KRISHNA CAPITAL AND SECURITIES LIMITED

[CIN: L67120GJ1994PLC023803]
Regd. Office: 403, Mauryansh Elanza, B/h Parekh Hospital, Shyamal Cross Roads, Satellite, Ahmedabad: 380015
Phone: 079-26768572, 079-26768573,
Email: ksbspl@yahoo.in, **Website:** www.kcsl.co.in

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the **32nd Annual General Meeting** of the members of Krishna Capital and Securities Limited will be held on **Wednesday, September 30, 2026** at **12.00 p.m.** through Video Conferencing ("VC") / Other Audio-Visual means ("OAVM") to transact the following business;

Ordinary Business:

1. To receive, consider, approve and adopt

- the Audited Standalone Financial Statements of the Company for the financial year ended **March 31, 2026**, together with the Reports of the Board of Directors and the Auditors thereon; and

- the Audited Consolidated Financial Statements of the Company for the financial year ended **March 31, 2026**, together with the Report of the Auditors thereon

2. To appoint as a Non-Executive Director in place of Mr. Vinod Agrawal (DIN 00413378) who retires by rotation and being eligible offers himself for re appointment.

Special Business:

3. To Re-Appointment of Mr. Ashok Agrawal (DIN 00944735) as a Chairman & Managing Director of the Company for further Five Years.

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

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, and subject to such other approvals, permissions and sanctions as may be required, the consent of the Members of the Company be and is hereby accorded for the re-appointment of Mr. Ashok Agrawal (DIN: 00944735) as Chairman & Managing Director of the Company for a further period of five (5) years commencing from April 01, 2026 and ending on March 31, 2031, on such terms and conditions, including remuneration, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company, with authority to the Board of Directors (hereinafter referred to as the "Board") to alter, vary or modify the terms and conditions of the said appointment, including remuneration, from time to time, in such manner as may be agreed between the Board and Mr. Ashok Agrawal and as may be permissible under the provisions of the Act and Schedule V thereto.

❖ The Company shall pay remuneration by way of Salary of Rs. 50,000/- (Rupees Fifty Thousand Only) per month to Mr. Ashok Agrawal, Chairman & Managing Director of the Company.

❖ The Chairman & Managing Director shall unless prevented by ill health, throughout the said term devote his entire time and attention to be business of the Company perform such duties and exercise such powers as shall from time to time be assigned to and vested him by the Board of Directors and shall comply with such orders, directions and regulations from time to time by the Board of Directors of the Company and shall faithfully serve the Company and use his utmost endeavors to promote the interest thereof.

❖ The Company shall provide furnished accommodation to the appointee. If the appointee has his own house, the Company shall pay house rent allowance in lieu of the Company provided accommodation.

❖ Contribution of Provident Fund, Pension, and Superannuation etc. will be as per the Rules of the Company and will not be included in the computation of the ceiling on perquisites to the extent not taxable under the Income Tax Act, 1961. Gratuity payable shall be in accordance with the rules of the Company.

❖ Earned leave on full pay and allowances as per the rules of the Company.

❖ The appointee shall be entitled to have a facility of club subject to a maximum of two clubs.

❖ The Company shall provide a car with driver at entire cost of the Company for use on Company's business. Use of car for personal use shall be billed by the Company. The Company shall provide telephone at residence of the appointee at entire cost of the Company. Personal Long-distance calls shall be billed by the Company. The Company shall provide equipment, appliances, furniture and fixture at residence of appointee at entire cost of the Company and expenses of gas, electricity and water etc. shall be reimbursed by the Company, the expenditures on these will be valued as per Income Tax rules.

- The Company shall provide leave travel fare for the appointee and his family once in a year.
- Medical expenses for self and family shall be reimbursed by the Company.
- The Company shall pay personal accident insurance premium as per the policy of the Company.
- The appointee shall be entitled to reimbursement of out-of-pocket expenses actually and properly incurred in the legitimate course of business of the Company.

Minimum Remuneration

Pursuant to section 197(3) of the Companies Act, 2013 in the event of loss or inadequacy of the profit in any financial year, Mr. Ashok Agrawal, shall be paid salary and other perquisites as mentioned above as minimum remuneration subject to provision of Schedule V of the Companies Act 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such documents, writings and instruments as may be necessary, proper, expedient or desirable for the purpose of giving effect to this resolution.

