relevant.

**Annexure – A**

Pursuant to the SEBI Circular dated June 26, 2025 the Minimum Information relating to the proposed related party transaction(s) is provided herewith;

Sr. No.	Particulars of the information	Information provided by the management						
	Name of the Company entering into transaction	Kataria Industries Limited (KIL)						
<b>A</b>	<b>Details of related party transactions</b>							
<b>A1</b>	<b>Basic details of the related party</b>							
1	Name of the related party	Shree Hanuman Wind-Infra Private Limited ("SHWIPL")						
2	Country of incorporation of the related party	India						
3	Nature of business of the related party	Shree Hanuman Wind-Infra Private Limited is engaged in the generation and sale of electricity through wind turbines (wind mills)						
<b>A2</b>	<b>Relationship and ownership of the related party</b>							
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party — including nature of its concern (financial or otherwise) and the following	Shree Hanuman Wind-Infra Private Limited ("SHWIPL") is an entity over which one or more Key Management Personnel ("KMP") or their relatives have significant influence / control / joint control through voting power or otherwise.						
(A)	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party	The promoters and promoter group of KIL indirectly hold substantial shareholding in SHWIPL						
(B)	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable						
(C)	Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	SHWIPL has no shareholding in KIL The promoters and promoter group of SHWIPL hold substantial shareholding indirectly in KIL						
<b>A3</b>	<b>Details of previous transactions with the related party</b>	<b>Information provided by the management</b>						
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year Explanation: Details need to be disclosed separately for listed entity and its subsidiary	NIL						
2	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter (April 25 – March 26) immediately preceding the quarter in which the approval is sought	<table border="1"> <thead> <tr> <th>Nature of Transactions</th> <th>Amount (₹ in Lakh)</th> </tr> </thead> <tbody> <tr> <td>Loan Taken</td> <td>2,771.03</td> </tr> <tr> <td>Loan Repaid</td> <td>2,771.03</td> </tr> </tbody> </table>	Nature of Transactions	Amount (₹ in Lakh)	Loan Taken	2,771.03	Loan Repaid	2,771.03
Nature of Transactions	Amount (₹ in Lakh)							
Loan Taken	2,771.03							
Loan Repaid	2,771.03							
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last three financial years.	Not Applicable						

A4	Amount of the proposed transactions	Information provided by the management		
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	Amount of Transactions	Nature of Transactions	
		Upto ₹ 50.00 Crores	Giving of Loans and receipt of applicable interest	
		Upto ₹ 50.00 Crores	Availing Loans and payment of applicable interest	
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes		
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	The estimated value of for Giving Loans and receipt of applicable interest represents 14.26% of turnover of the Company for FY 2024-25 The estimated value of for Availing Loans and payment of applicable interest represents 14.26% of turnover of the Company for FY 2024-25		
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	Not Applicable		
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	%	Nature of Transactions	
		2,024.29	Giving of Loans and receipt of applicable interest	
		2,024.29	Availing Loans and payment of applicable interest	
6	Financial performance of the related party for the immediately preceding financial year (FY2024-25) Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis	Particulars		
		Particulars		(₹ in Lakh)
		Standalone Turnover		246.58
		Standalone Profit After Tax		90.81
Standalone Net Worth		2,010.58		
A5	Basic details of the proposed transaction	As under		

Particulars	Information provided by the management	
	Availing Loans and payment of applicable interest	Giving of Loans and receipt of applicable interest
Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Availing of Loans and payment of applicable interest	Giving of Loans and receipt of applicable interest
Details of each type of the proposed transaction	Availing of Loans and payment of applicable interest	Giving of Loans and receipt of applicable interest
Tenure of the proposed transaction (tenure in number of years or months to be specified)	FY 2026-27	FY 2026-27
Whether omnibus approval is being sought?	No	No
Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	FY 2026-27: ₹ 50.00 crore	FY 2026-27: ₹ 50.00 crore
Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The RPT relates to availing loans and payment of applicable interest by Kataria Industries Limited for its operational and project requirements. The proposed transactions shall be on an arm's length basis and in the ordinary course of business. This arrangement is expected to enhance company's performance and indirectly benefits its public shareholders.	The proposed RPT is intended to meet SHWIPL's immediate funding requirements. Given the urgent need for liquidity and the time-consuming nature of formal financing channels, the unsecured loan offers a practical and cost-effective solution without compromising on commercial terms. The transaction is being undertaken on an arm's length basis and in the ordinary course of business, ensuring fairness and transparency. It does not confer any undue benefit to the promoter and is not prejudicial to the interests of public shareholders. On the contrary, it enables the Company to sustain operations and pursue growth opportunities.

