Date: September 07, 2026

To,
Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051.

Dear Sir / Madam,

Sub: Submission of Annual Report for F.Y. 2025-26
Ref: Kataria Industries Limited (Symbol: KATARIA)

With reference to captioned subject and pursuant to Regulation 34 of SEBI (LODR) Regulation, 2015, we hereby submit with the Stock Exchange the Annual Report of the Company for the financial year 2025-26.

Kindly take the same on your record and oblige us.

Thanking You,

For Kataria Industries Limited

ARUN KATARIA
Digitally signed by ARUN KATARIA
Date: 2026.09.07 16:55:48 +05'30'

Arun Kataria
Managing Director
DIN: 00088999

Place: Ratlam

Regd. Office & Manufacturing Units
34-38 & 44 Industrial Area, Ratlam - 457001 (M.P.) - India
+91 7412 261141/42/43 | +91 99 818283 77
marketing@katariagroup.co.in
www.katariaindustries.co.in

ANNUAL REPORT
2025-26

Kataria | KATARIA TENASYO
Wired for Excellence

Inside This Report

Corporate Information

KATARIA INDUSTRIES LIMITED (Formerly known as Kataria Industries Private Limited)

CIN: U68100MP2004PLC029530

Board of Directors	
Mr. Arun Kataria	Managing Director
Mr. Anoop Kataria	Whole-time Director
Mr. Sunil Kataria	Non-Executive Director
Mr. Mukesh Kumar Jain	Independent Director
Mrs. Apurva Lunawat	Independent Director

Audit Committee	
Mrs. Apurva Lunawat	Chairperson
Mr. Mukesh Kumar Jain	Member
Mr. Anoop Kataria	Member

Stakeholders' Relationship Committee	
Mrs. Apurva Lunawat	Chairperson
Mr. Mukesh Kumar Jain	Member
Mr. Sunil Kataria	Member

Nomination and Remuneration Committee	
Mr. Mukesh Kumar Jain	Chairperson
Mrs. Apurva Lunawat	Member
Mr. Sunil Kataria	Member

Corporate Social Responsibility Committee	
Mr. Arun Kataria	Chairperson
Mr. Mukesh Kumar Jain	Member
Mr. Anoop Kataria	Member

Bankers
HDFC Bank Limited
ICICI Bank Limited

Registered Office

34-38 and 44, Industrial Area, Ratlam - 457001, Madhya Pradesh.
Phone: +91 99818 28377
Email: info@katariagroup.co.in;
Web: www.katariaindustries.co.in

Chief Financial Officer

Mr. Anoop Kataria

Company Secretary & Compliance Officer

Mrs. Muskan Bhandari

Registrar & Share Transfer Agent

Bigshare Services Private Limited
Office No. S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai - 400093, Maharashtra.
Tel No.: +91 22 6263 8200;
Email: investor@bigshareonline.com

Statutory Auditor

M/s. Ashok Kumar Agrawal & Associates
Address: 202 Sun Rise Tower, 579-MG, Road, Indore - 452001, Madhya Pradesh.
Email: guptaandashokca@gmail.com

Secretarial Auditor

M/s. Alap & Co. LLP, Practicing Company Secretaries
415-416, 4th Floor, Pushpam Mall, Opp. Seema Hall, Anandnagar Road, Satellite, Ahmedabad - 380015, Gujarat.
E-mail: csanandlavingia@gmail.com

Internal Auditor

M/s. M K Kataria & Co., Chartered Accountants
58 Laxmi Nagar, Ratlam - 457001, Madhya Pradesh.
Email: camukesh7@gmail.com

Cost Auditor

M/s. Ritu & Co., Cost Accountant
B-4, Balaji Nagar, Diwan Colony Itarsi, District Hoshangabad - 461111, Madhya Pradesh.
E-mail: cmaritudubey@gmail.com

Important Communication to Shareholders

The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that a company can serve the notice / documents including Annual Report by sending e-mail to its Members. To support this green initiative of the Government in full measure, the Members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses and in case of Members holding shares in demat, with the depository through concerned Depository Participants.

Board of Director's Report

Dear Shareholders,

The Board of Directors hereby submits the report of the business and operations of Kataria Industries Limited ("the Company") (Formerly known as Kataria Industries Private Limited), along with the audited financial statements, for the financial year ended March 31, 2026.

Business Overview

Kataria Industries Limited was incorporated in 2004 with the objective of manufacturing and supplying ingots, wires, pipes, tubes, and plastic products. Over time, the Company streamlined its operations by transferring its Plastic and Wind Mill Divisions in 2013 pursuant to a Scheme of Arrangement and Demerger sanctioned by the Hon'ble Madhya Pradesh High Court, thereby focusing on its core strengths in the steel and infrastructure sector.

The leadership of the Company is driven by Mr. Arun Kataria, Promoter and Managing Director, and Mr. Anoop Kataria, Whole-Time Director and CFO. With strong expertise in operations, finance, and strategic growth, the management has built a culture emphasizing innovation, efficiency, and customer-centric values.

The Company is engaged in the manufacturing and supply of:

- Low Relaxation Pre-Stressed Concrete (LRPC) Strands and Steel Wires
- Post-Tensioning (PT) Anchorage Systems (Anchor Cone, Anchor Head, and Wedges)
- HDPE Single Wall Corrugated (SWC) Sheathing Ducts and Couplers
- Aluminium Conductors

Our products cater to critical sectors such as Infrastructure, Roads, Bridges & Flyovers, Metros, Railways, High-Rise Buildings, Atomic Reactors, LNG Tanks, and Power Transmission & Distribution Lines. The Company's commitment to quality is demonstrated by its certification under ISO 9001:2015.

During the year, the Company obtained shareholder approval to expand its principal objects in the Memorandum of Association to include comprehensive real estate and infrastructure activities. The expanded object clause authorises the Company to undertake development, acquisition, construction, sale and leasing of residential, commercial and industrial properties (including townships, housing projects, malls, hotels, resorts, hospitals, educational and entertainment facilities), renovation and redevelopment of existing structures, and provision of integrated infrastructure and allied services such as roads, bridges, drainage, water supply, landscaping and parks. It also permits the Company to provide real estate services including consultancy, property and facility management, estate agency and related brokerage activities, and to act as manager or service provider to Real Estate Investment Trusts (REITs), subject to applicable laws and regulatory approvals. This strategic expansion enables the Company to diversify its business portfolio, pursue new growth opportunities in real estate and infrastructure, and offer end-to-end services across the property lifecycle.

After the completion of financial year 2025-26, the Company amended Clause 3(b) of its Memorandum of Association by inserting a new Clause 49 to provide an enabling object for the establishment, acquisition, operation and management of captive power generation facilities and activities ancillary or incidental thereto. The amendment is intended to align the objects of the Company with its existing captive power operations, comprising a 1.60 MW wind power plant at Village Ratedi, District Dewas, Madhya Pradesh and a 1 MW solar power plant at Ratlam, Madhya Pradesh, and to facilitate compliance with applicable laws and regulatory requirements.

The proposed alteration was approved by Members of the Company at the Extraordinary General Meeting ("EGM") held on August 26, 2026, by way of a Special Resolution.

Key Developments in FY 2025-26

During 2025–26, shareholders approved an amendment to the Memorandum of Association to expand the Company's objects into comprehensive real estate and infrastructure activities. The new objects permit development, acquisition, construction, sale and leasing of residential, commercial and industrial properties, renovation and redevelopment, provision of integrated infrastructure and allied services, and real estate services including consultancy, property/facility management, estate agency and acting as REIT manager, subject to applicable laws and approvals.

Outlook

Kataria Industries is focused on scaling its operations, diversifying its product offerings, and pursuing sustainable growth opportunities. With robust infrastructure, advanced manufacturing capabilities, and a strong leadership team, the Company is well-positioned to strengthen its market presence and contribute meaningfully to India's infrastructure and industrial development.

Financial Year 2025-26 at Glance

Financial Highlights

(₹ In Lakhs)

Particulars	Standalone	
	F.Y. 2025-26	F.Y. 2024-25
Revenue from Operations	33,103.82	35,060.74
Other Income	152.82	139.20
Total Income	**33,256.64**	**35,199.94**
Less: Total Expenses before Depreciation, Finance Cost and Tax	30,988.44	33,031.96
Profit Before Depreciation, Finance Cost and Tax	**2,268.20**	**2,167.98**
Less: Depreciation	528.99	539.07
Less: Finance Cost	104.10	298.82
Profit Before Tax	**1,635.12**	**1,330.09**
Less: Current Tax	418.98	349.54
Less: Current Tax Expense Relating to Prior years	22.32	(59.31)
Less: Deferred tax Liability (Asset)	(18.65)	(55.71)
Profit After Tax	**1,212.46**	**1,095.57**

Financial Performance

During the year under review, the Company has earned total income of INR 33,256.64 Lakhs as against the total income of INR 35,199.94 Lakhs of previous year which states 5.52% Decrease in the total income as compared to previous year.

The profit before tax in the financial year 2025-26 stood at INR 1,635.12 Lakhs as compared to profit of INR 1,330.09 Lakhs for last year which state 22.93% increase in Profit before tax and net profit after tax stood at INR 1,212.46 Lakhs as compared to profit of INR 1,095.57 Lakhs for the previous year which state 10.67% increase in profit of the Company.

The improvement in bottom-line performance was mainly supported by a significant reduction in finance cost and effective financial management, which helped offset the impact of higher operational expenses. The Company continues to focus on strengthening operational efficiency and sustainable growth.

Dividend

Dividend Distribution Policy

Pursuant to Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (''SEBI LODR''), the Board of Directors of the Company had formulated a Dividend Distribution Policy. The policy is available on the Company's website:
https://www.katariaindustries.co.in/wp-content/uploads/2024/03/12.Dividend_Distribution_Policy.pdf.
The Board of Directors have recommended a final dividend of ₹0.5 per share.

The said dividend, if approved by the Members at the ensuing Annual General Meeting ("the AGM") will be paid to those Members whose name appears on the Register of Members (including Beneficial Owners) of the Company as at the end of September 22, 2026. The said dividend, if approved by the Members, would involve a cash outflow of approx ₹107.66 Lakhs.

Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of the Members w.e.f. April 1, 2020, and the Company is required to deduct tax at source from dividend paid to the Members at prescribed rates as per the Income Tax Act, 1961. Please refer our website for a detailed information on the tax implication.

Transfer To General Reserve

During the year under review, the Company has not transferred any amounts to the General reserve. For complete details on movement in Reserves and Surplus during the financial year ended March 31, 2026, please refer to the 'Reserves & Surplus' included in the financial statements of this Annual Report.

Change In Nature Of Business

During the year, the Company, with the approval of its members, altered its Memorandum of Association to broaden its principal objects and enable expansion into real estate development, construction, redevelopment, infrastructure and allied services. Pursuant to this change, the Company may undertake development, acquisition, construction, sale and leasing of residential, commercial and industrial properties, carry out renovation and redevelopment of existing buildings and structures, and provide integrated infrastructure services including roads, bridges, drainage, water supply, landscaping and other urban infrastructure facilities. The Company is also empowered to provide real estate consultancy, property and facility management, estate agency and related advisory services, and to act as manager or service provider for REITs, subject to applicable laws, approvals and regulatory compliances. This alteration represents a strategic expansion of the Company's business scope and does not by itself constitute commencement of a new line of business unless and until the Company undertakes such activities in accordance with law and necessary approvals.

Transfer Of Unclaimed Dividend To Investor Education And Protection Funds (IEPF)

During the financial year 2026-27, your Company is not required to transfer any unclaimed and un-paid dividends to IEPF.

Share Capital

During the year under review, there was no change in the authorized and paid-up share capital of your Company:

Authorized Capital

The Authorized Share capital of the company stood at INR 22,00,00,000/- (Rupees Twenty-Two Crore Only) divided into 22000000 (Two Crore Twenty Lacs) equity shares of INR 10/- (Rupees Ten Only).

Issued, Subscribed & Paid-up Capital

The Issued, subscribed and paid-up Capital of the Company is INR 21,53,12,340/- (Rupees Twenty-One Crore Fifty-Three Lacs Twelve Thousand Three Hundred Forty Only) divided into 2,15,31,234 Equity Shares of 10 each.

The entire Paid-up Equity shares of the Company are listed at Emerge Platform of National Stock Exchange of India Limited.

Details under section 67(3) of the Companies Act, 2013 (hereinafter referred to as 'the act') in respect of any scheme of provisions of money for purchase of own shares by employees or by trustees for the benefit of employees:

There were no such instances during the year under review.

Board Of Directors And Key Managerial Personnel

Constitution of Board

The composition of Board complies with the requirements of the Companies Act, 2013 ("Act"). Further, in pursuance of Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company is exempted from the requirement of having composition of Board as per Regulation 17 of Listing Regulations. None of the Director of the Company is serving as a Whole-Time Director in any other Listed Company and the number of their directorship is within the limits laid down under section 165 of the Companies Act, 2013.

As on date of this report, the Board of the Company comprises of five Directors out of which one is Managing Director, one is Whole-time director, two are Non-Promoter Non-Executive Independent Directors and one is Non-Executive Directors. As on the date of this report, the Board comprises following Directors.

Name of Director	Category Cum Designation	Date of Appointment at current term	Total Directorship	No. of Committee^		No. of Shares held as on March 31, 2026
				in which Director is Member	in which Director is Chairman	
Mr. Arun Kataria	Managing Director	December 26, 2023	2	0	0	29,08,000 Equity Shares
Mr. Anoop Kataria	Whole-Time Director	December 26, 2023	4	1	0	18,09,774 Equity Shares
Mr. Sunil Kataria	Non-Executive Director	December 22, 2023	6	3	2	18,28,600 Equity Shares
Mr. Mukesh Kumar Jain	Independent Director	December 22, 2023	4	4	0	0
Mrs. Apurva Lunawat	Independent Director	December 22, 2023	2	3	2	0

^Committee includes Audit Committee and Stakeholders Relationship Committee across all Public Companies.

None of the Directors of Board is a member of more than ten Committees or Chairman of more than five committees across all the Public companies in which they are Director. The necessary disclosures regarding Committee positions have been made by all the Directors.

None of the Director of the Company is serving as a Whole-Time Director in any Listed Company and is holding position of Independent Director in more than 3 Listed Companies. None of the Director of the Company is holding position as Independent Director in more than 7 Listed Companies. Further, none of the Directors of the Company is disqualified for being appointed as a Director pursuant to Section 164 (2) of the Companies Act, 2013.

Disclosure by Directors

The Directors on the Board have submitted notice of interest under Section 184(1) i.e. in Form MBP 1, intimation under Section 164(2) i.e. in Form DIR 8 and declaration as to compliance with the Code of Conduct of the Company. None of the Directors of the Company is disqualified for being appointed as Director as specified in Section 164 (2) of the Companies Act, 2013.

Board Meeting

Regular meetings of the Board are held at least once in a quarter.

During the year under review, Board of Directors of the Company met 12 (Twelve) times viz; April 7, 2025; May 28, 2025; August 26, 2025; September 04, 2025; September 26, 2025; November 13, 2025; December 11, 2025; February 4, 2026; March 5, 2026; March 6, 2026, March 7, 2026 and March 28, 2026.

The details of attendance of each Director at the Board Meeting and Annual General Meeting are given below.

Name of Director	Number of Board Meeting Held	Number of Board Meetings Eligible to attend	Number of Board Meeting attended	Presence at the Previous AGM
Mr. Arun Kataria	12	12	12	Yes
Mr. Anoop Kataria	12	12	12	Yes
Mr. Sunil Kataria	12	12	11	Yes
Mr. Mukesh Kumar Jain	12	12	12	Yes
Mr. Apurva Lunawat	12	12	12	Yes

Changes in Directors

In accordance with the provisions of the Articles of Association and Section 152 of the Companies Act, 2013, Mr. Sunil Kataria (DIN: 00092681), Director of the Company retires by rotation at the ensuing Annual General Meeting. He, being eligible, has offered himself for re-appointment as such and seeks re-appointment. The Board of Directors recommends his appointment on the Board.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, has recommended the re-appointments of Mr. Anoop Kataria as Chief financial officer and Whole-Time Director and Mr. Arun Kataria as Chairman and Managing Director of the Company for a further period of five (5) years with effect from October 1, 2026, subject to the approval of the Members at the ensuing Annual General Meeting.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, has recommended the appointment of Ms. Amisha Gandhi as Non-Executive Independent Director of the Company for a period of five (5) years with effect from September 5, 2026.

The Board, after considering their experiences, qualifications, expertise, contributions and performances, is of the opinion that their association with the Company as Chief financial officer and Whole-Time Director, Chairman and Managing Director and Non-Executive Independent Director will be beneficial to the Company. Accordingly, the Board recommends the proposed resolutions for the approval of the Members at the ensuing Annual General Meeting.

The relevant details, as required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard II on General Meeting, of the person seeking re-appointment / appointment as Director is annexed to the Notice convening the twenty second annual general meeting.

Independent Directors

In terms of Section 149 of the Companies Act, 2013 and rules made there under, the Company had two Non-Promoter Non-Executive Independent Directors in line with the Companies Act, 2013. In the opinion of the Board of Directors, both Independent Directors of the Company meet all the criteria mandated by Section 149 of the Companies Act, 2013 and rules made there under and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and they are Independent of Management.

A separate meeting of Independent Directors was held on March 28, 2026 to review the performance of Non-Independent Directors, Board as whole and performance of Chairperson of the Company including assessment of quality, quantity and timeliness of flow of information between Company management and Board.

The terms and conditions of appointment of Independent Directors and Code for Independent Director are incorporated on the website of the Company at https://www.katariaindustries.co.in/wp-content/uploads/2024/03/1.Policy_on_Terms_of_Appointment_of_Independent_Directors.pdf.

The Company has received a declaration from the Independent Directors of the Company under Section 149(7) of Companies Act, 2013 and 16(1)(b) of Listing Regulations confirming that they meet criteria of Independence as per relevant provisions of Companies Act, 2013 for financial year 2026-27 and that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence. The Board of Directors of the Company has taken on record the said declarations and confirmation as submitted by the Independent Directors after undertaking due assessment of the veracity of the same. In the opinion of the Board, they fulfill the conditions for Independent Directors and are independent of the Management. All the Independent Directors have confirmed that they are in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs. In the opinion of the Board, all our Independent Directors possess requisite qualifications, experience, and expertise including the Proficiency and hold high standards of integrity for the purpose of Rule 8(5) (ilia) of the Companies (Accounts) Rules, 2014.

Familiarization Programme for Independent Directors

The Board members are provided with necessary documents/ brochures, reports, and internal policies to enable them to familiarize with the Company's procedures and practices, the website link is https://www.katariaindustries.co.in/wp-content/uploads/2024/03/5.Familiarization_Program_for_Independent_Directors.pdf.

Key Managerial Personnel

In accordance with Section 203 of the Companies Act, 2013, during the Financial Year 2025-26, the Company had Mr. Arun Kataria (DIN: 00088999) who is acting as Managing Director of the Company, Mr. Anoop Kataria (DIN: 06527758) who is acting as Chief Financial Officer and Whole-Time Director of the company, Ms. Shanu Patwa who was acting as Company Secretary and Compliance Officer of the company till December 10, 2025. They will be considered as Key Managerial Personnel of the Company in terms of Section 203 of the Companies Act, 2013.

During the financial year under review, Ms. Shanu Patwa resigned from the post of Company Secretary and Compliance officer of the Company w.e.f. December 11, 2025.

Mrs. Muskan Bhandari had been appointed as Company Secretary and Compliance officer of the Company w.e.f. May 05, 2026.

Performance Evaluation

The Board of Directors has carried out an annual evaluation of its own performance, board committees and individual directors pursuant to the provisions of the Act;

- The performance of the board was evaluated by the board, after seeking inputs from all the directors, on the basis of the criteria such as the board composition and structure, effectiveness of board processes, information and functioning etc.

- The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

- The board and the nomination and remuneration committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the performance of chairman was also evaluated on the key aspects of his role.

Separate meeting of independent directors was held to evaluate the performance of non-independent directors, performance of the board as a whole and performance of the chairman, taking into account the views of executive directors and non-executive directors. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

Succession Plan

Your Company has an effective mechanism for succession planning which focuses on orderly succession of Directors, Key Management Personnel and Senior Management. The Nomination and Remuneration Committee implements this mechanism in concurrence with the Board.

Directors' Responsibility Statement

Pursuant to section 134(5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm that:

a. In preparation of annual accounts for the year ended March 31, 2026, the applicable accounting standards have been followed and that no material departures have been made from the same;

b. The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that year;

c. The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d. The Directors had prepared the annual accounts for the year ended March 31, 2026 on going concern basis.

e. The Directors had laid down the internal financial controls to be followed by the Company and that such Internal Financial Controls are adequate and were operating effectively; and

f. The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Committees Of Board

Your Company has constituted several Committees in compliance with the requirements of the relevant provisions of applicable laws and statutes, details of which are given hereunder.

1. Audit Committee
2. Stakeholders Relationship Committee
3. Nomination and Remuneration Committee
4. Corporate Social Responsibility Committee

Audit Committee

The constitution of the Audit Committee is in accordance with the provisions of Section 177 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of the Board and its Powers) Rules, 2014.

The Members of the Audit Committee are possessing financial / accounting expertise / exposure.

The Audit Committee's meeting is generally held for the purpose of recommending the half yearly/yearly financial results and the gap between two meetings did not exceed one hundred and twenty days. The Audit Committee met Seven (7) times during the financial year 2025-26 viz; May 28, 2025; September 4, 2025; September 26, 2025; November 13, 2025; February 4, 2026; March 6, 2026 and March 28, 2026

Name of Members	Category	Designation in Committee	Number of Meetings During the Financial Year 2025-26		
			Held	Eligible to Attend	Attended
Mrs. Apurva Lunawat	Independent Director	Chairperson	7	7	7
Mr. Mukesh Kumar Jain	Independent Director	Member	7	7	7
Mr. Anoop Kataria	Managing Director	Member	7	7	7

The Company Secretary of the Company is acting as Secretary to the Audit Committee.

Recommendations of Audit Committee, wherever/whenever given, have been accepted by the Board of Directors. Further, the terms of reference, roles and powers of the Audit Committee is as per Section 177 of the Companies Act, 2013 (as amended).