4. To Appoint M/s. Kunal Sharma & Associates Practicing Company Secretary, Ahmedabad as Secretarial Auditor of the Company to hold office for period of Five Years from 2026-2027 to 2030-2031 and to authorize the Board of Directors of the Company to fix their remuneration.

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

"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with rules framed thereunder and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), and in accordance with the recommendation of the Board of Directors of the Company, **M/s. Kunal Sharma & Associates, Practicing Company Secretaries, Ahmedabad (Peer Review Certificate No. 1933/2022)**, be and are hereby appointed as the **Secretarial Auditor of the Company** to conduct the Secretarial Audit of the Company for a period of **five consecutive financial years commencing from the financial year 2026-27 and ending with the financial year 2030-31**, on such terms and conditions as may be mutually agreed upon between the Company and the Secretarial Auditor.

RESOLVED FURTHER THAT the Board of Directors of the Company, including any Committee thereof or any person(s) authorised by the Board, be and is hereby authorised to determine and fix the remuneration, out-of-pocket expenses and other applicable expenses payable to **M/s. Kunal Sharma & Associates, Practicing Company Secretaries**, for the Secretarial Audit services for each financial year during their tenure.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such documents, writings and papers as may be necessary, desirable or expedient to give effect to this resolution.

5. To Re-appoint Mr. Kalpesh Mehta (DIN 08815356) as non-executive independent director of the company for a second term of five years.

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

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 16(1)(b) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), as amended from time to time, Mr. Kalpesh Mehta (DIN: 08815356), Non-Executive Independent Director of the Company, who has submitted a declaration confirming that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16 of the SEBI LODR Regulations and who is eligible for re-appointment, be and is hereby **re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a second term of five (5) consecutive years commencing from January 01, 2026 and ending on December 31, 2030**.

RESOLVED FURTHER THAT the Board of Directors of the Company and/or the Company Secretary be and are hereby severally authorised to do all such acts, deeds, matters and things, including making necessary filings and submissions with the Registrar of Companies, Stock Exchanges and other regulatory authorities, as may be necessary, proper, expedient or desirable to give effect to this Resolution and matters incidental thereto."**

6. To Re-appoint Mrs. Meenu Maheshwari (DIN 07113136) as non-executive independent director of the company for a second term of five years.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 16(1)(b) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), as amended from time to time, Mrs. Meenu Maheshwari (DIN: 07113136), Non-Executive Independent Director of the Company, who has submitted a declaration confirming that she meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16 of the SEBI LODR Regulations and who is eligible for re-appointment, be and is hereby **re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a second term of five (5) consecutive years commencing from June 21, 2026 and ending on June 20, 2031**.

RESOLVED FURTHER THAT the Board of Directors of the Company and/or the Company Secretary be and are hereby severally authorised to do all such acts, deeds, matters and things, including making necessary filings and submissions with the Registrar of Companies, Stock Exchanges and other regulatory authorities, as may be necessary, proper, expedient or desirable to give effect to this Resolution and matters incidental thereto." **

For & on Behalf of the Board
For, **Krishna Capital & Securities Ltd**

SD/-

Ashok Agrawal
Chairman & Managing Director
DIN 00944735

Registered Office:
403, Mauryansh Elanza,
B/h. Parekh Hospital,
Shyamal Cross Road
Satellite, Ahmedabad: 380015

Place: Ahmedabad
Date: 31/08/2026

NOTES:

1. The Government of India, Ministry of Corporate Affairs has allowed conducting Annual General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and dispended the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued General Circular No. 03/2025 dated September 22, 2025 read with earlier circulars issued in this regard ("MCA Circulars") and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 read with earlier circulars in this regard issued by the Securities and Exchange Board of India ("SEBI Circular") prescribing the procedures and manner of conducting the Annual General Meeting through VC/OVAM. In terms of the said circulars, the 32nd Annual General Meeting ("AGM") of the Members will be held through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/ OAVM only. The detailed procedure for participation in the meeting through VC/OAVM is as per note no. 16 and available at the Company's website: www.kcsl.co.in.