Particulars	Information provided by the management		
	Availing Loans and payment of applicable interest		Giving of Loans and receipt of applicable interest
			thereby aligning with the long-term interests of all stakeholders, including public shareholders.
Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.  Explanation: Indirect interest shall mean interest held through any person over which an individual has control.  a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Sunil Kataria along with his relatives Shareholding of Mr. Sunil Kataria in SHWIPL is as follows;		
	Name of Shareholders	No. of Shares	%
	SHRI SANJAY KATARIA	2500	1.49%
	SHRI ANIL KATARIA	4716	2.81%
	SMT.SUMAN DEVI KATARIA	125236	74.57%
	SHRI AMAN KATARIA	16300	9.71%
	SUNIL ANOHI LAL KATARIA HUF	7350	4.38%
	UDIT KATARIA	11845	7.05%
	<b>Total</b>	<b>167947</b>	<b>100.00</b>
A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable		
Other information relevant for decision making.	No		

**B2 Information to be provided only if a specific type of Related Party Transactions -Additional details for transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity.**

Particulars	Information provided by the management	
	Giving of Loans and receipt of applicable interest	
Source of funds in connection with the proposed transaction	Normal business operations	
Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: a. Nature of indebtedness b. Total cost of borrowing c. Tenure Other details	Not Applicable	
Rate of interest at which the listed entity is borrowing from its bankers/ other lenders.	7.50% as on date	
Proposed interest rate to be charged by listed entity from the related party.	10.00%	
Maturity / due date	On demand	
Repayment schedule & terms	On demand	
Whether secured or unsecured?	Unsecured	
If secured, the nature of security & security coverage ratio	Not Applicable.	
The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	The funds will be utilized by Shree Hanuman Wind-Infra Private Limited for meeting its working capital and business requirements.	

**B5 Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary**

Particulars	Information provided by the management	
	Availing of loans and payment of applicable interest	
Material covenants of the proposed transaction	The covenants are in line with prevailing market practices and are not prejudicial to the interests of the Company or its shareholders.	
Interest rate	10.00%	
Cost of borrowing	Nil	

Particulars	Information provided by the management
	Availing of loans and payment of applicable interest
Maturity / due date	On demand
Repayment schedule & terms	On demand
Whether secured or unsecured	Unsecured
If secured, the nature of security & security coverage ratio	Not applicable
The purpose for which the funds will be utilized by the listed entity / subsidiary	The funds shall be utilized by Kataria Industries Limited for meeting its working capital requirements.

**C1 Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity**

Particulars	Information provided by the management
	Giving of Loans and receipt of applicable interest
Latest credit rating of the related party Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any	The Related Party does not have any credit rating assigned at present.
Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request. In addition, state the following: Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	No default in borrowings has been done by the Related party. No account of the Related party has been classified as a non-performing asset (NPA) by any of its bankers. The related party has not been declared as "wilful defaulter" by any of its bankers. The related party is not undergoing or facing any application for commencement of an insolvency resolution process or liquidation. The related party, does not suffer from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.

**C4. Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary**

Particulars	Information provided by the management
	Availing of loans and payment of applicable interest
Debt to Equity Ratio of the listed entity based on last audited financial statements a. Before transaction b. After transaction	Before Transaction – 0.16 Times After Transaction – 1.07 Times
Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements a. Before transaction b. After transaction	Before Transaction – 7.26 Times After Transaction – 2.09 Times

The Board of Directors recommend the said resolution, as set out in item no. 2 of this Notice, for your approval.

As per the SEBI Listing Regulations, all related parties of the Company, whether or not a party to the proposed transaction(s), shall abstain from voting in favour of the said resolution.

Mr. Sunil Kataria and his relatives are deemed to be concerned or interested in the resolution.

None of the other Directors, Key Managerial Personnel of the Company and their respective relatives, are in any way, concerned or interested, financially or otherwise, except to the extent of their shareholding in the Company, if any, in the proposed Ordinary Resolution, as set out in Item no. 2 of this Notice.