The powers, role and terms of reference of the Audit Committee covers the areas as contemplated under Regulation 18 of the Listing Regulations and Section 177 of the Act as applicable along with other terms as referred by the Board. The role of the audit committee includes the following:

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;

3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;

4. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:

a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub section 3 of section 134 of the Companies Act, 2013;

b. Changes, if any, in accounting policies and practices and reasons for the same;

c. Major accounting entries involving estimates based on the exercise of judgment by management;

d. Significant adjustments made in the financial statements arising out of audit findings;

e. Compliance with listing and other legal requirements relating to financial statements;

f. Disclosure of any related party transactions;

g. Modified opinion(s) in the draft audit report.

5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval and examine the financial statement and the auditors' report thereon;

6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ Information Memorandum/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;

7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;

8. Approval or any subsequent modification of transactions of our Company with related parties subject to manner prescribed under the Companies Act, 2013;

9. Scrutiny of inter-corporate loans and investments;

10. Valuation of undertakings or assets of the listed entity, wherever it is necessary;

11. Evaluation of internal financial controls and risk management systems;

12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

14. Discussion with internal auditors of any significant findings and follow up there on;

15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;

16. Discussion with statutory auditors before the audit commences about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of nonpayment of declared dividends) and creditors;

18. to review the functioning of the whistle blower mechanism;

19. Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;

20. Carrying out any other function as is mentioned in the terms of reference of the audit committee;

21. reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower and monitoring the end use of funds raised through public offers and related matters;

22. To oversee and review the functioning of the vigil mechanism which shall provide for adequate safeguards against victimization of employees and directors who avail of the vigil mechanism and also provide for direct access to the Chairperson of the Audit Committee in appropriate and exceptional cases;

23. Call for comments of the auditors about internal control systems, scope of audit including the observations of the auditor and review of the financial statements before submission to the Board;

24. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., of the Company and its shareholders

25. To investigate any other matters referred to by the Board of Directors.

Review of Information by the Audit Committee:

The audit committee shall mandatorily review the following information:

1. Management Discussion and Analysis of financial condition and results of operations;
2. Management letters / letters of internal control weaknesses issued by the statutory auditors;
3. Internal audit reports relating to internal control weaknesses;
4. The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee;
5. Statement of deviations:
   a. Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
   b. Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).
6. review and monitor the auditor's independence and performance, and effectiveness of audit process;
7. examination of the financial statement and the auditors' report thereon;
8. approval or any subsequent modification of transactions of the company with related parties;
9. scrutiny of inter-corporate loans and investments;
10. valuation of undertakings or assets of the company, wherever it is necessary;
11. evaluation of internal financial controls and risk management systems;
12. Monitoring the end use of funds raised through public offers and related matters;
13. Any other matters as prescribed by law from time to time.

Powers of Audit Committee

The Committee -

1. May call for comments of auditors about internal control system, scope of audit, including observations of auditors and review of financial statement before their submission to board;
2. May discuss any related issues with internal and statutory auditors and management of the Company;
3. To investigate into any matter in relation to above items or referred to it by Board;
4. To obtain legal or professional advice from external sources and have full access to information contained in the records of the Company;
5. To seek information from any employee;
6. To secure attendance of outsiders with relevant expertise, if it considers necessary;
7. To have full access to information contained in the records of the company;

Any other power as may be delegated to the Committee by way of operation of law.

Vigil Mechanism

The Company has established a vigil mechanism and accordingly framed a Whistle Blower Policy. The policy enables the employees to report to the management instances of unethical behavior, actual or suspected fraud or violation of company's Code of Conduct. Further the mechanism adopted by the Company encourages the Whistle Blower to report genuine concerns or grievances and provide for adequate safe guards against victimization of the Whistle Blower who avails of such mechanism and also provides for direct access to the Chairman of the Audit Committee, in exceptional cases. The functioning of vigil mechanism is reviewed by the Audit Committee from time to time. None of the Whistle blowers has been denied access to the Audit Committee of the Board. The Whistle Blower Policy of the Company is available on the website of the Company at https://www.katariaindustries.co.in/wp-content/uploads/2024/03/11.Vigil_Mechanism_Whistle_Blower_Policy_for_Directors_and_Employees.pdf.

Nomination and Remuneration Committee

The Company has formed Nomination and Remuneration committee in line with the provisions Section 178 of the Companies Act, 2013. Nomination and Remuneration Committee meetings are generally held for identifying the person who is qualified to become Directors and may be appointed in senior management and recommending their appointments and removal.

During the year under review, the Nomination and Remuneration Committee met three (3) times viz; September 4, 2025; December 11, 2025, March 28, 2026.

The composition of the Committee and the details of meetings attended by its members are given below:

Name of Members	Category	Designation in Committee	Number of Meetings During the Financial Year 2025-26		
			Held	Eligible to Attend	Attended
Mr. Mukesh Kumar Jain	Independent Director	Chairperson	3	3	3
Mrs. Apurva Lunawat	Independent Director	Member	3	3	3
Mr. Sunil Kataria	Non-Executive Director	Member	3	3	2

The terms of reference of Nomination and Remuneration Committee are briefed hereunder;

Terms Of Reference

1. formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;

2. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:

   a. use the services of an external agencies, if required;

   b. consider candidates from a wide range of backgrounds, having due regard to diversity; and

   c. consider the time commitments of the candidates.

3. formulation of criteria for evaluation of performance of independent directors and the board of directors;

4. devising a policy on diversity of board of directors;

5. identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.

6. Determine whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

7. Recommend to the board, all remuneration, in whatever form, payable to senior management.

8. Recommending remuneration of executive directors and any increase therein from time to time within the limit approved by the members of our Company.

9. Recommending remuneration to non-executive directors in the form of sitting fees for attending meetings of the Board and its committees, remuneration for other services, commission on profits;

10. performing such functions as are required to be performed by the compensation committee under the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended;

11. engaging the services of any consultant/professional or other agency for the purpose of recommending compensation structure/policy;

12. Analyzing, monitoring and reviewing various human resource and compensation matters;

13. reviewing and approving compensation strategy from time to time in the context of the then current Indian market in accordance with applicable laws;

14. framing suitable policies and systems to ensure that there is no violation, by an employee of any applicable laws in India or overseas, including;

    a. The SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended; or

    b. The SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to the Securities Market) Regulations, 2003, as amended;

15. Performing such other functions as may be delegated by the Board and/or prescribed under the SEBI Listing Regulations, Companies Act, each as amended or other applicable law.

Nomination and Remuneration Policy

The Company has, in order to attract motivated and retained manpower in competitive market and to harmonize the aspirations of human resources consistent with the goals of the Company and in terms of the provisions of the

Companies Act, 2013 devised a policy on Nomination and Remuneration of Directors, Key Managerial Personnel and Senior Management. Key points of the Policy are:

A. Policy on Appointment of Directors, Key Managerial Personnel and Senior Management Personnel

- The policy is formulated to identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP and Senior Management personnel and recommend to the Board for his / her appointment.
- A person should possess adequate qualification, expertise and experience for the position he/ she is considered for appointment.
- In case of appointment of Independent Director, the Committee shall satisfy itself with regard to the independent nature of the Director vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively.

B. Policy on Remuneration of Director, Key Managerial Personnel and Senior Management Personnel

The Company remuneration policy is driven by the success and performance of the Director, KMP and Senior Management Personnel vis-à-vis the Company. The Company philosophy is to align them and provide adequate compensation with the Objective of the Company so that the compensation is used as a strategic tool that helps us to attract, retain and motivate highly talented individuals who are committed to the core value of the Company. The Nomination and Remuneration Policy, as adopted by the Board of Directors, is placed on the website of the Company at https://www.katariaindustries.co.in/wp-content/uploads/2024/03/6.Nomination_and_Remuneration_Policy.pdf.

Performance Evaluation

Criteria on which the performance of the Independent Directors shall be evaluated are placed on the website of the Company and may be accesses at link https://www.katariaindustries.co.in/wp-content/uploads/2024/03/7.Policy_on_Evaluation_of_Board_and_Independent_Directors.pdf.

Remuneration of Directors

The Company has not entered into any pecuniary relationship or transactions with Non-Executive Directors of the Company except payment of Sitting Fees for attending the Meetings.

Further, criteria for making payment, if any, to non-executive directors are provided under the Nomination and Remuneration Policy of the Company which is hosted on the website of the Company viz; https://www.katariaindustries.co.in/wp-content/uploads/2024/03/6.Nomination_and_Remuneration_Policy.pdf.

During the year under review, the Company has paid remuneration /sitting fees to Directors of the Company, details of which are as under:

(₹ In Lakhs)

Name of Directors	Designation	Salary	Sitting Fees	Commission	Stock Option	Total
Mr. Arun Kataria	Managing Director	18.00	-	-	-	18.00
Mr. Anoop Kataria	Whole-time Director and CFO	18.00	-	-	-	18.00
Mr. Sunil Kataria	Non-Executive Director	-	0.28	-	-	0.28
Mr. Mukesh Kumar Jain	Independent Director	-	0.42	-	-	0.42
Mrs. Apurva Lunawat	Independent Director	-	0.40	-	-	0.40

Stakeholders' Grievances and Relationship Committee

The Company has constituted Stakeholder's Grievance & Relationship Committee pursuant to the provisions of Section 178 of the Companies Act, 2013 mainly to focus on the redressal of Shareholders' / Investors' Grievances, if any, like Transfer / Transmission / Demat of Shares; Demat / Remat of Securities; Loss of Share Certificates; Non-receipt of Annual Report; Dividend Warrants; etc.

During the year under review, Stakeholders Relationship Committee met One (1) times viz May 28, 2025.

The composition of the Committee and the details of meetings attended by its members are given below:

Name of Members	Category	Designation in Committee	No. of Meetings During the Financial Year 2025-26		
			Held	Eligible to Attend	Attended
Mrs. Apurva Lunawat	Independent Director	Chairperson	1	1	1
Mr. Mukesh Kumar Jain	Independent Director	Member	1	1	1
Mr. Sunil Kataria	Non-Executive Director	Member	1	1	1

The Company Secretary and Compliance officer of the Company provides secretarial support to the Committee.

Role of Stakeholders Relationship Committee:

The role of the committee shall inter-alia include the following:

1. Resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
2. Review of measures taken for effective exercise of voting rights by shareholders.
3. Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
4. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.
5. Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/ annual reports/ statutory notices by the shareholders of the company.
6. Carry out any other function as is referred by the Board from time to time or enforced by any statutory notification / amendment or modification as may be applicable.

Corporate Social Responsibility (CSR) Committee

Pursuant to Section 135 of Companies Act, 2013, the Company has constituted Corporate Social Responsibility Committee ("the CSR Committee") with object to recommend the Board a Policy on Corporate Social Responsibility and amount to be spent towards Corporate Social Responsibility. The terms of reference of the Committee inter alia comprises of the following:

- To review, formulate and recommend to the Board a CSR Policy which shall indicate the activities to be undertaken by the Company specified in Schedule VII of the Companies Act, 2013 and Rules made thereunder;
- To provide guidance on various CSR activities and recommend the amount of expenditure to be incurred on the activities;
- To monitor the CSR Policy from time to time and may seek outside agency advice, if necessary.

During the year under review, Corporate Social Responsibility Committee met One (1) time viz September 4, 2025. The meetings were held to review and approve the expenditure incurred by the Company towards CSR activities.

The Composition of the Corporate Social Responsibility Committee as on March 31, 2026 is as under:

Name of Members	Category	Designation in Committee	No. of Meetings During the Financial Year 2025-26		
			Held	Eligible to Attend	Attended
Mr. Arun Kataria	Managing Director	Chairperson	1	1	1
Mr. Mukesh Kumar Jain	Independent Director	Member	1	1	1
Mr. Anoop Kataria	Whole-Time Director & CFO	Member	1	1	1

The CSR Policy may be accessed at the web link https://www.katariaindustries.co.in/wp-content/uploads/2024/03/19.Corporate_Social_Responsibility.pdf. The Annual Report on CSR activities in prescribed format is annexed as an **Annexure – A.**

Public Deposits

The Company has not accepted any deposits from Shareholders and Public falling within the ambit of Section 73 of the Companies Act, 2013 and rules made there under. Hence, the directives issued by the Reserve Bank of India & the Provision of Section 73 to 76 of the Company Act, 2013 or any other relevant provisions of the Act and the Rules there under are not applicable.

Risk Management

A well-defined risk management mechanism covering the risk mapping and trend analysis, risk exposure, potential impact and risk mitigation process is in place. The objective of the mechanism is to minimize the impact of risks identified and taking advance actions to mitigate it. The mechanism works on the principles of probability of occurrence and impact, if triggered. A detailed exercise is being carried out to identify, evaluate, monitor and manage both business and non-business risks.

Details of Subsidiaries/ Associates/ Joint Ventures

The Company does not have any Subsidiary, Joint venture or Associate Company.

Sexual Harassment of Women at Workplace

To foster a positive workplace environment, free from harassment of any nature, the company has institutionalized the Anti-Sexual Harassment Initiative (ASHI) framework, through which we address complaints of sexual harassment at the all workplaces of the Company. Our policy assures discretion and guarantees non-retaliation to complainants. We follow a gender-neutral approach in handling complaints of sexual harassment and we are compliant with the law of the land where we operate. The Company has setup an Internal Complaints Committee (ICC) for redressal of Complaints.

a. Number of complaints of sexual harassment received in the year 2025-26 = Nil

b. Number of sexual harassment complaints disposed off during the year 2025-26 = Nil

c. Number of sexual harassment cases pending for more than ninety days during the year 2025-26 = Nil

Maternity Benefit Act 1961

The Company has complied with the provisions relating to the Maternity Benefit Act 1961.

Management Discussion and Analysis Report

Your attention is drawn to the perception and business outlook of your management for your company for current year and for the industry in which it operates including its position and perceived trends in near future. The Management Discussion and Analysis Report as stipulated under Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 is attached and forms part of this Directors Report.

Prevention of Insider Trading

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

Web Link of Annual Return

The Annual Return for the financial year 2025-26 is uploaded on the website of the Company and the same is available at https://www.katariaindustries.co.in/wp-content/uploads/2026/08/Form-MGT-7-2025-26.pdf

Contracts and Arrangements with Related Parties

All contracts/ arrangements/ transactions entered by the Company during the FY 2025-26 with related parties were on an arm's length basis and in the ordinary course of business and approved by the Audit Committee and omnibus approval was obtained, where applicable.

As per the SEBI LODR, if any Related Party Transactions ("RPT") exceeds 10% of the annual consolidated turnover as per the last audited financial statement, would be considered as material and would require members' approval. In this regard, during the year under review, the Company has taken the necessary members' approval. None of the transactions with related parties fall under the scope of Section 188(1) of the Act. The information on transactions with related parties pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 are given in Annexure B in Form No. AOC-2 and the same forms part of this report. All the Related Party Transactions entered by the Company in FY 2025-26 were in the ordinary course of business and at arm's length basis. All such transactions were reviewed and approved by the Audit Committee from time to time.

The details of RPTs during FY 2025-26, including transactions with a person or entity belonging to the promoter/ promoter group which hold(s) 10% or more shareholding in the Company are provided in the accompanying financial statements.

During the FY 2025-26, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company other than sitting fees.

Pursuant to the requirements of the Act and the SEBI LODR, the Company has formulated a policy on Related Party Transactions and the same is available on the Company's website:
https://www.katariaindustries.co.in/wp-content/uploads/2024/03/10.Policy_on_Related_Party_Transactions.pdf

Material Changes And Commitment Affecting Financial Position Of The Company

There have been no material changes and commitments for the likely impact affecting financial position between end of the financial year and the date of the report, i.e. March 31, 2026 to the date of this Report except that Company had added a new in clause in it's incidental objects of Memorandum of Association to provide an enabling object for the establishment, acquisition, operation and management of captive power generation facilities and activities ancillary or incidental thereto.

Particular of Employees

The ratio of the remuneration of each executive director to the median of employees' remuneration as per Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed to this Report as **Annexure - C.**

The statement containing particulars of employees, as required under Section 197 of the Act, read with rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report. However, in terms of Section 136 of the Act, the Integrated Annual Report is being sent to the shareholders and others entitled thereto, excluding the said annexure, which is available for inspection by the shareholders at the Registered Office of your Company during business hours on working days of your Company. If any shareholder is interested in obtaining a copy thereof, such shareholder may write to the Company Secretary in this regard.

Internal Financial Control

The Company has adequate systems of internal control meant to ensure proper accounting controls, monitoring cost cutting measures, efficiency of operation and protecting assets from their unauthorized use. The Company also ensures that internal controls are operating effectively. The Company has also in place adequate internal financial controls with reference to financial statement. Such controls are tested from time to time to have an internal control system in place.

Your Company ensures adequacy, commensurate with its current size, scale and complexity of its operations to ensure proper recording of financial and operational information & compliance of various internal controls, statutory compliances and other regulatory compliances. It is supported by the internal audit process and will be enlarged to be adequate with the growth in the business activity. During the year under review, no material or serious observation has been received from the Internal Auditors of the Company for inefficiency or inadequacy of such controls. The internal audit reports are reviewed by Audit Committee.

Maintenance of Cost Records

During the year under review, in accordance with Section 148(1) of the Act, your Company has maintained the accounts and cost records, as specified by the Central Government. Such cost accounts and records are subject to audit by M/s. Ritu & Co., Cost Accountant, (Firm Registration No. 001805), Cost Auditors of the Company for FY 2025-26. The Board has appointed M/s. JSK PARJ & Associates, Cost Accountant, (Firm Registration No. 006015) as Cost Auditors of your Company for conducting cost audit for FY 2026-27. A resolution seeking approval of the Shareholders for ratifying the remuneration payable to the Cost Auditors for FY2026-27 is provided in the Notice of the ensuing AGM. The Cost accounts and records as required to be maintained under section 148 (1) of the Act are duly made and maintained by your Company.

Significant and Material Orders

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

Conservation Of Energy, Technology Absorption And Foreign Exchange Earnings And Outgo

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Act read with rule 8 of The Companies (Accounts) Rules, 2014, as amended from time to time is annexed to this Report as **Annexure - D.**

Statutory Auditors

Pursuant to the provisions of Section 139 of the Companies Act, 2013 read with rules made thereunder, M/s. Ashok Kumar Agrawal & Associates, Chartered Accountant, Indore (MP), (FRN: 022522C), were appointed as Statutory Auditors of the Company to hold office from the conclusion of the 20th Annual General Meeting (AGM) of the company till the conclusion of 25th AGM to be held for the financial year 2028-29.

The Notes to the financial statements referred in the Auditors Report are self-explanatory and therefore do not call for any comments under Section 134 of the Companies Act, 2013. The Auditors' Report does contains remark that "The feature of recording audit trail (edit log) facility was not enabled to log any direct data changes for the accounting software used for recording and maintaining payroll information".

The Company takes note of the observation regarding the audit trail (edit log) facility in the payroll software. The payroll records are maintained through an in-house payroll application developed and used by the Company, with access to the system being restricted to authorised personnel. The payroll data is processed based on approved payroll inputs and is subject to internal review and verification as part of the Company's payroll and financial reporting processes.

The audit trail facility for recording direct changes to payroll data was not enabled in the said in-house application during the relevant period. However, the Company has appropriate internal controls and review mechanisms in place for processing and recording payroll information. The management has also taken note of the observation and is evaluating suitable enhancements to the payroll application, including enabling an appropriate audit trail/edit log mechanism, wherever required, to further strengthen the system controls and monitoring of changes to payroll data.

The Auditors' Report is enclosed with the financial statements in this Annual Report.

Internal Auditors

The Board of Directors of the Company has appointed M/s. M K Kataria & Co., Chartered Accountants, (FRN: 014644C), as an Internal Auditors to conduct Internal Audit of the Company and the Internal Auditors have presented the observations to the Audit Committee at their meeting held on quarterly basis.

Secretarial Auditor

The Company has appointed M/s ALAP & Co. LLP, Company Secretary, to conduct the secretarial audit of the Company for the financial year 2025-26, as required under Section 204 of the Companies Act, 2013 and Rules thereunder. The Secretarial Audit Report for the financial year 2025-26 is annexed to this report as an **Annexure – E**

The above report contain remark by the Secretarial Auditor with regards to financial year 2025-26 that the Company had not appointed Company Secretary (Key Managerial Personnel) under Section 203 of the Companies Act, 2013 r.w. Regulation 6 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the period 11/12/2025 to 04/05/2026, for which NSE has imposed Penalty of Rupees 64,900/- which has been paid by the Company.

With respect to this remark, the Board of Directors submit that despite best efforts, we faced challenges in identifying a suitable candidate with the requisite qualifications and experience for the role Company Secretary and Compliance Officer of the Company. Further, there were some administrative and internal procedural delays, unexpected resignations/internal restructuring which further delayed the appointment process. However, the Board had already complied with the requirements by appointing Ms. Muskan Bhandari as a Company Secretary and Compliance Officer of the Company with effect from today i.e. May 05, 2026.

Reporting of Fraud

During the year under review, the Statutory Auditors and Secretarial Auditor of your Company have not reported any instances of fraud committed in your Company by Company's officers or employees, to the Audit Committee, as required under Section 143(12) of the Act.

Particulars of Loans, Guarantees and Investments

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statement.

Insurance

The assets of your Company have been adequately insured.

Corporate Governance

Your Company strives to incorporate the appropriate standards for corporate governance. The Company has been listed on SME Emerge Platform of NSE and pursuant to Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is not required to mandatorily comply with the corporate governance provisions as specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 and Para C, D and E of Schedule V are not applicable to the Company. Hence, the Corporate Governance Report does not form part of this Annual Report. Although few of the information are provided in this report of Directors under relevant heading.

Compliance with the provisions of SS 1 and SS 2

The applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly complied by your Company.

Proceedings Initiated/Pending Against Your Company Under The Insolvency and Bankruptcy Code, 2016

There are no proceedings initiated/pending against your Company under the Insolvency and Bankruptcy Code, 2016 which materially impact the Business of the Company.

Details Of Difference Between Valuation Amount On One Time Settlement and Valuation While Availing Loan From Banks and Financial Institutions

During the year under review, there has been no one time settlement of loans taken from banks and financial institution.

Website

As per Regulation 46 of SEBI (LODR) Regulations, 2015, the Company has maintained a functional website namely "https://www.katariaindustries.co.in/" containing basic information about the Company. The website of the Company is also containing information like Policies, Shareholding Pattern, Financial Results and information of the designated officials of the Company who are responsible for assisting and handling investor grievances for the benefit of all stakeholders of the Company, etc.

NFRA – TCWG

The National Financial Reporting Authority (NFRA) vide circular dated 7th January 2026 provided all Listed entities, under NFRA Rules, 2018, and Auditors of the said Companies to setup an Effective Communication Between Statutory Auditors and Those Charged With Governance (TCWG), Including Audit Committees. The Circular emphasizes the importance of timely and structured communication through out the audit cycle to strengthen governance oversight and enhance audit quality.