2. In compliance with the applicable provisions of the Companies Act, 2013 (the Act), the Listing Regulations and MCA Circulars, the 32nd AGM of the Company is being held through VC/OAVM on **Wednesday, September 30, 2026** at 12.00 p.m. (IST). The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company at 403, Mauryansh Elanza, B/h Parekh Hospital, Shyamal Cross Roads, Satellite, Ahmedabad: 380015 which shall be deemed venue of the AGM. The detailed procedure for participation in the meeting through VC/OAVM is as instructed in further points and available at the Company's website www.kcsl.co.in.

3. Since the annual general meeting is being held pursuant to the e-AGM through video conferencing & other audiovisual means, physical attendance of the members has been dispensed with. Accordingly, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to the Notice. However, the body Corporate are entitled to appoint authorized representative to attend AGM through VC/OAVM and participate there at and cast their votes through E-voting.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. In terms of the MCA Circulars and the relevant SEBI Circulars, the Company is sending this AGM Notice along with the Annual Report for the Financial Year 2025-2026 in electronic form only to those Members whose email IDs are registered with the Company/Depositories. The Company shall send the physical copy of the Annual Report for Financial Year 2025-2026 only to those Members who specifically request for the same at ksbspl@yahoo.in mentioning their Folio No/DP ID and Client ID. The Notice convening the AGM and the Annual Report for Financial Year 2025-2026 have been uploaded on the website of the Company at www.kcsl.co.in and may also be accessed from the relevant section on the websites of the Stock Exchanges i.e., BSE Limited (BSE) at www.bseindia.com. The AGM Notice is also available on the website of CDSL at www.evotingindia.com.

6. The Register of Members and the share transfer book of the Company will remain closed from **September 23, 2026 to September 30, 2026** (both days inclusive).

7. Queries on accounts and operations of the company, if any, may please be sent to the company on ksbspl@yahoo.in , Seven days in advance of the Meeting so that the reply can be made available at the Meeting.

8. Members holding the shares in physical mode are requested to notify immediately the change of their address and bank particulars to the R & T Agent of the Company. In case shares held in Dematerialized form, the information regarding change of address and bank particulars should be given to their respective Depository Participant.

9. In terms of Regulation 40(1) of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019. Members may please note that SEBI, vide its Circular No. SEBI/HO/MIRSD/MIRSD_ RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated Listed Companies to issue securities in Demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/Exchange of securities certificate; Endorsement; Sub-division/Splitting of securities certificate; Consolidation of securities certificates/folios; Transmission and Transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR–4, the format of which is available on the Company's website under the web link at https://kcsl.co.in/NAdmin/Others.aspxand on the website of the Company's RTA at https://www.mcsregistrars.com/downloads.php . It may be noted that any service request can be processed only after the folio is KYC compliant. SEBI, vide its notification dated January 24, 2022, has mandated that all requests for transmission and transposition shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.

10. Pursuant to Regulation 40(9) of the Listing Regulations, the Company obtain certificates from a practicing Company Secretary (i) on a yearly basis to the effect that all the transfers are completed within the statutory stipulated period and (ii) on a quarterly basis regarding reconciliation of the share capital audit of the Company confirming that the total issued / paid-up capital of the Company is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL. A copy of these certificates so received are submitted to the exchange (BSE).

11. There was no instance of suspension of trading in Company's shares during Financial Year 2025-2026.

12. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their Demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.

13. As per the provisions of Section 72 of the Act, the facility for making nomination is available to 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. If a member desires to opt-out or cancel the earlier nomination and record a fresh nomination, the Member may submit the same in form ISR-3 or form SH-14, as the case may be. The said forms can be downloaded from the Company's website link https://kcsl.co.in/NAdmin/Others.aspx). Members are requested to submit the said form to their respective DPs in case the shares are held in electronic form, and to the RTA in case the shares are held in physical form.

14. If you have shares registered in the same name or in the same order of names but in multiple Folios, you are requested to send to the company or MCS Share Transfer Agent Limited, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.

15. In case of joint holders, attending the Meeting, only such joint holders who are higher in the order of the names will be entitled to vote.

16. Institutional shareholders/corporate shareholders (i.e., other than individuals, HUFs, NRIs, etc.) are required to send a scanned copy (PDF/JPG format) of their respective Board or governing body Resolution, Authorization, etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-Voting. The said Resolution/Authorization shall be sent to the Scrutinizer and M/s MCS Share Transfer Agents Limited the Registrar and Transfer Agents by email through its registered email address to ksbspl@yahoo.in and mcsstaahmd@gmail.com respectively.

17. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode. The shareholders may write an email to ksbspl@yahoo.in by mentioning "Request for Inspection" in the subject of the email.

18. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

19. Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to **MCS Share Transfer Agent Limited**, Registrar & Share Transfer Agent of the company quoting their Folio number.

20. Members who have not registered / updated their email addresses with MCS Share Transfer Agent Limited, are requested to do so for receiving all future communications from company including Annual Reports, Notices, Circulars etc. electronically.

PROCESS AND MANNER FOR MEMBERS OPTING FOR VOTING THROUGH ELECTRONICS MEANS:

1. The Annual General meetings of the companies shall be conducted as per MCA and SEBI Circulars. The forthcoming AGM will thus be held through videoconferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

2. 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 pursuant to the MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorised e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as e-voting during the AGM will be provided by CDSL.

3. 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., **Wednesday, September 23, 2026,** shall be entitled to avail the facility of remote e-voting as well e-voting during the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.

4. A person who has acquired the shares and has become a member of the Company after the despatch of the Notice of the AGM and prior to the Cut-off date i.e., **Wednesday, September 23, 2026,** shall be entitled to exercise his / her vote either electronically i.e., Remote e-voting or e-voting during the AGM by following the procedure mentioned in this part.

5. The Remote E-voting will commence on at **9.00 a.m**. on **Sunday, September 27, 2026** and ends at **5.00 p.m.** on **Tuesday, September 29, 2026**. During this period shareholders of the Company, holding shares either in physical form or in Dematerialized form, as on the cut-off date**, Wednesday, September 23, 2026** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

6. 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.

7. 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., **Wednesday, September 23, 2026.**

8. The Company has appointed Company Secretary Mr. Bipin Makwana, Practicing Company Secretary Membership No. ACS: 15650; CP No: 5265), to act as the Scrutinizer for conducting the remote e-voting process as well as the e-voting during the AGM, in a fair and transparent manner.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in Demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non- individual shareholders in Demat mode.

1. The voting period begins at **9.00 a.m**. on **Sunday, September 27, 2026** and ends at **5.00 p.m.** on **Tuesday, September 29, 2026**. During this period shareholders of the Company, holding shares either in physical form or in Dematerialized form, as on the cut-off date **Wednesday, September 23, 2026** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

3. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242** Dated **December 9, 2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholder's/retail shareholders is at a negligible level.

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

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

   Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in Demat mode.

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

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

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL**	A. Users of who have opted for CDSL's 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 URLs for users to login to Easi / Easiest are https:/web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi Tab. B. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the E-Voting is in progress as per the information provided by company. On clicking the E-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e., CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. C. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option D. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in Demat mode with **NSDL**	1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

	3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com / either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit Demat account number 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be re-directed **to e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in Demat mode) login through their **Depository Participants**	You can also login using the login credentials of your Demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider's website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or call toll free no: 1800 21 09911.
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022-48867000 and 022-24997000.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in Demat mode.

1. Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders & physical shareholders.**

- The shareholders should log on to the e-voting website www.evotingindia.com.
- Click on "Shareholders" module.
- Now enter your User ID
  - For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Members holding share in Physical Form should enter Folio Number registered with the Company.
  - Now enter your User ID
- Next enter the Image Verification as displayed and Click on Login.
- If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- If you are a first-time user follow the steps given below:

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

2. After entering these details appropriately, click on "SUBMIT" tab.

3. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in Demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the Demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

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

5. Click on the EVSN for the relevant **KRISHNA CAPITAL & SECURITIES LIMITED** on which you choose to vote.

6. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

7. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

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

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

10. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

11. If a Demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

12. Shareholders can also cast their vote using CDSL's mobile app m-Voting. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

13. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

14. Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, non-individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz.; ksbspl@yahoo.in (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGMTHROUGHVC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

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

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.

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

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

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

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

7. 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.

8. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **7 days prior to meeting** mentioning their name, Demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, Demat account number/folio number, Email ID, mobile number at ksbspl@yahoo.in. These queries will be replied to by the company suitably by email.

9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

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

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

12. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.

PROCESS FOR THOSE MEMBERS WHOSE EMAIL IDS ARE NOT REGISTERED:

1. For members holding shares in Physical form please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy), AADHAR (self-attested scanned copy) by email to ksbspl@yahoo.in. and RTA E-mail: mcsstaahmd@gmail.com.