Item No. 03

**TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) PROPOSED TO BE ENTERED INTO BY THE COMPANY WITH M/S. M. J. BUILDERS: ORDINARY RESOLUTIONS**

The provisions of the SEBI Listing Regulations, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 1, 2022, mandates prior approval of members by means of an ordinary resolution for all material related party transactions ("RPTs") and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis. Effective from April 1, 2022, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, individually or taken together with previous transactions during a financial year, exceed(s) ₹ 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower. Further, with recent amendment in SEBI Listing Regulations w.e.f. December 19, 2025, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, whether directly and/or through its subsidiary(ies), exceed(s) –

Consolidated turnover of listed entity	Materiality threshold for RPTs
Up to ₹ 20,000 crore	10% of annual consolidated turnover
From ₹ 20,000 crore to ₹ 40,000 crore	₹ 2,000 crore plus 5% of the turnover above ₹ 20,000 crore
More than ₹ 40,000 crore	₹ 3,000 crore plus 2.50% of the turnover above ₹ 40,000 crore or ₹ 5,000 crore whichever is less.

The Board of Directors of the Company ("Board"), on the recommendation of the Audit Committee, has approved entering into Development Agreement and/or continue certain material related party transaction(s) with M/s. M. J. Builders ("Related Party"), subject to the approval of the Members. M/s. M. J. Builders is a related party of the Company within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

The Company has entered into a development agreement with the Related Party for development of the immovable property situated at C.S. Nos. 1020, 1/1020, 1021, 1024, 1/1024, 1025, 1026, 1027, 1028, 1029, 1030, 1031, 1032, 1035 and 1036 of Mahim Division having aggregate total area of 3347.89 sq. mts. alongwith various buildings and structures standing thereon and situated at Caddel Road, Swatantya Veer Savarkar Road, Mahim (West), Mumbai-400 016 (Maharashtra). The members are hereby informed that the subject property presently comprises various structures occupied by existing tenants/occupants. Pursuant to the proposed redevelopment and in accordance with the terms of the Development Agreement, arrangements have been made for providing permanent alternative accommodation to such tenants/occupants. Accordingly, upon completion of the redevelopment, eligible tenants/occupants shall be allotted new flats/premises in the rehabilitated building, in lieu of their existing tenancies/occupancies, as part of the rehabilitation component of the project. These arrangements are incidental and integral to the implementation of the Development Agreement and shall be carried out in compliance with applicable laws and approvals.

In connection with the said development arrangement, the Company has executed Development Agreement for development of the Project and may undertake the following transactions with the Related Party in terms of Development Agreement:

- Payment of interest-free refundable security deposit of up to ₹ 54.00 Crores;
- Allotment of 25,200 sq. ft. RERA carpet area in the proposed sale building along with monetary consideration of up to ₹ 1.00 crore; and
- Any other contracts, arrangements, transactions or obligations which are ancillary, incidental or consequential to or in connection with the development agreement and/or execution, implementation, completion and handover of the Project, including but not limited to construction-related arrangements, cost sharing, reimbursement of expenses, provision or availing of services, marketing and sale support, modifications or supplementary agreements, and other commercially necessary arrangements.

The aforesaid transactions, whether undertaken individually or in a series of transactions or otherwise, are expected to exceed the materiality thresholds prescribed under Regulation 23 of the SEBI Listing Regulations and are therefore considered material related party transactions, requiring approval of the Members.

The Board is of the view that the proposed transactions are in the ordinary course of business of the Company and will be carried out on an arm's length basis, and are in the best interests of the Company.

The Audit Committee has reviewed the terms of the proposed transactions and has granted its prior approval, noting that such transactions are justified, commercially beneficial and at arm's length.

The Audit Committee has also reviewed the certificates provided by the Wholetime Director and Chief Financial Officer of the Company, as required under the RPT Industry Standards.

Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for limits of proposed RPT's.