The Charter for the TCWG will establish a formal, documented framework for two way, timely, written and appropriately communication between the Statutory Auditors and TCWG, including the Audit Committee and the Board, in accordance with the Companies Act, 2013, the Standards on Auditing SA 260 (Revised) and SA 265 as reiterated by above NFRA Circular.

Cyber Security

During the year under review, your Company did not face any incidents or breaches or loss of data breaches in Cyber Security.

General Disclosure

Your Directors state that the Company has made disclosures in this report for the items prescribed in section 134 (3) of the Act and Rule 8 of The Companies (Accounts) Rules, 2014 and other applicable provisions of the act and listing regulations, to the extent the transactions took place on those items during the year. Your Directors further state that no disclosure or reporting is required in respect of the following items as there were no transactions occur on these items during the year under review;

i. Issue of Equity Shares with differential rights as to dividend, voting or otherwise;

ii. Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and ESOS;

iii. There is no revision in the Board Report or Financial Statement;

Appreciations And Acknowledgement

Your Directors wish to place on record their sincere appreciation for significant contributions made by the employees at all levels through their dedication, hard work and commitment, enabling the Company to achieve good performance during the year under review.

Your Directors also take this opportunity to place on record the valuable co-operation and support extended by the banks, government, business associates and the shareholders for their continued confidence reposed in the Company and look forward to having the same support in all future endeavors.

Registered Office:

34-38 and 44, Industrial Area, Ratlam,
Madhya Pradesh- 457001, India.

By order of the Board of Directors
For, **Kataria Industries Limited**
(Formerly known as Kataria Industries Private Limited)
CIN: U68100MP2004PLC029530

Place: Ratlam
Date: September 05, 2026

Arun Kataria
Managing Director
(DIN: 00088999)

Anoop Kataria
CFO & Whole-Time Director
(DIN: 06527758)

Annexure - A

Annual Report on Corporate Social Responsibility (CSR) Activities for the Financial Year 2025-26

I. Brief Outline on CSR Policy of the Company

Longevity and success for a company comes from living in harmony with the context, which is the community and society. The main objective of CSR Policy of the Company encompasses the ideas of corporate governance, sustainable wealth creation, corporate philanthropy and advocacy for the goals of the community. The projects undertaken will be within the broad framework of Schedule VII of the Companies Act, 2013. Our CSR initiatives focus on CSR projects as provided under Schedule VII.

The CSR Committee hereby confirms that the implementation and monitoring of the CSR Policy is in compliance with the CSR objectives and policy of the company.

The Company has framed its CSR Policy in compliance with the provisions of the Companies Act, 2013 and the same is placed on the Company's website at https://www.katariaindustries.co.in/wp-content/uploads/2024/03/19.Corporate_Social_Responsibility.pdf

II. Composition of CSR Committee

Name of Directors	Designation	Designation in Committee	No. of meetings of CSR Committee held during the year	No. of meetings of CSR Committee attended during the year
Mr. Arun Kataria	Managing Director	Chairperson	1	1
Mr. Mukesh Kumar Jain	Independent Director	Member	1	1
Mr. Anoop Kataria	Whole-time Director and CFO	Member	1	1

III. Web Link of the Website of the Company for Composition of CSR Committee, CSR Policy and CSR Projects Approved by the Board:

Composition of CSR committee: https://www.katariaindustries.co.in/investors/

CSR Policy and Projects:
https://www.katariaindustries.co.in/wp-content/uploads/2024/03/19.Corporate_Social_Responsibility.pdf

IV. Executive Summary Along with Web-link(S) of Impact Assessment of CSR Projects Carried Out In Pursuance if Sub-rule (3) of Rule 8, If Applicable:

Not Applicable for the financial year under review.

V.

Sl. No.	Particulars	Amount (INR in Lakh)
a.	Average net profit of the company as per sub-section (5) of section 135	1,204.61
b.	Two percent of average net profit of the Company as per Section 135(5)	24.09
c.	Surplus arising out of the CSR projects or programs or activities of the previous financial years	0.00
d.	Amount required to be set-off for the financial year, if any	0.67
e.	Total CSR obligation for the financial year ((b)+(c)-(d))	23.42

VI.

Sl. No.	Particulars	Amount (INR in Lakh)
a.	Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)	24.26
b.	Amount spent in Administrative Overheads	Nil
c.	Amount spent on Impact Assessment, if applicable	Nil
d.	Total Amount spent for the financial year((a)+(b)+(c))	24.26

e. CSR Amount Spent or Unspent for the Financial Year:

Total Amount Spent for the Financial Year	Amount Unspent				
	Total Amount transferred to Unspent CSR Account (Section 135(6))		Amount transferred to any fund specified under Schedule VII (second proviso to Section 135(5))		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
INR 24.26 Lakh	Not Applicable		Not Applicable		

f. Details of excess amount for set-off are as follows:

Sl. No.	Particulars	Amount (INR in Lakh)
i.	Two percent of average net profit of the company as per section 135(5)	24.09
ii.	Total amount spent for the financial year	24.26
iii.	Excess amount spent for the financial year [(ii)-(i)]	0.17
iv.	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
v.	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.17

VII. Details of Unspent CSR Amount for the Preceding Three Financial Years:

1	2	3	4	5	6		7	8
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub- section (6) of section 135 (INR in Lakhs)	Balance Amount in Unspent CSR Account under sub- section (6) of section 135 (INR in Lakhs)	Amount Spent in the Financial Year (INR in Lakhs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub- section (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (INR in Lakhs)	Deficiency, if any
					Amount (INR in Lakhs)	Date of Transfer		
1	FY-1	Nil						
2	FY-2							
3	FY-3							

VIII. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No

If Yes, enter the number of Capital assets created/acquired: Not applicable

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

1	2	3	4	5	6		
Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/Authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
Not Applicable							

IX. Specify the reason(s), if the company has failed to spend two percent of the average net profit as per Section 135(5):

Not Applicable

Registered Office:

34-38 and 44, Industrial Area, Ratlam,
Madhya Pradesh- 457001, India.

By order of the Board of Directors
For, **Kataria Industries Limited**
CIN: U68100MP2004PLC029530

Place: Ratlam
Date: September 05, 2026

Arun Kataria
Managing Director
Chairman of CSR Committee
(DIN: 00088999)

Anoop Kataria
CFO & Whole-Time Director
(DIN: 06527758)

Annexure - B

Form No. AOC-2

Particulars of Contracts / Arrangements Made with Related Parties

Forms for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in Section 188(1) of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

(Pursuant to Section 134(3)(h) of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

A. Details of contracts or arrangements or transactions not at arm's length basis: NIL

B. Details of material contracts or arrangement or transactions at arm's length basis:

Sr. No.	CIN or Any Other Registration Number	Name(s) of The Related Party	Nature of Relationship	Nature of Contracts/ Arrangements/ Transactions	Total Value of Transactions During 2025-26 (₹ In Lakhs)	Duration of The Contracts / Arrangements/ Transactions	Salient Terms of The Contracts or Arrangements or Transactions	Date(S) of Approval by The Board	Amount Paid as Advances, If Any
1	Not Applicable	Ms. Rakhi Kataria	Relative of Director	Being Relative of Director, appointed at place of profit	INR 16.80 Lakhs	F.Y. 2025-26	On arms length basis	May 28, 2025	NA
2	Not Applicable	Mr. Pankaj Kataria	Relative of Director	Being Relative of Director, appointed at place of profit	INR 16.80 Lakhs	F.Y. 2025-26	On arms length basis	May 28, 2025	NA
3	Not Applicable	Mr. Harsh Kataria	Relative of Director	Being Relative of Director, appointed at place of profit	INR 15.00 Lakhs	F.Y. 2025-26	On arms length basis	May 28, 2025	NA
4	Not Applicable	Mr. Yash Kataria	Relative of Director	Being Relative of Director, appointed at place of profit	INR 12.00 Lakhs	F.Y. 2025-26	On arms length basis	May 28, 2025	NA
5	U27300MP1986PTC029536	Ratlam Wires Private Limited	Enterprise over which Directors exercise control	Purchase of Goods	INR 54.30 Lakhs	F.Y. 2025-26	On arms length basis	February 4, 2026	NA
6	ACM-1491	Utkarsh Land Developers LLP	Enterprise over which Directors exercise control	Rent Received	INR 0.12 Lakhs	F.Y. 2025-26	On arms length basis	May 28, 2025	NA

Sr. No.	CIN or Any Other Registration Number	Name(s) of The Related Party	Nature of Relationship	Nature of Contracts/ Arrangements/ Transactions	Total Value of Transactions During 2025-26 (₹ In Lakhs)	Duration of The Contracts / Arrangements/ Transactions	Salient Terms of The Contracts or Arrangements or Transactions	Date(S) of Approval by The Board	Amount Paid as Advances, If Any
7	CSR00058642	Seth Pannalal Dhulchand Kataria Parmarthik Trust	Enterprise over which Directors exercise control	CSR Expenses	INR 5.26 Lakhs	F.Y. 2025-26	CSR Expenses	May 28, 2025	NA
8	Not Applicable	Kataria Infrastructure Corporation	Enterprise over which Directors exercise control	Rent Received	INR 0.12 Lakhs	F.Y. 2025-26	On arms length basis	May 28, 2025	NA
9	U14200MP2008PTC033527	Panna Resources Private Limited	Enterprise over which Directors exercise control	Rent Received	INR 0.12 Lakhs	F.Y. 2025-26	On arms length basis	May 28, 2025	NA
10	AAD-3839	Himsagar Real Estate and traders Limited Liability Partnership	Enterprise over which Directors exercise control	Rent Received	INR 0.12 Lakhs	F.Y. 2025-26	On arms length basis	May 28, 2025	NA
11	U27300MP1986PTC029536	Ratlam Wires Private Limited	Enterprise over which Directors exercise control	Rent Received	INR 0.12 Lakhs	F.Y. 2025-26	On arms length basis	February 4, 2026	NA
12	U51505MP1994PTC008434	Sonic Overseas (India) Private Limited	Enterprise over which Directors exercise control	Rent Received	INR 0.12 Lakhs	F.Y. 2025-26	On arms length basis	May 28, 2025	NA
12	U13200MP1950PTC031617	Shree Hanuman Wind-Infra Private Limited	Enterprise over which Directors exercise control	Rent Received	INR 0.12 Lakhs	F.Y. 2025-26	On arms length basis	May 28, 2025	NA

Registered Office:

34-38 and 44, Industrial Area, Ratlam,
Madhya Pradesh- 457001, India.

By order of the Board of Directors
For, **Kataria Industries Limited**
(Formerly known as Kataria Industries Private Limited)
CIN: U68100MP2004PLC029530

Place: Ratlam
Date: September 05, 2026

Arun Kataria
Managing Director
(DIN: 00088999)

Anoop Kataria
CFO & Whole-Time Director
(DIN: 06527758)

Annexure - C

PARTICULARS OF EMPLOYEES

(Pursuant to Section 197(12) read with Rules made thereunder)

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rules made there under

Information as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

a) The ratio of remuneration of each director to the median remuneration of employees for the financial year and the Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

Sl. No.	Name	Designation	Nature of Payment	Ratio against median employee's remuneration	Percentage Increase
1	Arun Kataria	Managing Director	Remuneration	0.12: 1.00	Nil
2	Anoop Kataria	Whole-time Director & CFO	Remuneration	0.12: 1.00	Nil
3	Sunil Kataria	Non-Executive Director	Sitting Fees	Not Applicable	-
4	Mukesh Kumar Jain	Independent Director	Sitting Fees	Not Applicable	-
5	Apurva Lunawat	Independent Director	Sitting Fees	Not Applicable	-
6	*Shanu Patwa	Company Secretary	Salary	Not Applicable	-

*till 10-12-2025

b) The percentage increase in the median remuneration of employees in the financial year:

The median remuneration of the employees in current financial year was increased by 2.52% over the previous financial year.

c) The number of permanent employees on the rolls of the Company:

140 Employees

d) Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

The Average salary was increased by 83.60% whereas there was no change in the remuneration of the Executive Directors over the previous financial year.

The Board of Directors of the Company affirmed that remuneration of all the Key Managerial Personnel of the Company are as per the Remuneration Policy of the Company.

Registered Office:

34-38 and 44, Industrial Area, Ratlam,
Madhya Pradesh- 457001, India.

By order of the Board of Directors
For, **Kataria Industries Limited**
(Formerly known as Kataria Industries Private Limited)
CIN: U68100MP2004PLC029530

Place: Ratlam
Date: September 05, 2026

Arun Kataria
Managing Director
(DIN: 00088999)

Anoop Kataria
CFO & Whole-Time Director
(DIN: 06527758)

Annexure - D

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

[Pursuant to Section 134(3) (m) of the Companies Act, 2013 and rule 8(3) of the Companies (Accounts) Rules, 2014]

A. Conservation of Energy:

i. Steps taken or impact on conservation of energy:

During the year under review, the Company undertook initiatives towards conservation of energy and reduction of its dependence on conventional sources of electricity. As part of its sustainability and energy conservation initiatives, the Company installed solar panels at its premises with a view to generating renewable energy and reducing consumption of electricity from conventional sources.

The installation of the solar power system is expected to contribute towards optimisation of energy consumption, reduction in the Company's reliance on grid electricity and reduction in its carbon footprint.

ii. Steps taken by the Company to utilize alternate source of energy:

- Enhancing utilization of Renewable Energy Sources.
- Exploring the feasibility of utilization of wind power for plant locations wherever possible.

iii. Capital investment on energy conservation equipment:

During the year, the Company incurred a capital expenditure of approximately INR 110.00 lakhs towards the purchase and installation of solar panels and related equipment/infrastructure.

B. Technology Absorption:

i. The efforts made towards technology absorption:

- Development & Implementation of new technique & process for manufacture of products.
- Evaluation of the alternative materials to reduce the cost of raw material.
- Solar technologies for common area, parking and street lighting.

ii. Benefits derived like product improvement, cost reduction, product development or import substitution:

- Cost optimization
- Improvement in quality of products

iii. In case of imported technology (imported during the last three years reckoned from the beginning of financial year) - Not Applicable

iv. Expenditure incurred on Research & Development – Nil

C. Foreign Exchange Earnings and Outgo:

(INR in Lakh)

Sl. No.	Particulars	F.Y. 2025-26	F.Y. 2024-25
1.	Export Sales (CIF Basis)	24.54	321.13
2.	Import Purchases	-	-

Registered Office:

34-38 and 44, Industrial Area, Ratlam,
Madhya Pradesh- 457001, India.

Place: Ratlam
Date: September 05, 2026

By order of the Board of Directors
For, **Kataria Industries Limited**
(Formerly known as Kataria Industries Private Limited)
CIN: U68100MP2004PLC029530

Arun Kataria
Managing Director
(DIN: 00088999)

Anoop Kataria
CFO & Whole-Time Director
(DIN: 06527758)

Annexure - E

SECRETARIAL AUDIT REPORT

Form No. MR - 3

For the financial year ended March 31, 2026
[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
KATARIA INDUSTRIES LIMITED
(Formerly known as Kataria Industries Private Limited)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Kataria Industries Limited (Formerly known as Kataria Industries Private Limited) (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion read with Annexure - I forming part of this report, the Company has, during the audit period covering the financial year ended on March 31, 2026, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2025 according to the provisions of:

i. The Companies Act, 2013 ("the Act") and the rules made there under as applicable;

ii. The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made there under;

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

iv. The Foreign Exchange Management Act, 1999 (FEMA) and the rules and regulations made there under to the extent of Foreign Direct Investment;

v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act"):-

   a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

   c. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

   d. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Listing Agreement entered with Emerge Platform of NSE;

   e. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and circulars/ guidelines/Amendments issued there under and

vi. The Revised Secretarial Standards issued by the Institute of Company Secretaries of India.

During the period under review, the Company has generally complied with the provisions of the Act, Rules made there under, Regulations, Guidelines etc. mentioned above, to the extent applicable, above *except that the Company had not appointed Company Secretary (Key Managerial Personnel) under Section 203 of the Companies Act, 2013 r.w. Regulation 6 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the period 11/12/2025 to 04/05/2026, for which NSE has imposed Penalty of Rupees 64,900/- which has been paid by the Company.*

Further company being engaged in the production of Low Relaxation Pre-Stressed Concrete (LRPC) Strands and Steel Wires, Post-tensioning (PT) Anchorage System (Anchor Cone, Anchor Head and Wedges), HDPE Single Wall Corrugated (SWC) Sheathing Ducts, Couplers and Aluminum Conductors that are utilized in various sectors including Infrastructure, Roads – Bridges & Flyovers, Metros, Railways, High Rise Buildings, Atomic Reactors, LNG Tanks, Power Transmission & Distribution Lines etc., there are specific and general applicable laws to the Company, which requires approvals or compliances under the respective laws, which are list out in the **Annexure – II.** We have relied on the representation made by the Company and its officers for system and mechanism framed by the Company for compliances of the said specific acts/rules.

During the Period under review, provisions of the following

Acts, Rules, Regulations and Standards were not applicable to the Company;

i. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 and circulars/ guidelines/Amendments issued there under; - the Company is not registered as Registrar to an Issue & Share Transfer Agent. However, the Company has appointed Bigshare Services Private Limited as Registrar & Share Transfer Agent as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

ii. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 and circulars/ guidelines/Amendments issued there under;

iii. The Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021 and circulars/ guidelines/Amendments issued there under;

iv. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 and circulars/ guidelines/Amendments issued there under;

v. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and circulars/ guidelines/Amendments issued there under; and

vi. The Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Overseas Direct Investment and External Commercial Borrowings.

We further report that -

The Board of Directors of the Company is duly constituted with Executive Directors, Non-executive Director, Independent Directors and Woman Director in accordance with the act. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

We further report that -

There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that -

During the audit period,

- Ms. Shanu Patwa, Company Secretary and Compliance officer of the Company had resigned from the post of Company Secretary and Compliance officer of the Company with effect from 11/12/2025;

- The Company has passed Special Resolutions for alteration of the Object Clause of the Memorandum of Association of the Company by adding objects relating to the real estate sector and

- The Company had taken approval of Material Related Party Transactions, within the meaning of companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to be entered by the Company with few related parties;

For, ALAP & Co. LLP
Company Secretaries
Firm Registration Number: L2023GJ013900
Peer Review Number: 5948/2024

Date: August 22, 2026
Place: Ahmedabad

Ankita Patel
Designated Partner
DIN : 10066893
M. No.: F8536, COP: 16497
UDIN: F008536H001187835

Note:

1. This Report is to be read with my letter of even date which is annexed as Annexure – I and Annexure - II which form integral part of this report.

Annexure I

To,
The Members,
KATARIA INDUSTRIES LIMITED
(Formerly known as Kataria Industries Private Limited)

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis, on the records and documents provided by the Management of the Company, to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices followed by us provide a reasonable basis for our opinion.
3. In respect of laws, rules and regulations other than those specifically mentioned in our report above, including the laws, rules and regulations mentioned in Annexure II, we have limited our review, analysis and reporting up to process and system adopted by the Company for compliance with the same and have not verified detailed compliance, submissions, reporting under such laws etc. nor verified correctness and appropriateness thereof including financial records and books of accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, Rules, Regulations, standards and its proper and adequate presentation and submission in prescribed formats is the responsibility of management. Our examination was limited to the verification of procedures on test basis and not its one to one content.
6. The Secretarial Audit report is neither an assurance as to compliance in totality or the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For, ALAP & Co. LLP
Company Secretaries
Firm Registration Number: L2023GJ013900
Peer Review Number: 5948/2024

Ankita Patel
Designated Partner
DIN : 10066893
M. No.: F8536, COP: 16497
UDIN: F008536H001187835

Date: August 22, 2026
Place: Ahmedabad

Annexure II

List of major Specific and General Acts applicable to the Company including rules and regulations made thereunder;

1. The Factories Act, 1948
2. The Industrial (Development and Regulation) Act, 1951
3. The Indian Foreign Trade Policy, 2004
4. The Legal Metrology Act, 2009
5. The Legal Metrology (Packaged Commodities) Rules, 2011
6. The Public Liability Insurance Act, 1991
7. The Standards of Weights and Measures Act, 1976 And Standards of Weights and Measures
8. The Packaged Commodities Rules, 1977
9. The Digital Personal Data Protection Act, 2023
10. The Madhya Pradesh Factories Rules, 1962
11. The Madhya Pradesh Professional Tax Act, 1995
12. The Contract Labour (Regulation and Abolition) (Madhya Pradesh) Rules, 1973
13. The Payment of Bonus Act, 1965
14. The Payment of Gratuity Act, 1972
15. The Workmen's Compensation Act, 1923
16. The Maternity Benefit Act, 1961
17. The Minimum Wages Act, 1948
18. The Contract Labour (Regulation and Abolition) Act, 1970
19. The Employees' State Insurance Act, 1948
20. The Employees' Provident Funds and Miscellaneous Provisions Act, 1952
21. The Payment of Wages Act, 1936
22. The Industrial Disputes Act, 1947
23. The Sexual Harassment at Workplace (Prevention, Prohibition and Redressal) Act, 2013
24. The Apprentices Act, 1961
25. The Equal Remuneration Act, 1976
26. The Employees Deposit Linked Insurance Scheme, 1976
27. The Employees' Pension Scheme, 1995
28. The Inter-State Migrant Workmen (Regulation of Employment and Conditions of Service) Act, 1979
29. The Industrial Employment Standing Orders Act, 1946
30. The Child Labour (Prohibition and Regulation) Act, 1986
31. The Trade Union Act, 1926 And Trade Union (Amendment) Act, 2001
32. The Income Tax Act, 1961
33. The Union Territory Goods and Services Tax Act, 2017
34. The Water (Prevention and Control of Pollution) Act, 1974 ("Water Act")
35. The Air (Prevention and Control of Pollution) Act, 1981 ("Air Act")
36. The National Environmental Policy, 2006
37. The Plastic Waste Management (PWM) Rules, 2016
38. The Foreign Trade (Development and Regulation) Act, 1992
39. The Foreign Exchange Management Act, 1999
40. The Competition Act, 2002
41. The Indian Contract Act, 1872
42. The Specific Relief Act, 1963
43. The Sale of Goods Act, 1930
44. The Consumer Protection Act, 2019
45. The Real Estate (Regulation and Development) Act, 2016
46. The Madhya Pradesh Real Estate Regulatory Authority (MP RERA) Rules
47. The Registration Act, 1908
48. The Indian Stamp Act, 1899
49. The Transfer of Property Act, 1882
50. The Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act, 1996
51. The Indian Stamp (Madhya Pradesh Amendment) Act, 2025

For, ALAP & Co. LLP
Company Secretaries
Firm Registration Number: L2023GJ013900
Peer Review Number: 5948/2024

Ankita Patel
Designated Partner
DIN : 10066893
M. No.: F8536, COP: 16497
UDIN: F008536H001187835

Date: August 22, 2026
Place: Ahmedabad

Management Discussion and Analysis

I. Overview

The objective of this report is to convey the Management's perspective on the external environment and steel industry, as well as strategy, operating and financial performance, material developments in human resources and industrial relations, risks and opportunities and internal control systems and their adequacy in the Company during the FY2025-26. This should be read in conjunction with the Company's financial statements, the schedules and notes thereto and other information included elsewhere in this Annual Report and 22nd Annual Accounts of the Company for FY2025-26. The Company's financial statements have been prepared in accordance with Accounting Standards ('AS') complying with the requirements of the Companies Act, 2013, as amended and regulations issued by the Securities and Exchange Board of India ('SEBI') from time to time.