2. For members holding shares in Demat form Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

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

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

Contact Details:

Company	Krishna Capital & Securities Limited Regd. Office: 403, Mauryansh Elanza, B/h. Parekh Hospital, Shyamal Cross Road, Satellite, Ahmedabad: 380015 Gujarat, India CIN: L67120GJ1994PLC023803 E-mail: ksbspl@yahoo.in Website: www.kcsl.co.in
Register and Transfer Agent	MCS Share Transfer Agent Limited 101, Shatdal Complex, Opp. Bata Show Room, Ashram Road, Ahmedabad: 380009 Gujarat, India. E-mail: mcsstaahmd@gmail.com Tel: 079 - 26580461 / 62 / 63
E-Voting Agency	Central Depository Services (India) Limited E-mail ID: helpdesk.evoting@cdslindia.com Phone: 022- 22723333 / 8588
Scrutinizer	Mr. Bipin L. Makwana Practicing Company Secretary E-mail ID: makwanabipin577@gmail.com

For & on Behalf of the Board
For, **Krishna Capital & Securities Ltd**

SD/-

Ashok Agrawal
Chairman & Managing Director
DIN 00944735

Registered Office:
403, Mauryansh Elanza,
B/h. Parekh Hospital,
Shyamal Cross Road
Satellite,
Ahmedabad: 380015

Place: Ahmedabad
Date: 31/08/2026

“ANNEXURE 1” TO NOTICE OF AGM

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 AND PURSUANT TO REGULATION 36[3] OF THE SEBI [LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS] REGULATIONS, 2015:

Item No. 02: To appoint a director in place of Mr. Vinod Agrawal (DIN: 00413378), who retires by ration and being eligible offers himself for re-appointment.

“RESOLVED THAT Mr. Vinod Agrawal (DIN:00413378), who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Non-Executive Director of the Company.”

Except Vinod Agrawal None of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

Item No. 03: To Re-Appoint Mr. Ashok Agrawal as a Chairman & Managing Director of the Company

The Members are informed that the present term of office of **Mr. Ashok Agrawal (DIN: 00944735)** as Chairman & Managing Director of the Company is due to expire on **March 31, 2026**. The Board of Directors, at its meeting held on February 27, 2026 and the recommendation of the Nomination and Remuneration Committee, has approved the re-appointment of Mr. Ashok Agrawal as Chairman & Managing Director of the Company for a further period of **five (5) years commencing from April 01, 2026 and ending on March 31, 2031**, subject to the approval of the Members of the Company.

Mr. Ashok Agrawal satisfies all the conditions as set out in Part I of Schedule V to the Act as also conditions set out under sub section (3) of Section 196 of the Companies Act, 2013 (the Act) for being eligible for his appointment. Mr. Ashok Agrawal is not disqualified from being appointed as a Director in terms of Section 164 of the Act and this appointment will be subject to the retirement by rotation in terms of Section 152 of the Act.

Mr. Ashok Agrawal is a Commerce Graduate and has been associated with the Company and has more than 25 Years experiences in the field of business of Trading in shares and securities, Stocks, Finance, management and operations of the Company. His continued leadership and guidance are considered beneficial for the growth and development of the Company. The Board is of the opinion that his continued association as Chairman & Managing Director will be in the best interests of the Company.

Considering the background, competence and experience of Mr. Ashok Agrawal and also his association with the Company for the last several years and compared to the remuneration packages of similarly placed personnel of other corporate bodies in the country, the terms of his remuneration as set out in the Resolution are considered to be fair, just and reasonable.

Save & Except Mr. Ashok Agrawal and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors I Key Managerial Personnel of the Company I their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 03 of the Notice.

The re-appointment and remuneration payable to Mr. Ashok Agrawal are in accordance with the provisions of **Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013, read with Schedule V thereto** and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time.

The Board commends the passing of resolution as Special as set out at Item No. 03 of the Notice for approval by the shareholders.

Except Ashok Agrawal None of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

Item No. 04: To consider and if thought fit, approve the Appointment of M/s. Kunal Sharma & Associates Practicing Company Secretary, Ahmedabad as Secretarial Auditor of the Company to hold office for period of Five Years from 2026-2027 to 2030-2031 and to authorize the Board of Directors of the Company to fix their remuneration.