The Members may note that it is not feasible to provide an exhaustive list of all ancillary or incidental transactions, and therefore approval is sought for all such transactions as may be necessary for effective implementation of the Project

Pursuant to the SEBI Circular dated June 26, 2025 the Minimum Information relating to the proposed related party transaction(s) is provided herewith;

Sr. No.	Particulars of the information	Information provided by the management
a.	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Refer below table titled as "Annexure – A"
b.	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	Refer below table titled as "Annexure – A"
c.	Disclosure of the fact that the Audit Committee has reviewed the certificates provided by the CEO/Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards	The Audit Committee has reviewed the certificates issued by the Wholetime Director and CFO of the Company, as required under the RPT Industry Standards

Sr. No.	Particulars of the information	Information provided by the management
d.	Disclosure that the material RPT or any material modification thereto has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval	The material RPT and limits of the amounts of material RPT has been approved by the Audit Committee, and the Board of Directors recommend the proposed transaction(s) to the Members for approval.
e.	Web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT	Not Applicable
f.	Affirmation that the Audit Committee and Board of Directors, while providing information to the shareholders, have redacted the commercial secrets and such other information that would affect competitive position of listed entity and in its assessment, the redacted disclosures still provide all the necessary information to the public shareholders for informed decision making	We affirm that the Audit Committee and Board of Directors, while providing information to the Members, have redacted only commercially sensitive information, and all necessary information for informed shareholder decision-making has been provided. Refer below table titled as "Annexure – A".
g.	Any other information that may be relevant	No other information is considered relevant.

**Annexure – A**

Pursuant to the SEBI Circular dated June 26, 2025 the Minimum Information relating to the proposed related party transaction(s) is provided herewith;

Sr. No.	Particulars of the information	Information provided by the management
	Name of the Company entering into transaction	Kataria Industries Limited (KIL)
<b>A</b>	<b>Details of related party transactions</b>	
<b>A1</b>	<b>Basic details of the related party</b>	
1	Name of the related party	M/s. M. J. Builders
2	Country of incorporation of the related party	India
3	Nature of business of the related party	M/s. M. J. Builders is engaged in the business of real estate development, including development and construction of residential and/or commercial projects, redevelopment of properties, execution of development agreements, and allied activities such as project management, construction, marketing and sale of real estate units.
<b>A2</b>	<b>Relationship and ownership of the related party</b>	
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party — including nature of its concern (financial or otherwise) and the following	M/s. M. J. Builders is an entity over which one or more Key Management Personnel ("KMP") or their relatives have significant influence / control / joint control through voting power or otherwise.
(A)	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party	The promoters and promoter group of KIL indirectly hold substantial shareholding in M/s. M. J. Builders
(B)	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	The related party is a partnership firm however no capital contribution had been made by the listed entity to the related party.
(C)	Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	M/s. M. J. Builders has no shareholding in KIL The partners of M/s. M. J. Builders hold substantial shareholding directly in KIL
<b>A3</b>	<b>Details of previous transactions with the related party</b>	<b>Information provided by the management</b>
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year Explanation: Details need to be disclosed separately for listed entity and its subsidiary	NIL
2	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter (April 25 – March 26) immediately preceding the quarter in which the approval is sought	NIL

Sr. No.	Particulars of the information	Information provided by the management	
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last three financial years.	Not Applicable	
<b>A4</b>	<b>Amount of the proposed transactions</b>	<b>Information provided by the management</b>	
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	<b>Amount of Transactions</b>	<b>Nature of Transactions</b>
		Not applicable	Execution of development agreement with M/S. M. J. Builders for development of immovable property described in Explanatory statement
		Upto ₹ 54.00 Crores	Payment of interest free refundable security deposit to M/S. M. J. Builders pursuant to development agreement
		Allotment of 25,200 sq. ft. RERA carpet area and upto ₹ 1.00 crore	Allotment of 25,200 sq. ft. RERA carpet area to M/S. M. J. Builders in the proposed sale building to be constructed on the immovable property described in Explanatory statement plus Monetary consideration of ₹ 1.00 crore
		Not applicable	Transactions ancillary, incidental or consequential thereto or in connection with the development agreement
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes	
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	The estimated value of for security deposit represents approx. 14.26% of turnover of the Company for FY 2024-25 The estimated value of consideration represents 0.29% of turnover of the Company for FY 2024-25 (excluding Allotment of 25,200 sq. ft. RERA carpet area in the proposed sale building)	
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	Not Applicable	
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	The related party had NIL turnover in 2024-25.	
6	Financial performance of the related party for the immediately preceding financial year (FY2024-25) Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis	<b>Particulars</b>	<b>(₹ in Lakh)</b>
		Standalone Turnover	Nil
		Standalone Profit After Tax	Nil
		Standalone Net Worth	270.66
<b>A5</b>	<b>Basic details of the proposed transaction</b>	<b>As under</b>	