II. External Environment

1. Global Economy

In 2025, the global economy grew at an estimated rate of 3.4% despite significant turbulence. The year was marked by record increases in U.S. tariffs and heightened trade policy uncertainty, a raft of trade deals the impact of which is yet to play out, and a surge in AI linked investments. Key factors impacting economic activity included the weaponisation of trade, and the ongoing transition towards technology-driven growth, particularly in North America and Asia. Geopolitical risks intensified during the year, with escalating conflict in the Middle East. These developments heightened uncertainty across energy markets and global trade corridors, increasing volatility in commodity prices and disrupting cross-border logistics. These challenges and uncertainties are continuing into FY2026-27.

Economic Outlook

Global economic growth is projected to slow down with a growth rate of 3.1% in 2026 before recovering to 3.2% in 2027. Advanced economies are expected to grow by 1.8% in 2026, while growth in emerging market and developing economies is projected at 3.9%. Global headline inflation is projected to increase to 4.4% in 2026 and 3.7% in 2027, pausing its previous decline due to higher energy and food prices.

However, these forecasts assume an early end to the disruptions caused by the Middle east conflict. In reality, the pace of disinflation remains vulnerable to energy price shocks. Elevated oil and gas prices could reintroduce costpush inflationary pressures, complicate monetary easing paths and increasing input cost volatility for industrial sectors.

In the United States, growth is projected at 2.3% in 2026, supported by fiscal stimulus from the 'Big Beautiful Bill' and an AI-related capex surge. However, high public debt (125% of GDP) remains a critical risk; such elevated debt levels may constrain future global infrastructure spending as fiscal space tightens, bring about upward pressure on long-term interest rates, and dampen the investment appetite for capital-intensive sectors. The Euro area is expected to see a 1.2% growth in 2026, driven by German fiscal easing, though structural drags like aging demographics persist. The United Kingdom is forecast to grow by 1.1% in 2026, supported by rate cuts amidst a softening labour market. The Chinese economy is projected to grow by 4.4% in 2026, aided by a 'trade truce' with US and domestic stimulus measures. This truce represents a stabilisation of broad bilateral relations, yet it coexists with rising 'sector-wise protectionism' as nations seek to protect domestic industries from surplus capacity. Global trade volume growth is projected to reach to 2.8% in 2026 and 3.8% in 2027, reflecting adjustments in trade linkages.

2. Indian Economy

India remained one of the fastest-growing major economies, with a growth rate of 7.5% in FY2025-26. For FY2026-27, real GDP is projected to expand by 6.7%. Headline CPI inflation is projected to rise to the RBI's target of 4% in FY2026-27 from a record low of 2.2% in FY2025-26. Despite this rise, the RBI is expected to maintain current policy with the repo rate settling at 5.0%. This suggests that while nominal rates may stay low to support growth, the narrowing gap between inflation and interest rates will require careful management to ensure real interest rates continue to stimulate consumer spending in the auto and housing sectors.

Public capex remains high at over 5% of GDP, focusing on infrastructure and defence. The sustained investment in steel-intensive projects, such as those under the National Infrastructure Pipeline (NIP 2.0), ensures positive steel demand.

Continued blockades at the Strait of Hormuz, shortages of fuel and elevated energy costs are a key risk to the Indian economy. Given its import reliance, India risks a widening current account deficit, pressure on public finances, consequent tightening in fiscal spend, higher than anticipated consumer inflation and eventual demand erosion, if the blockade continues.

3. Global Steel Industry

Steel demand remained subdued across major developed markets, particularly due to prolonged weakness in housing construction in China, Europe, Japan and parts of

North America. The automotive sector also experienced uneven momentum amid cost pressures and cautious consumer spending. At the same time, sustained public infrastructure spending across several major economies provided some support to steel demand, partly offsetting weakness in traditional consumption segments.

Significant divergence persists across regions. While steel demand in China is expected to continue declining in the near term—albeit at a slower pace—developing economies excluding China are projected to record robust growth. India, in particular, is expected to remain a key growth driver, supported by broadbased expansion across infrastructure, construction and manufacturing. Emerging regions such as parts of ASEAN, MENA and Africa are also witnessing renewed momentum in steel consumption.

Meanwhile, elevated excess capacity and high exports from China have intensified competitive pressures in global markets, resulting in rising trade protection measures across geographies. Overall, while medium term demand prospects show early sign of stabilisation, the global steel industry continues to be marked by structural imbalances, trade tensions and uneven regional recovery.

4. Indian Steel Industry

India continues to be a global leader in steel demand growth, with consumption expected to grow at a healthy rate of 7-8% in FY2026-27. Apparent Steel Use is projected to reach 176-178 MT in FY2026-27, driven by the National Infrastructure Pipeline and emerging segments like data centres, defence, and renewable energy. Government commitment remains strong, with public infrastructure spending remaining robust. While production is expected to outpace demand growth due to massive capacity, India is transitioning toward becoming a sizeable net exporter. This growth trajectory is underpinned by several powerful domestic factors:

• Infrastructure Investment: Ongoing massive investments in roads, railways, urban infrastructure (metros), ports, and power generation continue to create significant demand for steel.

• Urbanisation: Rapid urbanisation and associated housing and commercial construction activities fuel sustained demand.

• Manufacturing Expansion: A growing manufacturing sector, supported by government initiatives and increasing domestic consumption, drives steel usage across various downstream industries.

Despite this buoyant domestic outlook, the Indian steel ecosystem will need to navigate an increasingly complex global operating environment. Excessive exports out of China and distortions in trade flows due to protectionist measures will influence domestic price cycles. Furthermore, with the roll out of carbon border mechanisms in Europe and increase in customer demand for low-emission steel, Indian export competitiveness will be impacted.

To maintain its cost competitiveness and sustain export capabilities, the Indian steel industry will require continued policy support in terms of infrastructure build, access to competitively priced energy and raw materials, and an accelerated adoption of cleaner production technologies in India. Strategic focus on enhancing productivity, upgrading product mix to higher value-added segments, and fostering innovation will be crucial for the industry to maintain its competitiveness in the evolving global steel landscape.

III. Our Business

The Company operates primarily in the infrastructure products manufacturing sector and is engaged in the production and supply of Low Relaxation Pre-Stressed Concrete (LRPC) Strands and Steel Wires, Post-Tensioning (PT) Anchorage Systems comprising Anchor Heads, Anchor Cones and Wedges, HDPE Single Wall Corrugated (SWC) Sheathing Ducts, Mechanical Couplers, and Aluminium Conductors. These products play a critical role in modern infrastructure development and find extensive application across roads, bridges, flyovers, metro rail projects, railways, high-rise buildings, atomic reactors, LNG storage tanks, power transmission and distribution networks, industrial projects, and other strategic infrastructure developments.

The infrastructure sector continues to be one of the key drivers of economic growth, supported by sustained government investments in transportation, urban development, energy, housing, and industrial corridors. Increased focus on smart cities, metro rail expansion, renewable energy transmission infrastructure, logistics parks, and affordable housing projects is expected to create significant opportunities for the Company's products.

In addition to its manufacturing business, the Company has expanded its object clause to undertake real estate development, construction, redevelopment, infrastructure development, project management, and related consultancy services. The Indian real estate sector continues to witness growing demand across residential, commercial, industrial, warehousing, and mixed-use developments, supported by urbanization, favorable demographics, increasing disposable incomes, and policy initiatives promoting housing and infrastructure development.

Segment-wise or Product-wise performance

The Company is engaged in Wire, Cable/ Conductor and Accessories. The details of Segment wise or product wise performance is provided in Note No. 37 of Financial Statement of the Company, forming part of this annual report.

Business Overview

The Company has established itself as a manufacturer and supplier of specialized infrastructure products catering to diverse sectors. The Company's product portfolio includes:

- Low Relaxation Pre-Stressed Concrete (LRPC) Strands
- Steel Wires
- Post-Tensioning (PT) Anchorage Systems
- Anchor Heads, Anchor Cones and Wedges
- HDPE Single Wall Corrugated (SWC) Sheathing Ducts
- Mechanical Couplers
- Aluminium Conductors

These products support critical infrastructure projects and are designed to meet stringent quality, durability, and performance requirements.

The Company also intends to capitalize on opportunities in real estate development, township projects, commercial complexes, industrial parks, warehousing facilities, hospitality projects, educational institutions, healthcare infrastructure, and urban infrastructure development. The expanded business scope provides an avenue for diversification and long-term value creation.

Opportunities and Outlooks

- With increasing capacity addition in the automotive industry, demand for steel from the sector is expected to be robust.

- Corporate India's capex is expected to grow and generate greater demand for steel.

- Due to rising investment in infrastructure the demand for steel products would increase in the years ahead.

- More and more modern and private airports are expected to be setup.

- Introduction of high-speed bullet trains and metro trains will increase steel usage.

- India's primary energy consumption of oil and gas is expected to increase to 10 mbpd and 14 bcfd, respectively, by 2040. This would lead to an increase in demand of steel tubes and pipes, providing a lucrative opportunity for the steel industry.

- India aims to boost non-fossil fuel electricity generation to over 5,00,000 MW by 2030, with a transmission plan for integrating 5,00,000 MW of renewable energy capacity by the same year. This will lead to enhancement in both transmission and distribution capabilities, thereby raising steel demand from the sector.

- Policies like Pradhan Mantri Awas Yojana and Pradhan Mantri Gram Sadak Yojana are driving growing demand for steel in rural India.

The Company remains focused on leveraging its engineering expertise, industry relationships, and execution capabilities to capitalize on these opportunities.

Risks and Concerns

Kataria Industries operates in a dynamic global environment characterised by evolving regulatory and environmental requirements, heightened geopolitical uncertainty, and rapid technological advancements. These factors pose material risks across the organisation's value chain. Kataria Industries maintains a robust Risk Management (RM) framework to holistically assess and manage these exposures, supporting informed decision-making. Information regarding Key Risk facing Kataria Industries is given below:

- Fluctuations in commodity markets due to trade uncertainties, exacerbated by geopolitical instability, currency exchange rate volatility also significantly influences the cost of capital and overall financial performance.

- In FY2025-26, the global economy operated in a challenging environment shaped by persistent geopolitical tensions and heightened trade policy risks. Ongoing conflicts, particularly in the Middle East, contributed to volatility in energy and freight markets, elevated supply-chain risks, and shifts in cross border trade flows. A more restrictive trade regime, including wider use of tariff measures and the initial implementation of the European Union's Carbon Border Adjustment Mechanism (CBAM), further increased compliance complexity and costs for steel producers.

- The global steel market continued to face pressure from structural imbalances, most notably the prolonged weakness in China's property sector, which constrained domestic steel consumption and resulted in elevated export volumes. Increased steel availability in seaborne markets intensified competition and weighed on benchmark prices across regions.

- Global geopolitical instability including the escalating Middle East conflict and ongoing Russia-Ukraine tensions continues to impact energy markets, freight routes, and trade flows, contributing to volatility in steel prices and input costs.

- Kataria Industries operates within a complex and rapidly evolving regulatory environment across India. Its diverse activities exposes it to key risks related to environmental regulation, ESG disclosures, competition law, labour and safety compliance, and cross-border trade controls.

- Environmental and climate-related regulations represent the most significant global risk. Critical areas include air emissions, water pollution, hazardous waste management, climate transition requirements, and community health impacts.

- The steel sector is increasingly exposed to a broad spectrum of risks. Extreme weather events disrupt global supply chains, while shifting regulations and persistent logistics challenges strains operational efficiency. Cybersecurity vulnerabilities pose serious threats to digital infrastructure, amplifying the need for robust defence. Internally, aging equipment, unexpected breakdowns, and delayed maintenance heighten the risk of costly downtime. Moreover, interruptions in critical utilities—such as electricity, water, and gas—can significantly impede production processes, reducing output and impacting overall performance.

- The steel industry operates in an environment where workforce health and safety remain critical priorities. Hazards are inherent to processes, and risks often stem from lapses in compliance with safety protocols, regulatory standards, or operational guidelines posing threats to business continuity. As companies expand geographically, the complexity intensifies with diverse, location-specific safety laws and requirements that demand rigorous adherence and proactive management.

- Kataria Industries remains committed to enhancing community well-being, with a strong focus on improving the quality of life for vulnerable groups near its operations. The Company actively aligns resources to meet evolving societal expectations, recognising that failure to do so could impact reputation, social license to operate, and business continuity.

Financial Performance

(₹ In Lakhs)

Particulars	FY 2025-26	FY 2024-25	Change
Revenue from Operations	33,103.82	35,060.74	↓ 5.58%
Other Income	152.82	139.20	↑ 9.78%
Total Income	**33,256.64**	**35,199.94**	↓ 5.52%
Profit Before Tax (PBT)	1,635.12	1,330.09	↑ 22.93%
Profit After Tax (PAT)	1,212.46	1,095.57	↑ 10.67%
EPS (Basic & Diluted)	5.63	5.09	↑ 10.63%

(₹ In Lakhs)

Particulars	31-Mar-2026	31-Mar-2025
Net Worth (Share Capital + Reserves)	12,123.24	10,910.78
Total Assets	15,303.54	13,650.16
Short-term Borrowings	2,255.59	1,696.22
Inventories	3,768.98	3,348.33
Trade Receivables	3,653.53	3,088.00

Revenue from operations for the financial year ended March 31, 2026 stood at ₹33,103.82 lakh as compared to ₹35,060.74 lakh in the previous financial year, reflecting a decline of 5.58%.

Despite the moderation in revenue, the Company reported a healthy improvement in profitability. Profit Before Tax increased to ₹1,635.12 lakh from ₹1,330.09 lakh in the previous year, registering a growth of 22.93%. Profit After Tax stood at ₹1,212.46 lakh as against ₹1,095.57 lakh in FY 2024-25, representing a growth of 10.67%.

The Company's net worth increased to ₹12,123.24 lakh as on March 31, 2026 from ₹10,910.78 lakh as on March 31, 2025, supported by retained earnings and improved financial performance.

Internal Financial Control Systems and their Adequacy

Internal Control system and adequacy Internal Control measures and systems are established to ensure the correctness of the transactions and safe guarding of the assets. Thus, internal control is an integral component of risk management. The Internal control checks and internal audit programmes adopted by the Company plays an important role in the risk management feedback loop, in which the information generated in the internal control process is reported back to the Board and Management.

The internal control systems are modified continuously to meet the dynamic change. Further the Audit Committee of the Board of Directors reviews the internal audit reports and the adequacy and effectiveness of internal controls.

Material Developments in Human Resources / Industrial Relations Front, Including Number of People Employed

The Company believes in establishing and building a strong performance and competency driven culture amongst its employees with greater sense of accountability and responsibility. The Company has taken various steps for strengthening organizational competency through the involvement and development of employees as well as installing effective systems for improving their productivity and accountability at functional levels. The Company acknowledges that its principal asset is its employees. Ongoing in-house and external training is provided to the employees at all levels to update their knowledge and upgrade their skills and abilities. As on March 31, 2026, the Company had total 140 full time employees. The industrial relations have remained harmonious throughout the year.

Cautionary Note

Statements in this Report, describing the Company's objectives, projections, estimates and expectations may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Forward looking statements are based on certain assumptions and expectations of future events. These statements are subject to certain risks and uncertainties. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The actual results may be different from those expressed or implied since the Company's operations are affected by many external and internal factors, which are beyond the control of the management. Hence the Company assumes no responsibility in respect of forward-looking statements that may be amended or modified in future on the basis of subsequent developments, information or events.

Details of Significant Changes in Key Financial Ratios

Particulars	F.Y. 2025-26	F.Y. 2024-25	Variance	Reasons
Debtors Turnover	9.06	11.35	-20.20%	Decrease in sales and increase in closing trade receivables during the year.
Inventory Turnover	8.78	10.47	-16.12%	The decrease in the ratio is mainly due to lower sales and comparatively higher inventory maintained during the year.
Interest Coverage Ratio	16.71	5.45	2.06	The interest coverage ratio increases due to reduction in bank borrowing resulting lower finance cast
Current Ratio	3.77	3.65	3.29%	Increase in trade receivables, inventory and short-term advances during the year
Debt Equity Ratio	0.19	0.16	19.68%	Increase in total debt relative to shareholders' equity.
Operating Profit Margin (%)	0.07	0.06	0.11%	The operating margin ratio Increase as compared in previous year due to Lower operating cost & Higher margin realization
Net Profit Margin (%)	0.04	0.03	17.21%	Increase in net profit due to improved profitability during the year
Return on Net Worth	0.10	0.10	0.00%	No variation

Independent Auditors' Report

To the Members of Kataria Industries Limited
Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of M/s. Kataria Industries Limited [CIN:U68100MP2004PLC029530] (herein referred to as "the Company"), which comprise the balance sheet as at March 31, 2026, the statement of Profit and Loss, and the statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profits and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters are addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matter	How the matter was addressed in our audit
Expansion of wire division and set up of solar power plant **(See note 11 to the standalone financial statements)** Capitalization of costs of acquisition of plant and equipment of Rs. 464.59 lakhs, forming part of expansion of the company's wire division and capitalization of costs of acquisition and installation of solar power plant of Rs. 110.00 lakhs, the setup of which were completed during the year. We have decided this item as a key audit matter because of substantial capital outlay.	Our audit procedures included the following: › Testing the design, implementation and operating effectiveness of Company's general IT controls, key manual and application controls over the Company's IT systems. They cover control over recording plant and equipment. › Understanding the Company's process and procedures for physical verification of property, plant and equipment at year end. › Assessing the methods used to value property, plant and equipment and ensuring ourselves of the consistency of accounting methods. › Inspecting the documents for reported acquisition cost on a sample basis. › Assessing of appropriateness of disclosures provided in the financial statements.

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditor's report thereon. The Company's annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Management's and Board of Directors' responsibilities for the Audit of the Financial Statements

The Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profits and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Board of Directors either intends to liquidate the company or to cease operations, or has no realistic alternative to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the SAs will always detect material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decision of the users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risk of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial control system in place and the operating effectiveness of such control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management and Board of Directors.

- Conclude on the appropriateness of management's and Board of Director's use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charge with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation preclude public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the order") issued by the Central Government in terms of section 143 (11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraph 3 and 4 of the order, to the extent applicable.

2. As required by section 143(3) of the Act, based on our audit, we report that:

   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.

   b. In our opinion, proper books of accounts as required by law have been kept by the Company so far as it appears from our examination of those books, except for certain matters in respect of audit trail as stated in paragraph 3(vi) below.

   c. The balance sheet, the statement of Profit and Loss, and the statements of Cash Flow dealt with by this report are in agreement with relevant books of account,

   d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014,

   e. On the basis of written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of section 164(2) of the Act.

   f. The modifications relating to the maintenance of accounts and other matters connected therewith in respect of audit trail are as stated in paragraph 2(b) above on reporting under section 143(3)(b) of the Act and paragraph 3(vi) below on reporting under rule 11(g) of the Companies (Audit and auditors) Rules, 2014.

   g. With respect to adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure A".

3. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanation given to us:

   i. The Company has disclosed the pending litigations which may have impact on its financial position in its financial statements. (Refer Note 35 to the financial statements.)

   ii. The Company did not have any long-term contracts for which there were any material foreseeable losses.

   iii. There has been no occasion or requirement to transfer any amount to the Investor Education and Protection Fund by the Company.

   iv. a. The management has represented that, to the best of its knowledge and belief, as disclosed in notes 40i(i) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other persons or entities, including foreign entities ("intermediaries) with the understanding, whether recorded in writing or otherwise, that the intermediary shall :
   - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate beneficiary") or

- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

b. The management has represented that, to the best of its knowledge and belief, as disclosed in notes 40i(ii) to the financial statements, no funds have been received by the company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall:

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries")

or

- provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and

c. Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused to us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) under sub-clause (iv)(a) and (iv)(b) contain any material misstatement.

v. The company has neither declared nor paid any dividend during the year.

vi. Based on our examination which included test checks and in accordance with requirements of the Implementation Guide on Reporting on Audit Trail under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014, except for the instances mentioned below, the Company has used accounting softwares for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective softwares:

a. The feature of recording audit trail (edit log) facility was not enabled to log any direct data changes for the accounting software used for recording and maintaining payroll information.

Further, where audit trail (edit log) facility was enabled and operated throughout the year, we did not come across any instance of audit trail feature being tampered with during the course of our audit.

The back-up of audit trail (edit log) has been preserved by the Company as per the statutory requirements for record retention.

4. As required by Section 197(16) of the Act based on our audit, we report that the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.

For Ashok Kumar Agrawal & Associates
Chartered Accountants
Firm Reg. No. 022522C

CA Ashok Kumar Agrawal
(Proprietor)
Membership No.: 071274
UDIN: 26071274TMEEBB7130

Place: Indore
Date: 29th May 2026

Annexure A to the Independent Auditor's Report of even date on the Financial Statements of Kataria Industries Limited for the year ended 31 March 2026

(Referred to in paragraph 1, under 'Report on Other Legal and Regulatory Requirements' section of our Report of even date)

(i) (a) (A) The company has maintained proper records showing full particulars, including quantitative details of property, plant and equipment (hereinafter referred to as PPE) except for sufficient description of the PPE to make identification possible and its situation in the current year. The register for property, plant and equipment is maintained in the spreadsheet file. The controls and security measures in the register for property, plant and equipment are such that once finalised, it can be altered without proper audit trail.

(B) The company has maintained proper records showing full particulars of intangible assets.