The Board of Directors of the Company, based on the recommendation of the Audit Committee, has recommended the appointment of **M/s. Kunal Sharma & Associates, Practicing Company Secretaries, Ahmedabad (Peer Review Certificate No. 1933/2022)** as the **Secretarial Auditor of the Company** for a period of five (5) consecutive financial years commencing from **Financial Year 2026-27 and ending with Financial Year 2030-31**, subject to the approval of the Members of the Company.

Further, pursuant to **Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**, as amended from time to time, the appointment of the Secretarial Auditor of a listed entity is required to comply with the prescribed eligibility, qualification, disqualification and other applicable requirements. The current regulatory framework requires the Secretarial Auditor to be a **Peer Reviewed Company Secretary** and also prescribes conditions relating to eligibility and tenure.

M/s. Kunal Sharma & Associates, Practicing Company Secretaries, Ahmedabad, having Peer Review Certificate No. **1933/2022**, has confirmed its eligibility and willingness to act as Secretarial Auditor of the Company and has represented that it satisfies the applicable requirements prescribed under the Companies Act, 2013 and the SEBI LODR Regulations.

The Board, after considering the experience, professional expertise, qualifications and suitability of M/s. Kunal Sharma & Associates, is of the opinion that their appointment as Secretarial Auditor of the Company would be in the best interests of the Company.

The proposed appointment shall be for a period of **five (5) consecutive financial years from FY 2026-27 to FY 2030-31**. The terms and conditions of appointment, including the scope of work and remuneration, shall be mutually agreed upon between the Company and the Secretarial Auditor. The Board of Directors has been authorised to determine and fix the remuneration, out-of-pocket expenses and other applicable expenses payable to the Secretarial Auditor for each financial year during their tenure.

The proposed remuneration payable to M/s. Kunal Sharma & Associates shall be determined by the Board of Directors of the Company, taking into consideration the scope and extent of the Secretarial Audit work, professional expertise, time and efforts required and other applicable factors.

The Board considers the appointment of M/s. Kunal Sharma & Associates as Secretarial Auditor to be in the best interests of the Company and recommends the Ordinary Resolution set out at Item No. 4 of the accompanying Notice for approval by the Members.

The details required as per Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("LODR Regulations") are provided below:

Name of the Secretarial Auditor	M/s Kunal Sharma & Associates, Company Secretaries
Terms of appointment	Period of five (5) consecutive financial years commencing from Financial Year 2026-27 and ending with Financial Year 2030-31.
Proposed Fees payable to the Secretarial Auditors	The fees payable to M/s Kunal Sharma & Associates, Company Secretaries in connection with the Secretarial Audit of the Company during FY 2026-27 would be INR 75,000/- (Indian Rupees Seventy-Five Thousand Only). Applicable taxes, travelling and other out-of-pocket expenses incurred by Secretarial Auditor would be in addition to the above-mentioned remuneration. The fees for services in the nature of secretarial certifications and other permissible professional work will be in addition to the fees mentioned above and will be determined by the Board of Directors of the Company in consultation with the said Secretarial Auditor and as per the recommendations of the Audit Committee. The proposed fees payable to the Secretarial Auditor is based on knowledge, expertise, experience, time and effort required to be put in by them.
Material changes in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change	There are no material changes. The proposed fees payable is commensuration with the size of the Company and prevailing market practices in case of Listed entities.
Basis for recommendation for appointment	The proposal for the appointment of M/s Kunal Sharma & Associates, Company Secretaries as the Secretarial Auditor of the Company was duly considered and recommended by the Audit Committee, based on the following grounds: a. Mr. Kunal Sharma has had a long-standing professional association with the Company. b. He has been engaged in secretarial practice for the past Eleven (11) years. c. He possesses substantial exposure to secretarial practices applicable to listed companies. d. He holds a valid Peer Review Certificate issued by the Institute of Company Secretaries of India (ICSI), bearing Certificate No. 1933/2022, in compliance with the prescribed requirements.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

Profile: M/s Kunal Sharma & Associates, Company Secretaries, is a leading firm registered with ICSI. Mr. Kunal Sharma, Proprietor is having more than 12 years of professional experience in the areas of Company Law Compliances and Advisory, Foreign Exchange and Cross Border Transactions, SEBI Listing Compliances and Advisory, Transaction Support Services, Secretarial Audit, Corporate Law Assurance and Attestation services

Item No. 05: To consider and if thought fit, approve the Re-Appointment of Mr. Kalpesh Mehta (DIN 08815356) as Non-Executive Independent Director of the Company for his Second Five Years Term.