Particulars	Information provided by the management		
	Execution of development agreement	Payment of interest free refundable security deposit	Allotment of 25,200 sq. ft. RERA carpet area and upto ₹ 1.00 crore
Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Execution of development agreement with M/S. M. J. Builders for development of immovable property described in Explanatory statement	Payment of interest free refundable security deposit to M/S. M. J. Builders pursuant to development agreement	Allotment of 25,200 sq. ft. RERA carpet area to M/S. M. J. Builders in the proposed sale building to be constructed on the immovable property described in Explanatory statement Monetary consideration of ₹ 1.00 crore
Details of each type of the proposed transaction	Execution of development agreement	Payment of interest free refundable security deposit	Allotment of 25,200 sq. ft. RERA carpet area and upto ₹ 1.00 crore
Tenure of the proposed transaction	As mentioned in the	As mentioned in the	As mentioned in the

Particulars	Information provided by the management		
	Execution of development agreement	Payment of interest free refundable security deposit	Allotment of 25,200 sq. ft. RERA carpet area and upto ₹ 1.00 crore
(tenure in number of years or months to be specified)	Development agreement. However, the approval of shareholders shall be valid for a period of 12 months from the date of approval.	Development agreement. However, the approval of shareholders shall be valid for a period of 12 months from the date of approval.	Development agreement. However, the approval of shareholders shall be valid for a period of 12 months from the date of approval.
Whether omnibus approval is being sought?	No	No	No
Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Not applicable	Upto ₹ 54.00 Crores	Allotment of 25,200 sq. ft. RERA carpet area to M/S. M. J. Builders in the proposed sale building to be constructed on the immovable property described in Explanatory statement Monetary consideration of ₹ 1.00 crore
Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	<p>The execution of the development agreement with M/s. M. J. Builders for development of the immovable property situated at Caddel Road, Swatanrya Veer Savarkar Road, Mahim (West), Mumbai – 400016, is considered to be in the best interest of the Company for the following reasons:</p> <ul style="list-style-type: none"> <li>The transaction enables optimal and timely development of a strategically located land parcel, thereby unlocking the intrinsic value of the property and enhancing shareholder value.</li> <li>M/s. M. J. Builders possesses relevant experience and expertise in executing real estate development projects, which is expected to facilitate efficient project execution and risk management.</li> <li>The proposed structure allows the Company to leverage the technical, financial and execution capabilities of the Related Party, thereby reducing project execution risks and capital burden.</li> <li>The arrangement provides for defined consideration in the form of constructed area and monetary component, ensuring value realization for the Company.</li> <li>The transaction is expected to improve the Company's revenue potential and overall financial performance over the project lifecycle.</li> <li>The terms of the development agreement and related arrangements have been structured to ensure that the transactions are at arm's</li> </ul>	<p>The proposed payment of an interest-free refundable security deposit to M/s. M. J. Builders pursuant to the development agreement is considered to be in the best interest of the Company for the following reasons:</p> <ul style="list-style-type: none"> <li>The security deposit is integral to the commercial terms of the development agreement and is a standard industry practice in real estate development arrangements, ensuring commitment towards execution of the Project.</li> <li>It enables the Related Party to mobilise resources and meet initial project-related obligations, thereby facilitating timely commencement and efficient execution of the development activities.</li> <li>The deposit is refundable in nature, thereby safeguarding the financial interests of the Company while supporting project implementation.</li> <li>The arrangement allows the Company to secure favourable commercial terms under the development agreement, including allocation of developed area and other economic benefits.</li> <li>The structure helps in optimising overall project economics and cash flows over the lifecycle of the Project.</li> <li>The terms of the deposit have been reviewed and are considered to be at arm's length and in line with prevailing market practices for similar transactions.</li> </ul>	<p>The proposed allotment of 25,200 sq. ft. RERA carpet area in the proposed sale building to be constructed on the Project land, along with monetary consideration of up to ₹ 1.00 crore, to M/s. M. J. Builders is considered to be in the best interest of the Company for the following reasons:</p> <ul style="list-style-type: none"> <li>The arrangement forms an integral part of the overall commercial structure of the development agreement, representing consideration to the developer for undertaking and executing the Project.</li> <li>It enables the Company to monetise its land parcel without directly undertaking construction and development risks, thereby ensuring efficient utilisation of its assets.</li> <li>The sharing of developed area is a commonly adopted industry practice in real estate development arrangements, aligning the interests of both parties towards timely and successful completion of the Project.</li> <li>The structure allows the Company to retain a substantial portion of the developed area and/or revenue potential, thereby contributing to long-term value creation.</li> <li>The monetary component further ensures balanced and commercially viable consideration for both parties.</li> <li>The terms relating to area allocation and monetary consideration have been evaluated on an arm's length basis, taking into account market benchmarks and comparable development arrangements.</li> </ul>