(b) The company has a regular programme of physical verification of its property, plant and equipment by which all property, plant and equipment are verified in a phased manner. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company except for -

Description of item or property	Net carrying Value in lacs	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative# of promoter*/ director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
Wind mill (installed on lease hold land)	39.99 Lakh	Ratlam Wires Pvt. Ltd.	No	22.10.2024	Lease agreement execution was in process as on year end

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, plant and equipment (including Right-of-use asset) or Intangible assets or both during the year. Therefore, the sub-clause is not applicable to the Company.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder. Therefore, the sub-clause is not applicable to the Company.

(ii) (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks, being HDFC bank and ICICI Bank, on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks are in agreements with the books of account of the Company, except as disclosed in note 41(p) of the financial statements as follows-

(₹ In Lakhs)

Name of Bank	Particular of Securities Provided	Quarter	Amount as per Books of Accounts	Amount as reported in Quarterly returns or statements	Difference
HDFC Bank, ICICI Bank	Stock	Q1	2,558.28	2,555.13	3.15
HDFC Bank, ICICI Bank	Book Debts (90 days)	Q1	3,580.72	3,577.42	3.30
HDFC Bank, ICICI Bank	Stock	Q2	2,927.55	2,819.94	107.61
HDFC Bank, ICICI Bank	Book Debts (90 days)	Q2	4,035.39	4,053.37	-17.98
HDFC Bank, ICICI Bank	Stock	Q3	3,310.62	3,311.77	-1.15
HDFC Bank, ICICI Bank	Book Debts (90 days)	Q3	3,820.12	3,847.13	-27.01
HDFC Bank, ICICI Bank	Stock	Q4	3,768.98	3,777.17	-8.18
HDFC Bank, ICICI Bank	Book Debts (90 days)	Q4	3,658.53	3,661.48	-2.95

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has neither made investments in, nor provided guarantee and security to Companies, firms, Limited Liability partnership or other parties. The Company has made loans or advances in the nature of loans to companies, in respect of which the requisite information is as below-

(a) Based on the audit procedures carried out by us and as per the information and explanations given to us, the Company has provided loans to companies during the year as follows –

(₹ In Lakhs)

Particulars	Loans	Guarantee	Security
Aggregate amount granted / provided during the year ended 31st March 2026			
- Subsidiaries	-	-	-
- Others (Inter Corporate)	6259.80	-	-
Balance outstanding as at balance sheet date- 31st March 2026			
- Subsidiaries	-	-	-
- Others	2395.14	-	-

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the terms and conditions of the grant of all loans and guarantee provided are not prejudicial to the company's interest. The loan is granted in the ordinary course of business adopted by the Company since many years which is approved by the object clause of the memorandum of association of the Company.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans for which schedule of repayment of principal and payment of interest has been stipulated. Therefore, sub-clauses (d) and (e) of clause (iii) are not applicable to the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has granted loans without specifying any terms or period of repayment.

(₹ In Lakhs)

Particulars	Related Parties	Other than Related Parties	All Parties
Aggregate amount of loans			
- Repayable on demand	-	-	-
- Agreement does not specify any terms or period of repayment	5024.80	1235.00	6259.80
Total	6259.80	0.00	6259.80
Percentage of loans/advances in the nature of loans to the total loans	100.00%	-	100.00%

(iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has neither made investments nor provided any guarantee or security as specified under Sections 185 and 186 of the Act. In respect of the loans given, in our opinion the provisions of Sections 185 and 186 of the Act have been complied with.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the order is not applicable.

(vi) The Central Government has specified maintenance of the cost records under sub-section (1) of section 148 of the Companies Act, 2013 for the products manufactured by it and/or services provided by it. We have broadly reviewed the records maintained by the Company pursuant to such provisions and are of the opinion that the records have been maintained in accordance with the said provision. However, we have not made a detailed examination of the same.

(vii) (a) The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Goods and service tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues applicable to it.

According to the information and explanations provided to us, no undisputed amounts payable in respect of Goods and Service Tax, Provident fund, employees' state insurance, income-tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues were in arrears, at the year end, for a period of more than six months from the date they became payable.

(b) According to information and explanations given to us, there are no dues of GST, PF, ESI, income tax, Sales Tax, service tax, value added tax, custom duty, excise duty and cess or other statutory dues, which have not been deposited on account of any dispute except for:

Name of the Statue	Nature of Amount Due	Period to which the amount relates	Amount (Rs. in lakhs)	Amount paid in dispute	Forum where the dispute is pending
CGST Act, 2017	Disallowance of Input Tax Credit	F.Y. 2018-19 & 2019-20	84.96	23.47	The GST Appellate Tribunal, Bhopal
CGST Act, 2017	Tax liability on account of "Outward taxable supplies	F.Y. 2020-21	22.32	1.06	The Commissioner (Appeals), CGST, Indore

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions as income, previously unrecorded as income in the books of account, in the tax assessments under the Income tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or other lender.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not taken any term loans during the year.

(d) According to the information and explanations given to us, and the procedures performed by us, and on overall examination of the financial statements of the Company, we report that no funds have been raised on short term basis by the Company, which have been used for long term purposes. Accordingly, clause 3(ix)(d) of the order is not applicable.

(e) According to the information and explanations given to us and on overall examination of the financial statements of the Company, we report that the Company has no subsidiaries, joint ventures or associate companies. Accordingly, clause 3(ix)(e) of the order is not applicable.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has no subsidiaries, joint ventures or associate companies Accordingly, clause 3(ix)(f) of the order is not applicable.

(x) (a) According to the information and explanations given to us and procedures performed by us, the Company has not raised money by way of an Initial Public Offer (IPO) or further public offer during the year. Accordingly, clause 3(x)(a) of the order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures during the year.

(xi) (a) During the course of our examination of the books of accounts of the Company, carried in accordance with the generally accepted auditing practices in India, and according to information and explanations provided to us by the management, we have neither come across any instances of fraud reported by the Company or on the Company by its officers or employees, noticed or reported during the year nor have been informed of any such cases by the management.

(b) According to information and explanations give to us and based on records of the Company examined by us, we report that no report under sub-section 12 of section 143 of the Companies Act, 2013 has been filed by the auditors in form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) According to information and explanations given to us and based on the examination of records of the company, the company did not receive any complaint from any whistle blower.

(xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company and hence not commented upon.

(xiii) According to information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in

compliance with sections 177 and 188 of the Act where applicable and the details have been disclosed in the Financial Statements, as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) According to information and explanations given to us and based on our examination of the records of the Company, the company has not entered into non-cash transactions with directors or persons connected with them. Hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.Accordingly, clause 3(xvi)(a) of the order is not applicable.

(b) The Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, clause 3(xvi)(b) of the order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the order is not applicable.

(d) According to information and explanations provided to us during the course of our audit, the group does not have any CIC. Accordingly, clause 3(xvi)(d) of the order is not applicable.

(xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the order is not applicable.

(xix) According to information and explanations given to us and on basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We however state that this is not an assurance as to the future viability of the Company. We further state that our report is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) (a) There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.

(b) According to information and explanations given to us and based on records of the Company examined by us, in our opinion, there is no amount remaining unspent under subsection (5) of section 135 of Companies Act, pursuant to any ongoing projects, and hence there is no amount is required to be transferred to special account in accordance with provisions of sub-section (6) of section 135 of the said Act.

(xxi) Since this report is being issued in respect of standalone financial statements of the company, hence clause (xxi) of paragraph 3 of the said Order is not applicable.

For Ashok Kumar Agrawal & Associates
Chartered Accountants
Firm Reg. No. 022522C

CA Ashok Kumar Agrawal
(Proprietor)
Membership No.: 071274
UDIN: 26071274TMEEBB7130

Place: Indore
Date: 29th May 2026

Annexure –B to the Independent Auditor's Report on the financial statements of Kataria Industries Limited for the year ended 31st March 2026

Report on the Internal Financial Controls over financial reporting with reference to aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

(Referred to in paragraph 1(g) under 'Report on Other Legal and Regulatory Requirements section of our report to the members of Kataria Industries Limited)

Opinion

We have audited the internal financial controls over financial reporting of Kataria Industries Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. ("the Guidance Note")

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's management and Board of Directors of the Company are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For Ashok Kumar Agrawal & Associates
Chartered Accountants
Firm Reg. No. 022522C

CA Ashok Kumar Agrawal
(Proprietor)
Membership No.: 071274
UDIN: 26071274TMEEBB7130

Place: Indore
Date: 29th May 2026

Standalone Balance Sheet
as at 31st March, 2026

(₹ In Lakhs)

Particulars	Notes	As at 31.03.2026	As at 31.03.2025
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	2153.12	2153.12
(b) Reserve & Surplus	3	9970.12	8757.65
Total of Shareholder Funds		**12123.24**	**10910.78**
(2) Non-Current Liabilities			
(a) Long Term Borrowings		0.00	0.00
(b) Deferred Tax Liabilities	4	241.62	260.27
(c) Long Term Liabilities		0.00	0.00
(d) Long Term Provision	5	0.00	1.42
Total of Non-Current Liabilities		**241.62**	**261.70**
(3) Current Liabilities			
(a) Short-Term Borrowings	6	2255.59	1696.22
(b) Trade Payables			
(i) outstanding dues payable to micro ,small and medium enterprises; and	7	379.62	349.52
(ii) outstanding dues payable to creditors other than micro, small and medium enterprises	7	71.49	190.82
(c) Current Liabilities	8	164.03	185.05
(d) Short Term Provisions	9	67.95	56.08
Total of Current Liabilities		**2938.67**	**2477.69**
Total of Equity and Liabilities		**15303.54**	**13650.16**
II. ASSETS			
(1) Non-Current Assets			
(a) Property Plant and Equipment and Intangible Assets			
(i) Property Plant and Equipment	10	3839.49	4230.64
(ii) Intangible Assets	10	0.82	2.23
(iii) Capital Work in Progress	10	140.18	33.91
(b) Other Non-Current Assets	11	241.36	337.83
Total of Non-Current Assets		**4221.85**	**4604.61**
(2) Current Assets			
(a) Current Investment	12	30.19	30.19
(b) Inventories	13	3768.98	3348.33
(c) Trade Receivables	14	3653.53	3088.00
(d) Cash and Bank Balances	15	2.06	8.97
(e) Bank Balance (other than (d) above)	16	0.36	85.93
(f) Short-Term Loans & Advances	17	3194.31	1832.98
(g) Other Current Assets	18	432.25	651.15
Total of Current Assets		**11081.69**	**9045.55**
Total of Assets		**15303.54**	**13650.16**

Significant accounting policies & notes farming part of financial statements (I & II)

As per our report of even date attached.

For Ashok Kumar Agrawal & Associates
Chartered Accountants
FRN 022522C

For and on behalf of Board
Kataria Industries Limited

CA. Ashok Kumar Agrawal
Proprietor
M.NO. 071274

Arun Kataria
Managing Director
DIN: 00088999

Anoop Kataria
CFO & Whole-Time Director
DIN: 06527758

Muskan Jain
Company Secretary

Place: Ratlam
Date: 29-05-2026
UDIN: 26071274TMEEBB7130

Place: Ratlam
Date: 29-05-2026

Statement of Profit and Loss

for the period ended 31st March 2026

(₹ In Lakhs)

Particulars	Notes	Year Ended on 31.03.2026	Year Ended on 31.03.2025
I. Revenue from Operations	19	33103.82	35060.74
II. Other Income	20	152.82	139.20
III. Total Revenue (I+II)		**33256.64**	**35199.94**
IV. Expenses:			
Cost of Material Consumed	21	27561.88	29411.04
Purchase of Stock in Trade	22	259.87	741.68
Changes in Inventories	23	(72.49)	(102.78)
Employee Benefit Expense	24	702.09	562.35
Financial Costs	25	104.10	298.82
Depreciation and Amortization Expense	10	528.99	539.07
Other Expenses	26	2537.09	2419.66
Total Expenses (IV)		**31621.53**	**33869.85**
V. Profit/(Loss) Before Exceptional and Extraordinary Items and Tax		1635.12	1330.09
VI. Extraordinary Items/Exceptional Items		0.00	0.00
VII. Profit / (Loss) Before Tax		**1635.12**	**1330.09**
VIII. Tax Expenses:			
(1) Current Tax		418.98	349.54
(2) Deferred Tax		(18.65)	(55.71)
(3) Income Tax for Earlier Years		22.32	(59.31)
IX. Profit /(Loss) from the Period from Continuing Operations for the Period		**1212.46**	**1095.57**
X. Earning Per Equity Share:			
(1) Basic	27	5.63	5.58
(2) Diluted		5.63	5.58

Significant accounting policies & notes farming part of financial statements (I & II)

As per our report of even date attached.

For Ashok Kumar Agrawal & Associates
Chartered Accountants
FRN 022522C

For and on behalf of Board
Kataria Industries Limited

CA. Ashok Kumar Agrawal
Proprietor
M.NO. 071274

Arun Kataria
Managing Director
DIN: 00088999

Anoop Kataria
CFO & Whole-Time Director
DIN: 06527758

Muskan Jain
Company Secretary

Place: Ratlam
Date: 29-05-2026
UDIN: 26071274TMEEBB7130

Place: Ratlam
Date: 29-05-2026

Cash Flow Statement

for the period ending 31st March 2026

(₹ In Lakhs)

	Particulars	For the Period ended 31-03-26	For the Period ended 31-03-25
A.	**Cash Flow from Operating Activities:**		
	Net Profit as per P & L A/c. before Income Tax	1,635.12	1330.09
	Add back:		
	(a) Depreciation	528.99	539.07
	(b) Finance Cost	91.06	264.74
	Deduct:		
	(a) Interest Income	(31.22)	(44.04)
	(b) Rental Income on House Property	(0.84)	(16.82)
	(c) Capital Gain on Sale of Investment -Surat	-	(48.38)
	(d) Profit on Sale of Asset	(45.81)	(11.30)
	Operating Profit before Working Capital Changes	**2,177.30**	**2013.36**
	Adjustment For Working Capital Changes:		
	(Increase) / Decrease in Trade Receivables	(565.53)	984.05
	(Increase) / Decrease In Short Term Loans & Advances	1,033.81	(651.85)
	(Increase) /Decrease in Other Current Assets	192.68	30.15
	Increase / (Decrease) in Trade Payables	(89.23)	198.91
	Increase/ (Decrease) in Other Current Liabilities	(21.03)	(117.70)
	Increase/ (Decrease) in Short Term Provisions	11.87	(80.23)
	(Increase) / Decrease in Inventories	(420.65)	(1885.80)
	Increase/ (Decrease) in Other Non- Current Assets	96.47	(180.71)
	Increase/ (Decrease) in Other Non- Current Liabilities	(1.42)	0.80
	Cash Generated from Operations	**2,414.26**	**310.97**
	Deduct:		
	Current Income Tax Paid / (Refund) - Net	441.30	290.24
	Net Cash Flow From Operating Activities	**1,972.97**	**20.73**
B.	**Cash Flow from Investment Activities:**		
	Acquisition of Property, Plant and Equipments	(800.85)	(647.35)
	Subsidy Received and Proceeds from Sale of PPE	669.94	-
	Short Term Loans & Advances	(2,395.14)	-
	(Increase) / Decrease in Non-Current Investment	45.81	191.00
	Interest Income	31.22	44.04
	Rental Income on House Property	0.84	16.82
	Net Cash Used in Investing Activities	**(2,448.18)**	**(395.50)**
C.	**Cash Flow from Financing Activities:**		
	Increase/ (Decrease) in Long-Term Borrowings	-	(499.56)
	Increase/ (Decrease) in Short-Term Borrowings	559.37	(4141.33)
	Issue of Shares for Cash (IPO)	-	5283.29
	Finance Cost Paid	(91.06)	(264.74)
	Net Cash (Used In) / From Financing Activities	**468.31**	**377.67**
	Net Increase / (Decrease) in Cash and Cash Equivalents	**(6.90)**	**2.90**
	Opening Cash & Cash Equivalents	8.97	6.07
	Closing Cash and Cash Equivalents	**2.06**	**8.97**

For Ashok Kumar Agrawal & Associates
Chartered Accountants
FRN 022522C

For and on behalf of Board
Kataria Industries Limited

CA. Ashok Kumar Agrawal
Proprietor
M.NO. 071274

Arun Kataria
Managing Director
DIN: 00088999

Anoop Kataria
CFO & Whole-Time Director
DIN: 06527758

Muskan Jain
Company Secretary

Place: Ratlam
Date: 29-05-2026
UDIN: 26071274TMEEBB7130

Place: Ratlam
Date: 29-05-2026

Notes Forming Part Of Balance Sheet & Profit & Loss

For The Period Ended On 31.03.2025

Overview

Kataria Industries Limited was incorporated as Private Limited Company in the year 2004 which was converted into a Public Limited Company with effect from 20th Dec, 2023. It is engaged in the business of manufacturing and sale of Cables & Conductors LRPC Wire Stranded wire and Un Gi wire and LRPC Accessories. It is a listed company with effect from 24th July 2024.

I. SIGNIFICANT ACCOUNTING POLICIES

1.1 Basis of Preparation of Financial Statements

The financial statements are prepared and presented under the historical cost convention, on the accrual basis of accounting in accordance with the accounting principles generally accepted in India ('Indian GAAP') and comply with the Accounting Standards issued by the Institute of Chartered Accountants of India ('ICAI') specified in Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rule 2014 and relevant provisions of Companies Act, 2013 ("the Act") to the extent applicable.

1.2 Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles ("GAAP") requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

1.3 Fixed Assets and Depreciation

The company has adopted Cost Model as prescribed in Accounting standard -10 (Revised) "Property Plant & Equipment.

Depreciation on fixed assets is provided on Written down Method at the manners provided in Schedule II of the Companies Act, 2013. Depreciation is charged on fixed assets from last day of the month in which such assets were put to use. Further, Govt. Grant received if any related to depreciable assets are reduced from depreciation over the period of useful life of qualifying assets on systematic and rational basis. Leasehold land is amortized over the period of lease.

1.4 Impairment of Assets

The Company assesses at each balance sheet date whether there is any indication that an asset or a group of assets (cash generating unit) may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset or a group of assets. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the profit & loss account. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exits, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost.

1.5 Inventories

a. Inventories are valued at cost or net realizable value whichever is lower.

b. The cost of finished goods and stock in process includes estimated cost of conversion and other costs included in bringing the inventories to their present location and condition.

c. Cost of raw materials, packaging material and oils and fuels on First Come First Out basis.

d. Cost of Store and Spares is determined at Estimated Cost.

e. By-product and scrap are valued at net realisable value.

1.6 Revenue Recognition

a. Revenue from sale is recognized on transfer of all significant risk and rewards of ownership of products to the customers, which is generally on dispatch of goods. Sales are stated exclusive of GST.

b. Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

1.7 Employee Benefits

Short Term Employee Benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages, and short term compensated absences, etc. are recognized in the period in which the employee render the related services.

Post- Employment Benefits

i. **Defined Contribution Plans:** The Employee State Insurance Scheme and Contributory Provident Fund administered by Provident Fund Commissioner are defined contribution plans. The Company's contribution paid/payable under the schemes is recognized as expense in the profit and loss account during the period in which the employee renders the related service. No provision has been made towards leave encashment payable to employes on their retirement or termination of service.

ii. **Defined Benefit Plans:** The Company has taken Group Gratuity and Cash Accumulation Policy issued by the Kotak Life Insurance . The present value of the obligation under such defined benefit plans is determined based on actuarial valuation as advised by Kotak Life Insurance, using the Projected Unit Credit method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.
The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plans, are as advised by Kotak Life Insurance.
Actuarial gains and losses are recognized immediately in the Profit & Loss Account by way of contribution for the year.

iii. **Other Benefits:** The Company has not made provision for leave encashment in respect of accumulated encashable leave of employees as at the balance sheet date. The liability, if any, on account of leave encashment will be recognized in the year of actual payment.

1.8 Foreign Currency Transactions

Transactions denominated in foreign currency are recorded at the exchange rate prevailing on the date of transactions. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the statement of profit and loss of the year.

Monetary assets and liabilities in foreign currency, which are outstanding as at the year-end, are translated at the closing exchange rate and the resultant exchange differences are recognized in the statement of profit and loss.

1.9 Borrowing Costs

Borrowing costs are capitalized as a part of the cost of qualifying assets when it is probable that they will result in future economic benefits to the enterprise and the cost can be measured reliably. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. Other borrowing cost is recognized as an expense in the period in which they are incurred. Interest on term loan taken for acquisition of fixed assets till the date of commencement of commercial production unit is capitalized and determined in accordance with Accounting Standard (AS) 16- Borrowing Costs issued by the Institute of Chartered Accountants of India (ICAI) and notified under the Companies (Accounts) Rules 2014.

1.10 Taxation

Tax expenses for the current year comprises of current tax and deferred tax. Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of Income Tax Act 1961. Deferred tax is recognized, on timing difference between the taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

1.11 Earning Per Share

Basic and diluted earnings per share is computed by dividing the net profit attributable to equity shareholders for the year, by the weighted average number of equity shares outstanding during the year. There are no diluted potential equity share.

1.12 Provisions for Contingencies

A provision is recognised when the company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimates required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimate. Contingent liabilities are not recognigsed but are disclosed in the financial statements. Contingent assets are neither recognised nor disclosed in the financial statements.

1.13 Segment Reporting

The Company is engaged in the business of manufacturing and selling of LRPC & Un Gi Wire and Cable & Conductor being different segment.The accounting policies adopted for segment reporting are in line with the accounting policies of the company. segment revenue, segment result, segment assets and segment liabilities have been identified to segment on their relationship to the operating activities of the segments.

1.14 Cash Flow Statement

Cash Flow Statement using indirect method as set out in Accounting Standard (AS) - 3 "Cash Flow Statement", whereby profit/(loss) before extraordinary items and tax is adjusted for the effect of transactions of non-cash nature and any deferral or accurals of past or future cash receipts or payment. The cash flow from operating, investing and financial activities of the company are segregated based on available information.

1.15 Operating Cycle

Based on the nature of product / activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the company has determined its operating cycle as 12 months for the purpose of classification of its assts and liabilities as current and non-current.

1.16 Government Grants (Industrial Incentive)

The Company recognises Government Grants only when their is reasonable assurance that the conditions attached to them will be complied with and the Grants will be received. When the grants relates to an assets, the company deducts such grants amount from the carrying amount of that assets. The Company having made substantial investment by way of expansion/ diversification hence it is entitled to get Industrial Incentive under Industrial Policy, 2014 announced by the Govt. of Madhya Pradesh. The amount of subsidy receivable under the policy is accounted for on accrual basis based on amount sanctioned by Madhya Pradesh Industrial Development Corporation.