The Members are informed that the present term of **Mr. Kalpesh Mehta (DIN: 08815356)** as a Non-Executive Independent Director of the Company is due for completion. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at its Meeting held on December 31, 2025 has proposed the **re-appointment of Mr. Kalpesh Mehta as a Non-Executive Independent Director of the Company for a second term of five (5) consecutive years commencing from January 01, 2026 and ending on December 31, 2030**, subject to the approval of the Members by way of Special Resolution.

The Board, based on the recommendation of the Nomination and Remuneration Committee, is of the view that the continued association of Mr. Kalpesh Mehta as an Independent Director will bring valuable experience, independent judgement and guidance to the Board and will contribute to the overall growth and development of the Company. Mr. Kalpesh Mehta is a Master of Commerce, Bachelor of Laws and a Qualified Practicing Chartered Accountants having 30 Years of experience in Income Tax Laws, RBI/NBFC's Companies, Accounts, Finance., Banking and legal Compliances etc.

Mr. Kalpesh Mehta has furnished to the Company a declaration confirming that he meets the criteria of independence as prescribed under **Section 149(6) of the Companies Act, 2013** and **Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**, as amended from time to time. He has also confirmed that he is not disqualified from being appointed as a director under the provisions of the Companies Act, 2013 and that he is eligible for re-appointment for a second term. The Company has received all the necessary disclosures, declarations and confirmations concern with his re-appointment under the various laws and regulations.

Pursuant to **Section 149(10) of the Companies Act, 2013**, an Independent Director shall hold office for a term of up to five consecutive years and shall be eligible for re-appointment for another term of up to five consecutive years on passing of a **Special Resolution** by the Company. Further, pursuant to **Regulation 25(2A) of the SEBI LODR Regulations**, the re-appointment of an Independent Director of a listed entity is subject to approval of the shareholders by way of Special Resolution.

Accordingly, the Board recommends the re-appointment of Mr. Kalpesh Mehta as a Non-Executive Independent Director of the Company for a second term of five consecutive years commencing from **January 01, 2026 and ending on December 31, 2030 on its Meeting held on December 31, 2025**, subject to the approval of Shareholder at ensuing General Meeting of the Company.

Mr. Kalpesh Mehta shall be entitled to receive sitting fees for attending meetings of the Board and Committees thereof and such other remuneration as may be permissible under the applicable provisions of the Companies Act, 2013 and SEBI LODR Regulations and as may be approved by the Board/Company from time to time.

The terms and conditions of appointment of Mr. Kalpesh Mehta shall be available for inspection by the Members at the Registered Office of the Company during business hours on all working days up to the date of the Annual General Meeting and shall also be made available electronically in accordance with applicable provisions.

The Board considers the proposed re-appointment of Mr. Kalpesh Mehta as a Non-Executive Independent Director to be in the best interests of the Company and recommends the **Special Resolution** set out at Item No. [05] of the accompanying Notice for approval by the Members.

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

Item No. 06: To consider and if thought fit, approve the Re-Appointment of Mrs. Meenu Maheshwari (DIN 07113136) as Non-Executive Independent Director of the Company for her Second Five Years Term.

The Members are informed that the present term of Mrs. Meenu Maheshwari (DIN: 07113136) as a Non-Executive Independent Director of the Company is due for completion. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at its Meeting held on June 19, 2026 has proposed the re-appointment of Mrs. Meenu Maheshwari as a Non-Executive Independent Director of the Company for a second term of five (5) consecutive years commencing from June 21, 2026 and ending on June 20, 2031, subject to the approval of the Members by way of Special Resolution.

The Board, based on the recommendation of the Nomination and Remuneration Committee, is of the view that the continued association of Mrs. Meenu Maheshwari as an Independent Director will bring valuable experience, independent judgement and guidance to the Board and will contribute to the overall growth and development of the Company. Mrs. Meenu Maheshwari is a practicing company secretary and more than 20 years' experience in Accounts, Finance, company law and various other laws.