Particulars	Information provided by the management		
	Execution of development agreement	Payment of interest free refundable security deposit	Allotment of 25,200 sq. ft. RERA carpet area and upto ₹ 1.00 crore
	length and in the ordinary course of business.		<ul style="list-style-type: none"> <li>The arrangement is expected to optimise overall project returns and enhance shareholder value over the lifecycle of the Project.</li> <li>The Audit Committee and the Board have reviewed the commercial rationale and are of the opinion that the proposed terms are fair, reasonable and in the interest of the Company and its shareholders.</li> </ul>
Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Arun Kataria, Mr. Anoop Kataria and Mr. Sunil Kataria The Directors are only entitled to share in profit and loss in M/s. M. J. Builders.		
A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable		
Other information relevant for decision making.	The Development Agreement is available for inspection on the website of the Company at <a href="http://www.katariaindustries.co.in">www.katariaindustries.co.in</a>		

**B2 Information to be provided only if a specific type of Related Party Transactions -Additional details for transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity.**

Particulars	Information provided by the management
	Payment of interest free refundable security deposit
Source of funds in connection with the proposed transaction	Normal business operations
Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: a. Nature of indebtedness b. Total cost of borrowing c. Tenure Other details	Not Applicable
Rate of interest at which the listed entity is borrowing from its bankers/ other lenders.	7.50% as on date
Proposed interest rate to be charged by listed entity from the related party.	Nil
Maturity / due date	On demand
Repayment schedule & terms	On demand
Whether secured or unsecured?	Unsecured
If secured, the nature of security & security coverage ratio	Not Applicable.
The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	The security deposit is being provided pursuant to the terms and conditions of the Development Agreement.

**C1 Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity**

Particulars	Information provided by the management
	Payment of interest free refundable security deposit
<p>Latest credit rating of the related party</p> <p>Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any</p>	<p>The Related Party does not have any credit rating assigned at present.</p>
<p>Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default.</p> <p>Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.</p> <p>In addition, state the following:</p> <p>Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting;</p> <p>Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting;</p> <p>Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;</p> <p>Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.</p>	<p>No default in borrowings has been done by the Related party.</p> <p>No account of the Related party has been classified as a non-performing asset (NPA) by any of its bankers.</p> <p>The related party has not been declared as "wilful defaulter" by any of its bankers.</p> <p>The related party is not undergoing or facing any application for commencement of an insolvency resolution process or liquidation.</p> <p>The related party, does not suffer from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.</p>

The Board of Directors recommend the said resolution, as set out in item no. 3 of this Notice, for your approval.

As per the SEBI Listing Regulations, all related parties of the Company, whether or not a party to the proposed transaction(s), shall abstain from voting in favour of the said resolution.

Mr. Anil Kataria, Mr. Sunil Kataria and Mr. Anoop Kataria and their relatives are deemed to be concerned or interested in the resolution.

None of the other Directors, Key Managerial Personnel of the Company and their respective relatives, are in any way, concerned or interested, financially or otherwise, except to the extent of their shareholding in the Company, if any, in the proposed Ordinary Resolution, as set out in Item no. 3 of this Notice.

**Registered Office:**  
34-38 and 44, Industrial Area, Ratlam, Madhya Pradesh, India, 457001

**By order of the Board of Directors,**  
**Kataria Industries Limited**

Sd/-

**Place:** Ratlam  
**Date:** 03/04/2026

**Arun Kataria**  
**Managing Director**  
**DIN: 00088999**