1.17 Lease Rent

Lease under which the Company assumed substantially all the risk and rewards of ownership are classified as finance leases. Such assets acquired are capitalized at fair value of the assese or present value of the minimum lease payment at the inception of the lease, whichever is lower. Lease payments under operating leases are recognized as an expense on straight line basis in the statement of profit and loss over the lease term.

(II) NOTES FORMING PART OF FINANCIAL STATEMENTS

2. Equity Share Capital

Authorised Shares Capital

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
22000000 equity shares of Rs 10 each authorised as 1st April 2025 (previous year : 22000000 equity share of Rs 10/- each)	2200.00	2200.00
22000000 equity shares of Rs 10 each authorised as at the end of the year	**2200.00**	**2200.00**

Issued and Subscribed and Paid up Capital

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
21531234 Equity Shares of Rs.10/- each as at 01st April 2025 (previous year 15846834 Equity Shares of Rs.10/- each)	2153.12	1584.68
Add : Current Year : Nil equity shares (previous year : 5684400 equity shares of Rs 10/- each issued)	0.00	568.44
21531234 Equity Shares of Rs.10/- each as at the end of the year (previous year 21531234 Equity Shares of Rs.10/- each)	**2153.12**	**2153.12**

Reconciliation of the Number of Shares

Particulars	As at March 31, 2026	As at March 31, 2025
Equity shares outstanding as at begininng of the year	21531234.00	15846834.00
Add : Fully paid up equity shares issued	0.00	5684400.00
Shares Outstanding at End of the Year	**21531234.00**	**21531234.00**

The Rights Attaching to Each Class of Shares :

The company has one class of equity shares having a par value of 10 per share. Each holder of equity share is entitled to one vote per share. The company declare and pay dividend in Indian rupees. The dividend in case it proposed by the Board of Directors is subject to the approval by the shareholders of the company in the ensuing Annual General Meeting. In the event of liquidation of the company, The holders of the equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amount. The distribution will be in proportion to the number of equity share held by the share holders

Aggregate Number and Class of Shares Allotted as Fully Paid-Up by Way of Bonus Shares :

The Board of Directors in its meeting held on 25th Oct 2023 recommended issue of bonus equity shares in the ratio of five equity share of Rs.10 each for every one equity shares of Rs.10 each which was approved by the members of the Company on 14th November 2023. Pursuant to this the company has issued and allotted 13205695 bonus equity shares fully paid up on 6th December 2023.

Details of Shareholders Holding more than 5% Shares in the Company

Name of Shareholder	As at March 31, 2026		As at March 31, 2025	
	No. of Share	% of Holding	No. of Share	% of Holding
Shri Arun Kataria	2908000	13.51%	2908000	13.51%
Shri Sunil Kataria	1828600	8.49%	1828600	8.49%
Shri Madanlal Kataria	1390104	6.46%	1390104	6.46%
Smt. Nagina Devi Kataria	1197654	5.56%	1197654	5.56%
Smt. Rakhi Kataria	1505257	6.99%	1505257	6.99%
Shri Anoop Kataria	1809774	8.41%	1809774	8.41%
Smt. Sushila Devi Kataria	1095486	5.09%	1095486	5.09%
Smt. Chanda Devi Kataria	1505257	6.99%	1505257	6.99%
Shri Anokhilal Kataria	1212146	5.63%	1212146	5.63%
Shri Pankaj Kataria	1623156	7.54%	1623156	7.54%

Equity Share Held by Promoters / Member of Promoter Group. As on 31st March 2025

Name of the Promoters/Directors	As at March 31, 2026			As at March 31, 2025		
	No. of Share	% of Holding	% Change during the year	No. of Share	% of Holding	% Change during the year
Shri Arun Kataria	2908000	13.51%	0.00%	2908000	13.51%	-4.66%
Shri Sunil Kataria	1828600	8.49%	0.00%	1828600	8.49%	-2.92%
Shri Madanlal Kataria	1390104	6.46%	0.00%	1390104	6.46%	-2.32%
Smt. Nagina Devi Kataria	1197654	5.56%	0.00%	1197654	5.56%	-2.00%
Smt. Rakhi Kataria	1505257	6.99%	0.00%	1505257	6.99%	-2.51%
Shri Anoop Kataria	1809774	8.41%	0.00%	1809774	8.41%	-3.02%
Smt. Sushila Devi Kataria	1095486	5.09%	0.00%	1095486	5.09%	-1.83%
Smt. Chanda Devi Kataria	1505257	6.99%	0.00%	1505257	6.99%	-2.51%
Shri Anokhilal Kataria	1212146	5.63%	0.00%	1212146	5.63%	-2.02%
Shri Pankaj Kataria	1623156	7.54%	0.00%	1623156	7.54%	-2.52%
Shri Yash Kataria	66000	0.31%	0.00%	66000	0.31%	-0.11%

3. Reserve & Surplus

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Securities Premium		
Balance at the beginning of the year	4714.85	0.00
Add: Current Year : Nil (Previous year Share premium @ 86/- per on equity shares Issued)	0.00	4888.58
Less : Current Year : Nil (Previous year Share issue Expenses written off)	0.00	173.73
Balance at the end of the year	**4714.85**	**4714.85**
Balance in Statement of Profit & Loss Account		
Balance at the beginning of the year	4042.80	2947.23
Add : Profit for the year	1212.46	1095.57
Balance at the end of the year	**5255.26**	**4042.80**
Total	**9970.12**	**8757.65**

Nature and Purpose of Reserves

A. Securities Premium

Securities Premium Reserve was created when the company had issued its own shares at a premium. Utilization of this premium is governed by the provisions of section 52 of the Companies Act 2013.

B. Retained Earning

The retained earnings comprises of surplus earning from time to time. Retained earnings is free reserve of the Company and can be used for the purposes like issuing bonus shares, buy back of shares and other purposes (like declaring Dividend etc.) as per the approval of Board of Directors.

4. Deferred Tax Liabilities (Net)

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Balance at the beginning of the year	260.27	315.99
Add/(Less) : On Account of Timing Difference of Depreciation	(18.65)	(55.71)
Balance at the end of the year	**241.62**	**260.27**

5. Long Term Provision

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for Employee Benefits (Gratuity)	0.00	1.42
Total	**0.00**	**1.42**

6. Short Term Borrowings

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Loans Repayable on Demand -		
From Banks - Secured Loan (Cash Credit /WCDL)		
HDFC Bank Ltd Cash Credit	1703.71	895.48
HDFC Bank WCDL	551.72	0.00
ICICI Bank Ltd Cash Credit	0.00	95.10
ICICI Bank Letter of Credit	0.00	705.64
Total Secured Loan (Short Term)	**2255.43**	**1696.22**
Loans Repayable on demand -		
Unsecured Loans from:		
ICICI Bank Credit Card	0.16	0.00
Total unsecured Loan (Short Term)	**0.16**	**0.00**
Total	**2255.59**	**1696.22**
Out of the Above (including current maturity of long term borrowings)		
Guaranteed by Directors and Others	2255.26	1696.22
	2255.26	**1696.22**

Terms and Conditions of Borrowings

1. Cash Credit Limit of Rs. 43.50 Crores from HDFC bank is secured by first charge on stock of raw material, stock in process, finished goods, consumables stores and spares, book debts, equitable mortgage of P & M existing and future and further the loan is personal guarantee by directors i.e, Mr Sunil kataria, Mr. Arun Kataria, Mr. Anoop Kartaria, and Relative of Director i.e, Mr Madanlal Kataria & Smt Sushila Devi Kataria. Rate of Interest on the loan is payable @ 7.50 % per annum.

2. Working capital demand loan (WCDL) Limit of Rs 38.50 Crore (Sub limit of Cash Credit) from HDFC bank is secured by first charge on stock of raw material, stock in process, finished goods, consumables stores and spares, book debts, equitable mortgage of factory , P & M existing and future and further the loan is personal guaranteeby directors i.e, Mr Sunil kataria, Mr. Arun Kataria, Mr. Anoop Kartaria, and Relative of Director i.e, Mr Madanlal Kataria & Smt Sushila Devi Kataria.

3. Cash Credit Limit of Rs. 12.39 Crores from ICICI bank is secured by first charge on stock of raw material, stock in process, finished goods, consumables stores and spares, book debts, equitable mortgage. of factory , P & M existing and future and further the loan is personal guaranteeby directors i.e, Mr Sunil kataria, Mr. Arun Kataria, Mr. Anoop Kartaria, and Relative of Director i.e, Mr Madanlal Kataria & Smt Sushila Devi Kataria.. The interest rate is floating rate which was repo rate (6.25 %) + spread (2.85 %).

4. Letter of Credit Limit of Rs. 17.00 Crores from ICICI bank is secured by first charge on stock of raw material, stock in process, finished goods, consumables stores and spares, book debts, equitable mortgage. of factory, P & M existing and future and further the loan is personal guaranteeby directors i.e, Mr Sunil kataria, Mr. Arun Kataria, Mr. Anoop Kartaria, and Relative of Director i.e, Mr Madanlal Kataria & Smt Sushila Devi Kataria.

7. Trade Payables

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
a) Total Outstanding Due to Micro Small and Medium Enterprises	379.62	349.52
b) Total Outstanding Due to Creditors other than Micro Small and Medium Enterprises	71.49	190.82
Total	**451.11**	**540.34**

Particulars	As At 31st March 2026				
	Less Than 1 Year	1 - 2 Year	2 - 3 Year	More Than 3 Year	Total
(i) MSME	375.84	0.00	0.00	0.00	375.84
(ii) Others	71.49	0.00	0.00	0.00	71.49
(iii) Disputed Dues- MSME	3.77	0.00	0.00	0.00	3.77
(iv) Disputed Dues- Others	0.00	0.00	0.00	0.00	0.00
Total	**451.11**	**0.00**	**0.00**	**0.00**	**451.11**

Particulars	As At 31st March 2025				
	Less Than 1 Year	1 - 2 Year	2 - 3 Year	More Than 3 Year	Total
(i) MSME	349.52	0.00	0.00	0.00	349.52
(ii) Others	190.82	0.00	0.00	0.00	190.82
(iii) Disputed Dues- MSME	0.00	0.00	0.00	0.00	0.00
(iv) Disputed Dues- Others	0.00	0.00	0.00	0.00	0.00
Total	**540.34**	**0.00**	**0.00**	**0.00**	**540.34**

Disclosure requirement under section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act")

a. The principal amount of Rs 375.84 lakhs/- and the interest (NIL) remaining unpaid to any supplier at the end of each accounting year;

b. The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year; Rs 0.68 Lakhs. (PY NIL)

c. The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006; NIL

d. The amount of interest accrued and remaining unpaid at the end of each accounting year; NIL

e. The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006. Rs NIL

8. Other Current Liabilities

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Advance from customers	43.00	52.77
Statutory Liabilities	5.72	6.19
Outstanding liabilities for expenses	94.60	100.57
Tax deducted / Collected at source	7.73	7.54
GST Payable	12.97	7.92
Advance EMD Received from Transportor against e way bill appeal	0.0	7.28
Due to Ratlam Wire Pvt. Ltd.(against Slump Sale)	0.00	2.78
Total	**164.03**	**185.05**

9. Short Term Provision

(₹ In Lakhs)

Particulars		As at March 31, 2026	As at March 31, 2025
Provison for employee benefits			
Provision for Bonus		40.65	40.20
Provision for Gratuity		0.15	14.65
Other Provisons			
Provision For Taxation	418.98		
Less: Pre-paid taxed deducted as per contra	-391.83	27.15	1.24
Total		**67.95**	**56.08**

10. Plant, Property and Equipment as at 31.03.2026

(₹ In Lakhs)

Particulars	Useful Life in Years	Gross Block (At Cost)				Depreciation					Net Block	
		As at 31.03.2025	Addition During the Year	Sales/Transfer During the Year	Incentive from TRIFAC	As at 31.03.2026	Up to 31.03.2025	For the Year	Sales/Transfer During the Period	Up to 31.03.2026	As at 31.03.2026	As at 31.03.2025
Property, Plant and Equipment:												
Leasehold Land-												
Land	99	28.04	27.61	-	-	55.66	17.26	4.39	-	21.66	34.00	10.78
Land Development	30	1.25	0.00	-	-	1.25	1.02	0.02	-	1.04	0.21	0.23
Buildings-												
Factory Building	30	1263.16	87.84	135.25	15.18	1200.57	667.54	59.45	115.24	611.74	588.83	595.62
Plant & Machinery												
Wire Division	15	5930.27	464.59	146.18	458.45	5790.24	2533.78	394.14	97.21	2830.71	2959.53	3396.49
Cable Division	15	363.34	-	0.00	0.00	363.34	339.05	1.58	0.00	340.63	22.71	24.29
Common Utility	15	80.28	-	-	-	80.28	76.06	0.00	-	76.06	4.21	4.21
Electric Installations	15	22.96	0.00	0.00	-	22.96	21.81	0.00	0.00	21.81	1.15	1.15
Testing Equipments	15	27.57	0.00	6.55	0.00	21.01	20.82	1.18	6.17	15.83	5.18	6.74
Spools & Cages	5	2.68	0.00	2.68	0.00	0.00	2.54	0.00	2.54	0.00	0.00	0.14
Solar Power Plant (captive)	25	0.00	110.00	-	6.29	103.71	0.00	5.86	-	5.86	97.86	0.00
Wind Generation Plant	22	190.67	0.00	-	2.29	188.39	135.44	20.21	-	155.65	32.73	55.23
Office Equipment-												
Office Equipments	5	50.03	3.49	23.96	-	29.56	33.53	4.68	21.49	16.71	12.84	16.50
Furniture and Fixtures-												
Furniture & Fixtures	10	171.36	0.00	-	-	171.36	120.39	13.68	-	134.07	37.28	50.97
Vehicles-												
Vehicles	8	144.90	0.00	10.39	-	134.52	81.45	19.63	7.53	93.55	40.96	63.45
Others												
Computer	3	17.40	1.50	8.58	0.00	9.88	12.58	2.77	7.46	7.89	1.99	4.82
Intangible Assets:												
Software	3	3.00	0.00	-	-	3.00	2.30	0.44	-	2.74	0.26	0.70
Website	3	4.40	0.00	-	-	4.40	2.86	0.97	-	3.83	0.57	1.54
Total		**8301.31**	**694.58**	**333.58**	**482.20**	**8180.11**	**4068.44**	**528.99**	**257.64**	**4339.80**	**3840.31**	**4232.87**
Capital Work in Process (Wire Division)												
Plant & Machinery		19.89	-	19.89	-	0.00	-	-	-	-	0.00	19.89
Solar Power Plant		-	115.47	0.00	-	115.47	-	-	-	-	115.47	0.00
Factory Shed		14.02	59.40	48.71	-	24.71	-	-	-	-	24.71	14.2
Furniture & Fixture		0.00	0.00	0.00	-	0.00	-	-	-	-	0.00	0.00
		33.91	**174.87**	**68.60**	**0.00**	**140.18**	**0.00**	**0.00**	**0.00**	**0.00**	**140.18**	**33.91**
Grand Total		**8335.22**	**869.45**	**402.18**	**482.20**	**8320.29**	**4068.44**	**528.99**	**257.64**	**4339.80**	**3980.49**	**4266.78**
Previous Year		6908.84	1833.06	664.58	-	7748.05	3183.11	566.13	147.92	3600.85	4147.20	3696.02

Other Information

1. The amount of property plant and equipment pledged as securities for liabilities are Rs. 3712.20 lakhs (previous year Rs. 4083.88 lakhs)
2. Borrowing costs capitalised during the year are Rs. NIL

11. Other Non Current Assets

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Securities Deposits:		
(unsecured considered good)		
With M.P.P.K.V.V.C. Limited (E S D)	155.98	114.22
With Others	85.38	87.46
Advance for Capital Goods	0.00	136.15
Total	**241.36**	**337.83**

12. Current Investments

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Investment Property		
Immovable Property (at cost)		
Shop at Vadodara	30.19	30.19
Total	**30.19**	**30.19**

13. Inventories

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Raw Material	2591.46	2177.35
Work-in-Progress	197.82	167.36
Finished Goods	763.52	741.71
Stores & Spares	64.19	89.99
Oil & Fuels	24.72	34.30
Packing Material - Other	39.87	60.00
Sundry Chemicals - Others	30.29	40.72
Trading Goods	57.11	36.89
Total	**3768.98**	**3348.33**

14. Trade Receivables

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
a) Secured, considered good	3658.53	3088.00
b) Unsecured, considered good	0.00	0.00
Less: Allowance for doubtful debts	(5.00)	0.00
Total	**3653.53**	**3088.00**

Particulars	As At 31st March 2026					
	Less Than 6 Months	6 Month - 1 Year	1 - 2 Year	2 - 3 Year	More Than 3 Year	Total
Unsecured Trade Receivable	-	-	-	-	-	-
Undisputed Trade Receivables – considered good	3493.52	25.32	87.72	15.15	36.83	3658.53
Undisputed Trade Receivables – considered doubtful	0.00	0.00	0.00	0.00	0.00	0.00
Disputed Trade Receivables – considered good	0.00	0.00	0.00	0.00	0.00	0.00
Disputed Trade Receivables – considered doubtful	0.00	0.00	0.00	0.00	0.00	0.00
Less : allowance for bad and doubtful debts	0.00	0.00	0.00	0.00	5.00	5.00
Total	**3493.52**	**25.32**	**87.72**	**15.15**	**31.83**	**3653.53**

Particulars	As At 31st March 2025					
	Less Than 6 Months	6 Month - 1 Year	1 - 2 Year	2 - 3 Year	More Than 3 Year	Total
Unsecured Trade Receivable	-	-	-	-	-	-
Undisputed Trade Receivables – considered good	2811.40	8.60	201.28	10.31	56.42	3088.00
Undisputed Trade Receivables – considered doubtful	0.00	0.00	0.00	0.00	0.00	0.00
Disputed Trade Receivables – considered good	0.00	0.00	0.00	0.00	0.00	0.00
Disputed Trade Receivables – considered doubtful	0.00	0.00	0.00	0.00	0.00	0.00
Less : allowance for bad and doubtful debts	0.00	0.00	0.00	0.00	0.00	0.00
Total	**2811.40**	**8.60**	**201.28**	**10.31**	**56.42**	**3088.00**

Note : Trade Receivables are Net of Bills discounted Rs. 52.44 Lakh, Previous year Rs. 117.61 Lakh

15. Cash & Bank Balances

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Cash-and Cash Equivalents		
Cash in hand	1.23	8.18
In current account with schedule bank	0.83	0.79
Total	**2.06**	**8.97**

16. Bank & Balances (other than note 15)

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Other Bank Balances		
Fixed deposit with schedule bank held as margin money	0.36	85.93
Total	**0.36**	**85.93**

17. Short Term Loans and Advances

(₹ In Lakhs)

Particulars		As at March 31, 2026	As at March 31, 2025
Unsecured considered good -			
Advance to suppliers of goods & services		754.87	1782.13
Loan and Advances		2395.14	0.00
Advance to employees & others		15.86	18.66
Deposits with Govt. Departments & Others		28.45	32.20
Advance payment of Income Tax (Incl. T.D.S.& T.C.S)	391.83		
Less : Provision for Income Tax deducted per contra	391.83	0.00	0.00
Total		**1832.98**	**1832.98**

18. Other Current Assets

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Interest Accrued on Fixed Deposit	0.01	1.25
Pre-Paid Insurance & other expenses	12.93	16.16
Industrial subsidy receivable from MP TRIFAC & MSME	396.50	593.99
GST Receivable	22.81	39.21
Export Incentive (ROTEP Scheme)	0.00	0.54
Total	**432.25**	**651.15**

19. Revenue from Operations

(₹ In Lakhs)

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Sale of Products		
Sales of Manufactured Goods	32620.59	33870.74
Sales of Traded Goods	328.95	812.88
Sales of Scrap	154.27	264.73
Sale of Services		
Job Work Receipts	0.00	112.40
Total	**33103.82**	**35060.74**

Note : Details of Product Sold

(₹ In Lakhs)

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
(i) Finished Goods		
LRPC Stranded Wire including HDPE LRPC Wire	11072.94	13415.32
Conductor (ASCR/AAC)	8996.44	10049.40
Alluminum Wire	579.65	836.53
Un Galvanized / Spring Steel Wire	11114.74	8507.53
G.I. Stranded Wire	63.19	359.03
LRPC Accessories	793.64	661.77
Scrap -Wire	76.81	178.19
Scrap -Conductor	56.83	86.54
Scrap -LRPC Accessories	20.64	41.16
(ii) Job Work		
Job Work Receipts	0.00	112.40
(iii) Traded Goods		
LRPC Accessories	299.42	204.25
Steel Wires	29.54	608.63
Total	**33103.82**	**35060.74**

20. Other Income

(₹ In Lakhs)

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Interest earned on FDR ,SD & others	10.83	44.04
Interest earned from debtors	73.80	11.50
Interest earned on Loan	20.39	0.00
Profit on Sale of Fixed Assets	45.81	11.30
Foreign Exchange Fluctuation Gain	0.00	0.22
Duty Drawback & Export Incentives	0.33	6.40
Lifting Charges	0.83	0.54
Other Non Operating Income		
Profit on Sale of Investment	0.00	48.38
Rental Income	0.84	16.82
Total	**152.82**	**139.20**

21. Cost of Raw and Packing Material Consumed

(₹ In Lakhs)

Particulars		For the year ended 31.03.2026	For the year ended 31.03.2025
Opening Stock		2278.08	503.26
Add:- Purchases during the year		27967.23	31733.43
	(A)	**30245.31**	**32236.69**
Less :Sales of Raw Material (Wire Rod)		21.81	547.57
Less: Closing Stock		2661.62	2278.08
	(B)	**2683.43**	**2825.65**
Total	**(A-B)**	**27561.88**	**29411.04**

Details of Raw Material Consumed

(₹ In Lakhs)

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Wire Rod/ Wire	18131.78	18672.32
Sundry Chemical, HDPE, Grease	455.18	779.96
Packing Material	32.33	93.49
LRPC Accessories (plate, hub pipe)	461.85	457.99
Aluminum Rod/ Alloy Rod	8074.23	8779.04
Raw Material Conductor	182.00	351.81
Packing Material- Conductor div	224.51	276.43
Total	**27561.88**	**29411.04**

Details of Stock of Raw Material

(₹ In Lakhs)

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Wire Rod/ Wire	2253.96	1823.97
Sundry Chemical	66.15	80.45
Packing Material	39.87	60.00
LRPC Accessories (plate, hub pipe)	82.08	42.58
Aluminum Rod/ Alloy Rod	167.32	183.27
G I Wire etc.	52.23	87.79
Total	**2661.62**	**2278.08**