Mrs. Meenu Maheshwari has furnished to the Company a declaration confirming that she meets the criteria of independence as prescribed under **Section 149(6) of the Companies Act, 2013** and **Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**, as amended from time to time. She has also confirmed that she is not disqualified from being appointed as a director under the provisions of the Companies Act, 2013 and that she is eligible for re-appointment for a second term. The Company has received all the necessary disclosures, declarations and confirmations concern with her re-appointment under the various laws and regulations.

Pursuant to **Section 149(10) of the Companies Act, 2013**, an Independent Director shall hold office for a term of up to five consecutive years and shall be eligible for re-appointment for another term of up to five consecutive years on passing of a **Special Resolution** by the Company. Further, the re-appointment of an Independent Director of a listed entity is subject to approval of the shareholders by way of Special Resolution in accordance with the applicable provisions of the SEBI LODR Regulations.

Accordingly, the Board recommends the re-appointment of Mrs. Meenu Maheshwari as a Non-Executive Independent Director of the Company for a second term of five consecutive years commencing from **June 21, 2026 and ending on June 20, 2031**.

Mrs. Meenu Maheshwari shall be entitled to receive sitting fees for attending meetings of the Board and Committees thereof and such other remuneration as may be permissible under the applicable provisions of the Companies Act, 2013 and SEBI LODR Regulations and as may be approved by the Board/Company from time to time.

The terms and conditions of appointment of Mrs. Meenu Maheshwari shall be available for inspection by the Members at the Registered Office of the Company during business hours on all working days up to the date of the Annual General Meeting and shall also be made available electronically in accordance with applicable provisions.

The Board considers the proposed re-appointment of Mrs. Meenu Maheshwari as a Non-Executive Independent Director to be in the best interests of the Company and recommends the **Special Resolution** set out at Item No. 06 of the accompanying Notice for approval by the Members.
Except Mrs. Meenu Maheshwari, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

Details of Directors Seeking Appointment/ Re-appointment in Ensuing 32nd Annual General Meeting pursuant to Regulation 36[3] of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015.

Name of Director	Mr. Vinod Agrawal	Mr. Ashok Agrawal	Mr. Kalpesh Mehta	Mrs. Meenu Maheshwari
DIN	00413378	00944735	08815356	07113136
Date of Birth	06/06/1962	07/02/1957	09/08/1961	28/04/1973
Date of appointment	07/12/1994	07/12/1954	01/01/2021	21/06/2021
Expertise in specific functional area	He has experience of more than 20 years in Financial Services.	He has 25 Years experiences in the field of business of Trading in shares and securities, Stocks, Finance, management and operations of the Company	Mr. Kalpesh Mehta is a Master of Commerce, Bachelor of Laws and a Qualified Practicing Chartered Accountants having 30 Years of experience in Income Tax Laws, RBI/NBFC's Companies, Accounts, Finance., Banking and legal Compliances etc.	Mrs. Meenu Maheshwari is a practicing company secretary and more than 20 years' experience in Accounts, Finance, company law and various other laws.
Qualification	B.com	B.com	M.com, L.L.B. & CA	B.com & CS
No. of Equity Shares held	97200	202000	Nil	Nil

List of Outside Company Directorship held	- Krishna Share Broking Services Private Limited - Radius Global Private Limited	- Krishna Share Broking Services Private Limited - Radius Global Private Limited	Nil	- HCP Plastene Bulkpack Limited - Plastene Polyfilms Limited - Plastene India Limited - Vimal Oil & Foods Limited - Palco Metals Limited
Chairman / Member of Committees of Board of Directors of the Company.	Member of Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration committee	Nil	Chairman of Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration committee	Member of Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration committee
Chairman / Member of Committees of Board of Directors of the Companies in which he/she is director, Audit Committee, Stakeholders Relationship Committee, Nomination & Remuneration Committee.	Nil	Nil	Nil	Members in Committees in other Companies as listed above.
Inter se Relationship with any Director /KMP Director or KMP	Relatives – Mr. Ashok Agrawal	Relatives – Mr. Vinod Agrawal	Nil	Nil

For & on Behalf of the Board
For, **Krishna Capital & Securities Ltd**

SD/-

Ashok Agrawal
Chairman & Managing Director
DIN 00944735

Registered Office:
403, Mauryansh Elanza,
B/h. Parekh Hospital,
Shyamal Cross Road
Satellite,
Ahmedabad: 380015

Place: Ahmedabad
Date: 31/08/2026