22. Purchase of Traded Goods

(₹ In Lakhs)

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Steel Wires	21.04	558.40
LRPC Accessories	238.83	183.28
Total	**259.87**	**741.68**

23. Change in Inventories

(₹ In Lakhs)

Particulars		For the year ended 31.03.2026	For the year ended 31.03.2025
Opening Stock			
Stock in process		167.36	108.79
Trading Goods Stock		36.89	34.72
Finished goods		709.83	613.03
Scrap		31.88	86.65
Total	**(A)**	**945.96**	**843.19**
Less: Closing Stock			
Stock in process		197.82	167.36
Trading Goods Stock		57.11	36.89
Finished goods		729.86	709.83
Scrap		33.66	31.88
Total	**(B)**	**1018.46**	**945.96**
Total	**(A-B)**	**-72.49**	**-102.78**

24. Employment Benefit Expenses

(₹ In Lakhs)

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Manufacturing Salaries		
Salary, Wages and other Allowances	408.31	310.22
Contribution to Provident Fund	30.61	20.24
Contribution to Employee State Insurance	15.71	6.96
Staff & Labor Welfare	3.49	6.91
Bonus & Ex-Gratia	54.92	38.79
Contribution to Group Gratuity Scheme	0.08	9.48
Total	**513.11**	**392.59**
Admin Salaries		
Salary, Wages and Other Allowances	151.88	133.76
Directors Sitting Fee	1.10	0.00
Directors Remuneration	36.00	36.00
Total	**188.98**	**169.76**
Total	**702.09**	**562.35**

25. Financial Cost

(₹ In Lakhs)

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Interest & Finance Charges on :		
Working Capital	69.02	63.31
Term Loans	0.00	44.35
Inter Corporate Deposits	0.00	30.13
Bank Charges	13.03	34.08
Bill Discounting Charges (Purchases & Sales)	22.04	126.95
Total	**104.10**	**298.82**

26. Other Expenses

(₹ In Lakhs)

Particulars		For the year ended 31.03.2026	For the year ended 31.03.2025
Manufacturing Expenses :			
Power Charges	1056.49		
Less: Recovery of energy generated by wind mill	-127.13	929.35	795.27
Contract Labour Wages		390.27	424.13
Oil & Fuel Consumed		112.63	152.00
Repairs & Maintenance		111.65	151.15
Stores & Spares Consumed		76.89	140.19
Factory Expenses		20.95	20.88
Total	**(A)**	**1641.75**	**1683.61**
Administrative Expenses :			
Travelling Expenses (Directors)	3.31		
Travelling Expenses (Others)	9.37	12.68	20.10
Vehicle Running & Maintenances		36.77	27.59
Printing & Stationery		2.53	3.32
Postage, Telegram & Telephone		3.60	4.56
Insurance		9.90	4.93
Legal & Professional		25.39	17.88
Auditors Remuneration			
For Statutory Audit	1.50		
For Other Services	0.00	1.50	1.50
Tax Auditor Remuneration		0.75	0.75
Cost Auditor Remuneration		0.35	1.75
Rates and Taxes			
Professional Tax		0.03	0.03
Goods & Services Tax		3.99	0.00
Subscription & Filing Fee		4.43	4.42
Computer Operating & Maintenances		1.69	1.76
Guest Entertainment		5.07	4.87
Lease Rent		10.52	5.85
Corporate Social Responsibility		24.26	22.99
Website Maintenances		0.09	0.76
Wind farm		1.80	1.87
Expected credit loss		5.00	0.00
Interest under GST		13.80	0.00
Interest & Penalty under MSME/TDS/ GST		0.95	0.00
Office & Miscellaneous Expenses		26.97	27.43
Total	**(B)**	**192.06**	**152.35**
Selling and Distribution Expenses :			
Freight & Forwarding		688.81	535.98
Advertisement & Branding		0.63	3.63
Testing		3.84	30.50
Provision for Doubtfull debts		0.00	0.00
Commission on Sale		0.05	0.92
Sales Promotion Charges		0.29	1.05
Foreign Exchange Fluctuation Loss		0.08	0.00
Marking Fees (BIS)		9.59	11.62
Total	**(C)**	**703.29**	**583.69**
Grand Total	**(A+B+C)**	**2537.09**	**2419.66**

27. Earning Per Share

(₹ In Lakhs)

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Profit / Loss After Tax	1212.46	1095.57
Weighted average number of equity shares outstanding during the year- Basic	21531234	19646816
Weighted average number of equity shares (including dilutive shares) outstanding during the year- Diluted	21531234	19646816
Earning Per Share Basic	5.63	5.58
Earning Per Share Diluted	5.63	5.58

Notes to Accounts:

28.

i. The Company has made substantial investment for expanded capacity of production. Therefore it is entitled to get Industrial Incentive under Industrial Policy, 2014 announced by the Govt. of Madhya Pradesh. The amount of subsidy has been sanctioned Vide Letter No 176/MPIDC/Fiscal inventive /2020/5673 dated 05.09.2020 at Rs. 1210 lakhs. which will be receivable in 7 yearly installment commencing from F.Y. 2019-20 onwards & vide letter No dated 1302/MPIDC/F.I./IPA/6078 dated 27.08.2021 at Rs 2075 lakhs & vide letter No 214/MPIDC/F.I./2023/4511 dated 31.05.2023 at Rs 6410 lakhs in 7 Installment commencing from F.Y. 2022-23 onwards.

ii. The Company has made substantial investment for expanded capacity of production. Therefore it is entitled to get Industrial Incentive under MP MSME Incentive Scheme, 2025. Theamount of subsidy has been sanctioned vide letter No.FA/(2)/2025/312 dated 09/02/2026 at Rs.1501 lakhs in 7 installments commencing from F.Y. 2025-26.

The amount receivable has been shown under the head Other current assets (Note No.18) and credited in respective assets as required by Accounting Standard-12 and ICDS-7.Such amount of subsidy has been sanctioned against investment in Plant & Machinery and Factory Shed.

29. Corporate Social Responsibility

(₹ In Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
(a) amount required to be spent by the company during the year	24.08	22.28
(b) amount of expenditure incurred	24.08	22.28
(c) shortfall at the end of the year	0.00	0.00
(d) total of previous years shortfall	0.00	0.00
(e) reason for shortfall	Nil	Nil
(f) nature of CSR activities - Charitable purpose, Animal help and contribution towards construction of school building owned by government.	-	-
(g) details of related party transactions (Seth Dhulchand Pannalal Kataria Parmarthik Trust)	5.26	6.00
(h) where a provision is made with respect to a liability incurred by entering into a contractual obligation the movements in the provision during the year should be shown separately	-	-

30.

In the opinion of the Board of Directors of the Company, the Current Assets, Loans and Advances have a value realizable in the ordinary course of business at least equal to the amount at which they are stated and provisions for all known liabilities are adequate and not in excess of the amount reasonably necessary.

31. Leases

The Company has taken factory land on non cancellable Operating Lease. Amount of Lease Premium paid is being amortised every year.

32. Employee Benefit

Particulars	2025-26	2024-25
(a) The Company has taken Group Gratuity Policy issued by the Kotak Mahindra Old Mutual Fund Life Insurance Ltd., Which is a defined benefit Plan.		
(b) Assumptions:		
Discount Rate	7.05	6.70
Rate of Return	7.05	6.70
Salary Escalation	0.05	0.05
(c) Table Showing Change in Benefit Obligation:		
Liability at the beginning of the Period	201.79	51.81
Transfer in/ (out) obligation	0.00	141.37
Interest Cost	12.62	8.73
Current Service Cost	11.31	13.55
Benefit Paid from Fund	(32.80)	(3.96)
Benefit Paid by Company	0.00	0.00
Actuarial (gain)/loss on Obligation	(11.97)	(9.72)
Excess Provision Written Back	Nil	Nil
Liability at the end of the Period	180.95	201.79
(d) Table of Fair value of Plan Assets:		
Fair Value of Plan Assets at the beginning of the Period	185.71	45.21
Transfer in/ (out) Assets	0.00	141.37
Expected Return on Plan Assets	12.03	8.47
Contributions	16.00	0.00
Benefit Paid	(32.80)	(3.96)
Actuarial gain/(loss) on Plan Assets	(0.15)	(5.38)
Fair Value of Plan Assets at the end of the Period	180.80	185.71
Total Acturial Gain/(Loss) to be Recognised	(11.82)	(4.34)
(e) Actual Return on Plant Assets:		
Expected Return on Plan Assets	12.03	8.47
Actuarial gain/(loss) on Plan Assets	(0.15)	(5.38)
Actual Return on Plan Assets	11.88	3.09
(f) Amount Recognised in the Balance Sheet:		
Liability at the end of the Period	(180.95)	(201.79)
Fair Value of Plan Assets at the end of the Period	180.80	185.71
Funded Status (Surplus/ (Deficit))	(0.15)	(16.07)
Amount Recognised in the Balance Sheet	(0.15)	(16.07)
(g) Expenses Recognised in the Income Statement:		
Current Service Cost	11.31	13.55
Interest Cost	0.59	0.26
Expected Return on Plan Assets	0.00	0.00
Net Actuarial (Gain)/Loss to be Recognised	(11.82)	(4.34)
Expense Recognised in P&L	0.08	9.48
(h) Amount Recognised in the Balance Sheet:		
Opening Net Liability	16.07	6.59
Expense as above	0.08	9.48
Employers Contribution paid	(16.00)	0.00
Closing Net Liability	0.15	16.07

33.

(₹ In Lakhs)

Particulars	2025-26	2024-25
Export of goods on FOB basis	24.54	321.13

34.

(₹ In Lakhs)

Particulars	2025-26	2024-25
Expenditure in foreign currency for purchase	0.00	0.00

35. Raw Material Consumption

(₹ In Lakhs)

Particulars	Value as on 31-03-2026		Value as on 31-03-2025	
Raw Material Indigeneous	100%	27561.88	100%	29411.04
Raw Material Import	0.00%	0.00	0.00%	0.00
Stores and Spare Indigenous	100%	76.89	100%	140.19

36. Contingent Liabilities and Commitments (to the extent not provided for)

a. Claims Against the company/ disputed liabilities not acknowledges as debts.

(₹ In Lakhs)

Particulars	Nature of Dues	Forum	Period	Amount	Amount Paid in Dispute
CGST Act, 2017	Disallowance of Input Tax Credit	The GST Appeal Tribunal, CGST, Indore	F.Y. 2018-19 & 2019-20	84.96	23.47
CGST Act, 2017	Tax liability on account of "Outward taxable supplies"	The Commissioner (Appeals), CGST, Indore	F.Y. 2020-21	22.31	1.06

b. Contigent liability in respect of Bank Gurantees given by Bank - Nil Previous year - Nil.

c. Contigent liability in respect of Bills discounted Rs. 52.44 Lakhs. (Previous year Rs.117.61 Lakh)

37. Dividend

The Board of Directors has approved dividend of Rs. 0.50/- per equity share subject to approval by sharehloders in gerneal meeting. If aproved, this will result in payment of Rs. 107.65 Lakhs.

38. Segment Information (31st March, 2026)

(₹ In Lakhs)

Particulars	Wire	Cable/Conductor	Assessories	Unallocable	Total
Segment Revenue	22357.21	9632.92	1113.69	0.00	33103.82
External Revenue	120.76	0.00	0.00	32.06	152.82
Total Revenue	**22477.97**	**9632.92**	**1113.69**	**32.06**	**33256.64**
Revenue Expenditure (B)	**21756.65**	**8617.42**	**1007.14**	**240.31**	**31621.53**
Segment result before interest	791.85	1035.58	108.88	(197.09)	1739.21
Interest Exp	70.53	20.08	2.32	11.16	104.10
Segment Result	721.32	1015.49	106.55	(208.25)	1635.12
Unallocated Income	0.00	0.00	0.00	0.00	0.00
Less: -Unallocated Expenses	0.00	0.00	0.00	0.00	0.00
Other Expenses	0.00	0.00	0.00	0.00	0.00
Add: - Prior Period Income/Expenses	0.00	0.00	0.00	0.00	0.00
Profit & Loss Before Tax	721.32	1015.49	106.55	(208.25)	1635.12
Less: - Provision of Income Tax	0.00	0.00	0.00	418.98	418.98
Less: - Provision of Deferred Tax	0.00	0.00	0.00	(18.65)	(18.65)
Less: - Income Tax Earlier Year	0.00	0.00	0.00	22.32	22.32
Profit & Loss after Tax	721.32	1015.49	106.55	(630.90)	1212.46
Segment Assets	11284.24	982.37	561.96	2474.96	15303.54
Segment Liabilities	1936.95	787.04	49.74	406.56	3180.29
Segment Capital Expenditure	461.72	0.00	2.88	229.99	694.58
Segment Depreciation	**451.85**	**1.58**	**75.56**	**0.00**	**528.99**

Segment Information (31st March, 2025)

(₹ In Lakhs)

Particulars	Wire	Cable/Conductor	Assessories	Unallocable	Total
Segment Revenue	23181.09	10972.47	907.18	0.00	35060.74
External Revenue	78.35	0.00	0.00	60.85	139.20
Total Revenue	**23259.44**	**10972.47**	**907.18**	**60.85**	**35199.94**
Revenue Expenditure (B)	**22909.18**	**9853.88**	**886.33**	**220.46**	**33869.85**
Segment result before interest	593.64	1138.40	22.49	(125.63)	1628.91
Interest Exp	243.38	19.81	1.64	33.98	298.82
Segment Result	350.26	1118.59	20.85	(159.61)	1330.09
Unallocated Income	0.00	0.00	0.00	0.00	0.00
Less: -Unallocated Expenses	0.00	0.00	0.00	0.00	0.00
Other Expenses	0.00	0.00	0.00	0.00	0.00
Add: - Prior Period Income/Expenses	0.00	0.00	0.00	0.00	0.00
Profit & Loss Before Tax	350.26	1118.59	20.85	(159.61)	1330.09
Less: - Provision of Income Tax	0.00	0.00	0.00	349.54	349.54
Less: - Provision of Deferred Tax	0.00	0.00	0.00	(55.71)	(55.71)
Less: - Income Tax Earlier Year	0.00	0.00	0.00	(59.31)	(59.31)
Profit & Loss after Tax	350.26	1118.59	20.85	(394.13)	1095.57
Segment Assets	11900.39	1035.02	613.78	100.96	13650.16
Segment Liabilities	1840.41	508.59	93.36	297.02	2739.38
Segment Capital Expenditure	633.29	0.00	137.65	455.80	1226.74
Segment Depreciation	**493.47**	**2.13**	**43.47**	**0.00**	**539.07**

39. Related Party Disclosure

a. Names of Related Parties and Related Party Relationship

Names of Related Parties	Related Party Relationship
I. Key Management Person	
(i) Mr. Sunil Kataria	Director
(ii) Mr. Arun Kataria	Director
(iii) Mr. Anoop Kataria	Director
(iv) Mr. Mukesh Jian	Independent Director
(v) Mrs. Apurva Lunawat	Independent Director
II. Name of Related Party	**Relation**
(i) Mr. Yash Kataria	Relative of Key Managerial Person
(ii) Mr. Harsh Kataria	Relative of Key Managerial Person
(iii) Smt. Rakhi Kataria	Relative of Key Managerial Person
(iv) Mr. Pankaj Kataria	Relative of Key Managerial Person
III. Concerns in Which KMP are Interested	
(i) Utkarsh Land Devlopers LLP	-
(ii) Kataria Infrastructure Corporation	-
(iii) Panna Resources Pvt. Ltd.	-
(iv) Himsagar Real Estate LLP	-
(v) Ratlam Wires Pvt. Ltd.	-
(vi) Sonic Overseas (I) Pvt. Ltd.	-
(vii) Seth Dulchand Pannalal Kataria Paramthik Trust	-
(viii) Shree Hanuman Wind Infra Pvt. Ltd.	-

b. The details of the related party transactions entered into by the Company

(₹ In Lakhs)

Particulars	31.03.2026	31.03.2025
Capital Transactions		
Slump Purchase		
From Ratlam Wires Pvt. Ltd.	0.00	3060.00
Revenue Transactions		
Sales		
Ratlam Wires Pvt. Ltd.	0.00	7007.03
Job Work Charges Received		
Ratlam Wires Pvt. Ltd.	0.00	93.34
Interest Received		
Ratlam Wires Pvt. Ltd.	49.95	0.00
Shree Hanuman Wind Infra Pvt. Ltd.	6.53	0.00
Rent Received		
Utkarsh Land Devlopers LLP	0.12	0.00
Kataria Infrastructure Corporation	0.12	0.00
Panna Resources Pvt. Ltd.	0.12	0.00
Himsagar Real Estate LLP	0.12	0.00
Ratlam Wires Pvt. Ltd.	0.12	0.00
Sonic Overseas (I) Pvt. Ltd.	0.12	0.00
Shree Hanuman Wind Infra Pvt. Ltd.	0.12	0.00
Interest Paid		
Ratlam Wires Pvt. Ltd.	0.00	12.31
Shree Hanuman Wind Infra Pvt. Ltd.	0.00	15.55
Purchases		
Ratlam Wires Pvt. Ltd.	54.30	395.79
Salary Paid		
Mr. Arun Kataria	18.00	18.00
Smt. Rakhi Kataria	16.80	16.80
Mr. Anoop Kataria	18.00	18.00
Mr. Pankaj Kataria	16.80	7.00
Mr. Madanlal Kataria	15.00	0.00
Mr. Yash Kataria	12.00	0.00
Director Sitting Fees		
Mr. Sunil Kataria	0.28	0.00
Mr. Mukesh Jian	0.42	0.00
Mrs. Apurva Lunawat	0.40	0.00
CSR Activity		
Seth Dulchand Pannalal Kataria Paramthik Trust	5.26	6.00
Loan Given (Balance Outstanding)		
Ratlam Wires Pvt. Ltd.	2395.14	0.00
Loan Given		
Ratlam Wires Pvt. Ltd.	4038.78	0.00
Loan Received Back		
Ratlam Wires Pvt. Ltd.	1643.64	0.00
Loan Taken		
Ratlam Wires Pvt. Ltd.	0.00	3790.25
Shree Hanuman Wind Infra Pvt. Ltd.	2771.03	12378.43
Loan Repaid		
Ratlam Wires Pvt. Ltd.	0.00	3380.31
Shree Hanuman Wind Infra Pvt. Ltd.	2771.03	13224.42

Other Information

1. Related party transactions with post employement benefit plans are - Nil

2. Post employement benefits fort key manamgement personnel are - Nil

40. Additional Regulatory Information

a. In the opinion of the Board, all assets other than Property, Plant and Equipment, intangible assets and non-current investments have a value on realization in the ordinary course of business at least equal to the amount at which they are stated.

b. details of all the immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) whose title deeds are not held in the name of the company are -

Relevant line item in the balance sheet	Description of item or property	Gross carrying value in lacs	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative# of promoter*/ director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
PPE	Wind Mill	39.99 Lakh	Ratlam Wires Pvt. Ltd.	No	22.10.2024	Under process
Immovable Property	-	-	-	-	-	-
Investment Property	-	-	-	-	-	-
PPE retired from active use and held for disposal	-	-	-	-	-	-
Others	-	-	-	-	-	-

c. The Company has not revalued its property, plant and equipment

d. No proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibitions) Act, 1988 (45 of 1988) and the Rules made thereunder

e. The Company has not been declared willful defaulter by any bank or financial institution or other lender.

f. The Company does not have any transactions with any company struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956

g. The Company has complied the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017

h. No Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 during the current as well as the previous year.

i. i. The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other source or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries,

ii. The company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall: (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries,

j. The Company does not have any transaction not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)

k. The Company has not traded or invested in Crypto Currency or Virtual Currency during the financial year as well as in the previous financial year.

l. The Company has not made any contribution to any political party during the current financial year as well as in the previous financial year.

m. There are no intangible assets under development

n. Loans or Advances - additional disclosures

i. Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person

(₹ In Lakhs)

Particulars	March 31, 2026	March 31, 2025
Repayable on Demand	2,395.14	Nil
without specifying any terms or period of repayment (Rs. In Lakhs)	Nil	Nil

ii.

Type of Borrower	31st March, 2026		31st March, 2025	
	Amount of loan or advance in the nature of loan outstanding	% to the total Loans and Advances in the nature of loans	Amount of loan or advance in the nature of loan outstanding	% to the total Loans and Advances in the nature of loans
Promoters	Nil	-	Nil	-
Directors	Nil	-	Nil	-
Key Managerial Persons	Nil	-	Nil	-
Related Parties	2,395.14	100%	Nil	100%

o. Capital Work In Progress

(a) Ageing Schedule

(₹ In Lakhs)

CWIP	As At 31st March 2026				
	Less Than 1 Year	1 - 2 Year	2 - 3 Year	More Than 3 Year	Total
Projects in Progress	140.18	Nil	Nil	Nil	Nil
Projects Temporarily Suspended	Nil	Nil	Nil	Nil	Nil

(b) capital work-in-progress whose completion is overdue or has exceeded its cost compared to its original plan

(₹ In Lakhs)

CWIP	As At 31st March 2025			
	Less Than 1 Year	1 - 2 Year	2 - 3 Year	More Than 3 Year
Project 1	Nil	Nil	Nil	Nil
Project 2	Nil	Nil	Nil	Nil

Details of project where activities has been suspended shll be given seperately

p. The Company has taken borrowings from banks or financial institutions on the basis of security of current assets and is regular in submitting the quarterly returns or statements of current assets with banks or financial institutions. These statements are in agreement with the books of accounts, except for the cases reported below:

Name of Bank	Particular of Securities Provided	Quarter	Amount as per Books of Accounts	Amount as reported in Quarterly returns or statements	Difference	Reason and Reconciliation of Difference
HDFC Bank, ICICI Bank	Stock	Q1	2,558.28	2,555.13	3.15	Due to change in Valuation of stock
HDFC Bank, ICICI Bank	Book Debts	Q1	3,580.72	3,577.42	3.30	Figures reported to banks subject to reconciliation
HDFC Bank, ICICI Bank	Stock	Q2	2,927.55	2,819.94	107.61	Traded Goods not reported to bank
HDFC Bank, ICICI Bank	Book Debts	Q2	4,035.39	4,053.37	-17.98	Figures reported to banks subject to reconciliation
HDFC Bank, ICICI Bank	Stock	Q3	3,310.62	3,311.77	-1.15	Due to change in Valuation of stock
HDFC Bank, ICICI Bank	Book Debts	Q3	3,820.12	3,847.13	-27.01	Figures reported to banks subject to reconciliation
HDFC Bank, ICICI Bank	Stock	Q4	3,768.98	3,777.17	-8.18	Due to change in Valuation of stock
HDFC Bank, ICICI Bank	Book Debts	Q4	3,658.53	3,661.48	-2.95	Figures reported to banks subject to reconciliation

Reason and Reconciliation of Difference
*Difference in Book Debts is mainly due to non-adjustment of credit balances appearing in separate accounts of same debtors before submission of quarterly statement to the banks.

q. All the charges or satisfaction have been registered by the company with the Registrar of companies.

r. Analytical Ratios

Sl. No.	Ratio	Formula	2026 Ratio	2025 Ratio	Variation	Reason
(i)	Current Ratio	Current Assets / Current Liabilities	3.77	3.65	3.29%	-
(ii)	Debt Equity Ratio	Total Debt / Shareholders Equity	0.19	0.16	19.68%	-
(iii)	Debt Service Coverage Ratio	Earnings available for debt service / Debt Service	21.79	7.26	200.33%	Reduction of debt
(iv)	Return on Equity (ROE)	Net Profits after taxes – Preference Dividend / Average Shareholder's Equity	0.11	0.14	-25.80%	Decrease in Profits
(v)	Inventory Turnover Ratio	Sales / Closing Inventory	8.78	10.47	-16.12%	-
(vi)	Trade receivables turnover ratio	Sales / Closing Trade Receivables	9.06	11.35	-20.20%	-
(vii)	Trade payables turnover ratio	Purchases / Trade Payables	64.92	62.97	3.09%	-
(viii)	Net capital turnover ratio	Net Sales / Average Working Capital	4.07	5.34	-23.85%	-
(ix)	Net profit ratio	Net profit after tax/ Net Sales	0.04	0.03	17.21%	-
(x)	Return on capital employed	Earning before interest and taxes / Capital Employed	0.14	0.15	-3.54%	-
(xi)	Return on investment	-	0.00	0.00	0.00	-

41. Previous year figures have been regrouped / reclassified, wherever considered necessary

For Ashok Kumar Agrawal & Associates
Chartered Accountants
FRN 022522C

CA. Ashok Kumar Agrawal
Proprietor
M.NO. 071274

Place: Ratlam
Date: 29-05-2026
UDIN: 26071274TMEEBB7130

For and on behalf of Board
Kataria Industries Limited

Arun Kataria
Managing Director
DIN: 00088999

Anoop Kataria
CFO & Whole-Time Director
DIN: 06527758

Muskan Jain
Company Secretary

Place: Ratlam
Date: 29-05-2026

NOTICE OF 22ND ANNUAL GENERAL MEETING

Overview

NOTICE is hereby given that the Twenty second (22nd) Annual General Meeting (AGM) of the Members of Kataria Industries Limited (Earlier Known as Kataria Industries Private Limited) will be held on Tuesday, September 29, 2026 at 11:00 A.M. IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following businesses:

Ordinary Businesses:

1. To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as an Ordinary Resolution.
   "**RESOLVED THAT** the audited standalone financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. To appoint a Director in place of Mr. Sunil Kataria (DIN: 00092681), Non-Executive Director who retires by rotation and being eligible, seeks re-appointment.
   Explanation: Based on the terms of appointment, executive directors and non-executive directors are subject to retirement by rotation. Mr. Sunil Kataria (DIN: 00092681), who was appointed as Non-Executive Director for the current term, and is the longest-serving member on the Board, retires by rotation and, being eligible, seeks re-appointment.
   To the extent that Mr. Sunil Kataria (DIN: 00092681), Non-Executive Director of the company is required to retire by rotation, he would need to be reappointed as such. Therefore, shareholders are requested to consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution:
   "**RESOLVED THAT**, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the members of the Company be and is hereby accorded for the re-appointment of Mr. Sunil Kataria (DIN: 00092681) as such, to the extent that he is required to retire by rotation."

3. To declare a final dividend of Rupee 0.50 (Fifty Paise) per equity share of Rupees 10.00 (Rupees Ten Only) each for the financial year ended on March 31, 2026 and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution.
   "**RESOLVED THAT** a dividend at the rate of Rupee 0.50 (Fifty Paise) per equity share of Rupees 10.00 (Rupees Ten Only) fully paid-up of the Company be and is hereby declared for the financial year ended on March 31, 2026 and the same be paid as recommended by the Board of Directors of the Company, out of the profits of the Company for the financial year ended on March 31, 2026"

Special Businesses:

4. To ratify the remuneration payable to the Cost Auditor appointed by the Board of Directors of the Company for the financial year 2026-27 pursuant to Section 148 and all other applicable provisions of Companies Act, 2013:
   To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:
   "**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, the remuneration of M/s. JSK PARJ & Associates, Cost Accountants (Firm Registration No. 006015), appointed by the Board of Directors of the Company as the Cost Auditor to conduct the audit of the cost records of the Company for the Financial Year 2026-27, amounting to INR 75,000/- (Rupees Seventy-Five Thousand only), plus applicable taxes and reimbursement of travelling and other out-of-pocket expenses actually incurred in connection with the conduct of the aforesaid audit, be and is hereby ratified and confirmed;
   RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. Re-appointment of Mr. Arun Kataria (DIN 00088999) as Chairman and Managing Director of the company:
   To consider and if thought fit, to pass, with or without modification(s), the following resolutions as Special Resolutions:
   "**RESOLVED THAT**, pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013, and Schedule V of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules, regulations issued by the Ministry of Corporate Affairs in this regard and Regulation 17(1C), 17(6)(e) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) (Amendment) Regulations, 2018 and other applicable Regulations of SEBI (LODR) Regulations, 2015 including any statutory amendments, modifications or re-enactment thereof and all other

statutory approvals, as may be required and on recommendation of Nomination and Remuneration Committee and pursuant to approval of the Board of Directors (hereinafter referred to as "the Board"), the approval of the Members of the Company be and is hereby accorded for re-appointment of Mr. Arun Kataria (DIN 00088999) as Chairman and Managing Director for further period of five (5) years w.e.f. October 1, 2026, on such terms and conditions including salary and perquisites (hereinafter referred to as "remuneration") as set out in the explanatory statement annexed to this notice with the power to the board to alter and modify the same, in accordance with the provisions of the Act and in the best interest of the Company;

RESOLVED FURTHER THAT, notwithstanding anything contained in any previous resolutions and subject to the provisions of Section 197, read with Schedule V and other applicable provisions of the Companies Act, 2013, as amended from time to time, in the event of loss or inadequacy of profits in any financial year, the Company be and is hereby authorised to pay remuneration to Mr. Arun Kataria (DIN 00088999), including the remuneration set out in the Explanatory Statement annexed hereto, notwithstanding that such remuneration may exceed the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013, to the extent permissible under applicable law and fulfilment of all applicable conditions prescribed under the Companies Act, 2013 and Schedule V thereto;

RESOLVED FURTHER THAT in terms of Section 190 of the Companies Act, 2013, no formal contract of service with Mr. Arun Kataria (DIN 00088999) will be executed and this resolution along with its explanatory statement be considered as Memorandum setting out terms and conditions of re-appointment and remuneration of Mr. Arun Kataria (DIN 00088999) as Chairman and Managing Director;

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors (or any Committee thereof) be and is hereby authorized to undertake all acts, deeds and execute all documents and pass relevant resolutions, including modification and amendment of any revisions, thereof and to undertake all such steps, as may be deemed necessary in this matter;

RESOLVED FURTHER THAT the Executive Directors and the Company Secretary of the Company, either jointly or severally be and are hereby authorized to file the said resolution with the Registrar of Companies, Gwalior, and to do all such acts, deeds and things as may be necessary, expedient and incidental thereto to give effect to the above resolution."

6. Re-appointment of Mr. Anoop Kataria (DIN 06527758) as Chief Financial Officer & Whole-time Director of the Company;

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

   "RESOLVED THAT, pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 ("Act"), and Schedule V to the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable rules and regulations issued by the Ministry of Corporate Affairs in this regard, Regulation 17(1C), 17(6)(e) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and other applicable provisions of the SEBI (LODR) Regulations, 2015, including any statutory amendment(s), modification(s) or re-enactment(s) thereof, and subject to such other approvals, consents and permissions as may be required, and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company (hereinafter referred to as the "Board"), the consent of the Members of the Company be and is hereby accorded for the re-appointment of Mr. Anoop Kataria (DIN: 06527758) as Chief Financial Officer and Whole-Time Director of the Company for a further period of five (5) years with effect from October 1, 2026, on such terms and conditions, including salary and perquisites (hereinafter collectively referred to as "remuneration"), as set out in the Explanatory Statement annexed to this Notice, with authority to the Board to alter, vary, modify or revise the terms and conditions of such re-appointment and remuneration, in accordance with the provisions of the Act and in the best interests of the Company;

   RESOLVED FURTHER THAT, Mr. Anoop Kataria shall continue to discharge the functions and responsibilities of Chief Financial Officer ("CFO") of the Company in accordance with the provisions of the Act and other applicable laws, and it is hereby clarified that this resolution does not seek any separate approval of the Members for his continuation as CFO, the same being governed by the applicable provisions of law;

   RESOLVED FURTHER THAT, notwithstanding anything contained in any previous resolutions and subject to the provisions of Section 197, read with Schedule V and other applicable provisions of the Companies Act, 2013, as amended from time to time, in the event of loss or inadequacy of profits in any financial year, the Company be and is hereby authorised to pay remuneration to Mr. Anoop Kataria (DIN: 06527758), including the remuneration set out in the Explanatory Statement annexed hereto, notwithstanding that such remuneration may exceed the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013, to the extent permissible under applicable law and fulfilment of all applicable conditions prescribed under the Companies Act, 2013 and Schedule V thereto;

RESOLVED FURTHER THAT, in terms of Section 190 of the Act, no formal contract of service with Mr. Anoop Kataria (DIN: 06527758) shall be executed and this Resolution, together with the Explanatory Statement annexed to the Notice, shall be deemed to constitute the memorandum setting out the terms and conditions of his re-appointment and remuneration as Chief Financial Officer and Whole-Time Director of the Company;

RESOLVED FURTHER THAT, for the purpose of giving effect to this Resolution, the Board of Directors (or any Committee thereof) be and is hereby authorized to undertake all acts, deeds, matters and things and to execute all documents, deeds and writings and to make such filings, applications and submissions and to do all such acts, deeds and things as may be necessary, expedient or incidental thereto, including making such modifications, variations or amendments to the terms and conditions of re-appointment and remuneration as may be considered necessary or desirable and permissible under applicable laws;

RESOLVED FURTHER THAT, the Executive Directors and the Company Secretary of the Company, either jointly or severally, be and are hereby authorized to file the requisite forms, returns and documents with the Registrar of Companies, Gwalior, and with such other statutory, regulatory or governmental authorities as may be required, and to do all such acts, deeds and things as may be necessary, expedient or incidental thereto to give effect to the above Resolution."

7. **To increase the Authorized Share Capital of the Company and make consequent alteration in Clause 5 of the Memorandum of Association:**

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

   "RESOLVED THAT pursuant to the provisions of Section 13, 61, 64 and other applicable provisions, if any of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the approval of the Members of the Company be and is hereby accorded for increase in Authorised Share Capital of the Company from Rupees 22,00,00,000/- (Rupees Twenty two Crores Only) divided into 22000000 (Two Crore and Twenty Lakhs) Equity Shares of Rupees 10/- (Rupees Ten Only) each to Rupees 30,00,00,000/- (Rupees Thirty Crores Only) divided into 30000000 (Three crore) Equity Shares of Rupees 10/- (Rupees One Only) each and that existing Clause 5 of the Memorandum of Association of the Company be replaced with following new Clause 5:

   "5. The Authorised Share Capital of the Company is Rupees 300000000 divided into 30000000 equity shares of Rupees 10/- each."

   RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient, in the best interest of the Company."

8. **Approval for issuance and allotment of 60,00,000 (Sixty Lakhs) Equity Shares of face value of Rs 10/- each to the Public on Preferential basis on private placement basis ("Preferential Issue").**

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

   "RESOLVED THAT pursuant to provisions of Sections 23, 42, 62(1)(c) of the Companies Act, 2013 (the "Act") read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable provisions, if any of the Act (including amendments or any statutory modification(s) and re-enactment(s) thereof for the time being in force), and subject to the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended ("SEBI ICDR Regulations"), the Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011, as amended ("SEBI SAST Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI LODR Regulations") and the rules, regulations, notifications and circulars issued thereunder and other applicable law including any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereon from time to time by the Government of India, the Securities and Exchange Board of India ("SEBI"), Reserve Bank of India ("RBI"), the Ministry of Corporate Affairs, the National Stock Exchange of India Limited where the equity shares of the Company are listed ("Stock Exchange"), and or any other competent regulatory authority and in accordance with the uniform listing agreement entered into with the Stock Exchange and in accordance with the enabling provisions of the Memorandum of Association and Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions as may be necessary or required from regulatory or other appropriate authorities, including but not limited to the Stock Exchange and SEBI and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting such approval, consents, permissions and sanctions and which terms may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board" which expression shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this

Resolution) the consent of the members of the company be and is hereby accorded, to create, offer, allot, and issue in one or more tranches up to maximum of 60,00,000 (Sixty Lakhs) Equity Shares of Face Value of Rs. 10/- (Rupees Ten Only) each of the Company on a preferential issue on a private placement basis, ("Preferential Issue") to Kesar Tracom India LLP, Kuber Equity Services LLP, Karan Balvantbhai Patel, Premal Mukundbhai Shah, Vikas Ramesh Mehta and Kirtesh Babulal Shah ("Proposed Allottees)" as mentioned below, who are not a promoter and do not belong to the promoter(s) and the promoter group of the Company, for cash at a price of Rs. 106/- (Rupees One Hundred and Six Only) per Equity Share (including a premium of Rs. 96/- (Rupees Ninety-Six Only) ("Preferential Allotment Price"), aggregating up to Rs. 63,60,00,000 (Rupees Sixty-Three Crore Sixty Lakhs Only), which is not less than the price determined in accordance with Chapter V of the SEBI ICDR Regulations (hereinafter referred to as the "Floor Price") on such terms and conditions as mentioned below and as may be determined by the Board in accordance with the SEBI ICDR Regulations or other provisions of applicable law as may be prevailing at the time.

Details of the Proposed Allottees

Sr. No.	Name of the proposed Allottee	Category of the Investors (Promoters/ Non- Promoter)	Maximum No. of equity shares	Consideration Amount (in ₹)	Status of Proposed allottees (Individual /Body Corporate/ Trust/HUF)	Name of the Ultimate Beneficial Owner
1	Kesar Tracom India LLP	Non- Promoter	6,50,000	6,89,00,000	Body Corporate- Limited Lability Partnership	Keval Arvind Modi Mohit Hemant Nagarsheth
2	Kuber Equity Services LLP	Non- Promoter	6,50,000	6,89,00,000	Body Corporate- Limited Lability Partnership	Premal Mukundbhai Shah Keval Arvind Modi
3	Karan Balvantbhai Patel	Non- Promoter	13,50,000	14,31,00,000	Individual	Self
4	Premal Mukundbhai Shah	Non- Promoter	6,50,000	6,89,00,000	Individual	Self
5	Vikas Ramesh Mehta	Non- Promoter	13,50,000	14,31,00,000	Individual	Self
6	Kirtesh Babulal Shah	Non- Promoter	13,50,000	14,31,00,000	Individual	Self

RESOLVED FURTHER THAT the equity shares to be issued and allotted to the Proposed Allottees shall be fully paid up and rank pari passu with the existing equity shares of the Company, in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, and subject to the requirements of all applicable laws, and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT the "Relevant Date" for the purpose of determination of the price of the equity shares to be issued and allotted as above, as per SEBI ICDR Regulations is August 28, 2026, since the day 30 days prior to the date of passing of special resolution at this Annual General Meeting (i.e. Tuesday, September 29, 2026) falls on weekend and the minimum issue price has been determined accordingly in terms of provisions of Chapter V of the SEBI ICDR Regulations and that the price determined above shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time.

RESOLVED FURTHER THAT without prejudice to the generality of the above resolution, the issue of Equity Shares under Preferential Allotment to the Proposed Allottee shall be subject to the following terms and conditions, apart from others, as prescribed under applicable laws:

1. The Equity Shares to be issued and allotted pursuant to the Preferential Issue shall be listed and traded on the National Stock Exchange of India Limited (NSE) subject to receipt of necessary regulatory permissions and approvals as the case maybe.

2. The Shares to be allotted shall be subject to lock-in for such period, as specified in the provisions of Chapter V of the SEBI ICDR Regulations and allotted equity shares shall be listed on the stock exchanges subject to the receipt of necessary permissions and approvals.

3. The shares shall be allotted in dematerialized form within a period of 15 days from the date of passing the special resolution by the Members or such other extended period as may be permitted in accordance with the SEBI ICDR Regulations, provide that where the allotment of the said Equity Shares is pending on account of pendency of approval of any Regulatory Authority (including but not limited to the Stock Exchanges and/ or SEBI), the

allotment shall be completed within a period of 15 (Fifteen) days from the date of receipt of last of such approvals.

4. The Shares so offered, issued and allotted shall not exceed the number of Equity Shares as approved herein above.

5. The entire pre-preferential allotment shareholding of the Proposed Allottee, if any, in the Company shall be subject to lock-in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations and any other applicable law for the time being in force.

6. The consideration for Preferential Issue shall be paid to the Company from the bank accounts of the respective Proposed Allottee at the time of allotment.

7. Without prejudice to the generality of the above, the issue of the Equity Shares shall be subject to the terms and conditions as contained in the explanatory statement under Section 102 of the Act annexed hereto, which shall be deemed to form part hereof.

   RESOLVED FURTHER THAT subject to the receipt of requisite approvals as may be required under applicable law, consent of the members of the Company is hereby accorded to record the name and details of the identified investors/ allottees in Form PAS-5 and the Company be and is hereby authorized to make an offer to the identified investors/ allottees through Letter of Offer/ Private Placement Offer Letter cum application letter in Form PAS-4 or such other form as prescribed under the Act and SEBI ICDR Regulations containing the terms and conditions of the preferential issue ("Offer Document") after passing of this resolution and upon receiving the applicable regulatory approvals and within the timelines prescribed under the applicable laws.

   RESOLVED FURTHER THAT Executive Directors and / or Company Secretary of the Company be and are hereby severally authorized to take necessary steps for listing the Equity Shares, issued and allotted to the Proposed Allottee on Stock Exchanges, where the securities of the Company are listed, as per SEBI Listing Regulations and other applicable laws and regulations.

   RESOLVED FURTHER THAT the Board is authorized to accept any modification(s) in the terms of issue of Equity Shares, subject to the provisions of the Act and the SEBI ICDR Regulations, without being required to seek any further consent or approval of the members.

   RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, aforesaid Authorized Signatories be are hereby severally authorized to make, sign, execute, submit, acknowledge, endorse, applications, deeds, papers, declarations, undertakings, intimations, offer letters, and such other documents, offer letter(s), entering into contracts, arrangements, agreements, documents and to do all such acts, deeds, matters and things in this regard as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation, appointment of agencies, intermediaries and advisors for the Issue, filing of necessary forms and applications, intimations and disclosures with concerned authorities, institutions for their requisite approvals, as may be required under applicable laws from time to time, without being required to seek any further consent or approval of the Members of the Company, and to settle all questions, difficulties or doubts that may arise in regard to the issue and allotment of the Equity Shares, as stated above, to the proposed allottee and listing thereof with National Stock Exchange of India Limited (NSE).

   RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter(s) referred to or contemplated in any of the foregoing resolution and all incidental and ancillary things done be and are hereby approved and ratified in all respect.

9. **Appointment of Ms. Amisha Gandhi (DIN: 11930478) as Non – Executive Independent Director of the Company:**

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

   "RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions of the Companies Act, 2013 ("Act"), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, and pursuant to Regulations 16, 17, 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and in accordance with the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Ms. Amisha Gandhi (DIN: 11930478), who was appointed as an Additional Director in the capacity of Non-Executive Independent Director of the Company with effect from September 05, 2026 pursuant to the provisions of Section 161(1) of the Act, and who has submitted the requisite consent to act as a Director, declaration of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR Regulations and such other declarations and confirmations as required under the Act and the SEBI LODR Regulations, and who is eligible for appointment as an Independent Director and in respect of whom the

Company has received the requisite notice under Section 160 of the Act, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years commencing from September 05, 2026 to September 04, 2031, in accordance with the provisions of Section 149(10) of the Act and Regulation 25 of the SEBI LODR Regulations;

RESOLVED FURTHER THAT the Board of Directors of the Company and/or the Company Secretary of the Company be and are hereby severally authorised to issue the letter of appointment to Ms. Amisha Gandhi setting out the terms and conditions of her appointment, including the terms of remuneration, if any, in accordance with the applicable provisions of the Act, Schedule IV to the Act and the SEBI LODR Regulations;

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and to execute all such documents, applications, forms, returns and filings, including filing of necessary forms with the Registrar of Companies and making necessary disclosures and intimations to the Stock Exchanges and other statutory authorities, as may be necessary, desirable or expedient to give effect to this resolution."

Registered Office:

34-38 and 44, Industrial Area, Ratlam,
Madhya Pradesh- 457001, India.

Place: Ratlam
Date: September 05, 2026

By order of the Board of Directors
For, **Kataria Industries Limited**
(Formerly known as Kataria Industries Private Limited)
CIN: U68100MP2004PLC029530

Arun Kataria
Managing Director
(DIN: 00088999)

Important Notes:

1. The Ministry of Corporate Affairs ("MCA") permitted holding of the AGM through VC/OAVM, without physical presence of the Members at a common venue. In compliance with the MCA Circulars, AGM of the Company is being held through VC/OAVM. The Registered Office of the Company shall be deemed to be the venue for the AGM. [General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013", General Circular Nos. 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 in relation to "Clarification on holding of AGM through VC/ OAVM, collectively referred to as "MCA Circulars"]. The detailed procedure for participation in the meeting through VC/OAVM is as per note no. 17 and available at the Company's website www.katariaindustries.co.in. Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.

2. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the businesses mentioned in the Notice, is annexed hereto. Further, the relevant details with respect to "Director seeking appointment and re-appointment at this AGM" are also provided. [Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India]

3. Since this AGM 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 AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

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. 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 for 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.

6. 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 Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to csanandlavingia@gmail.com with copies marked to the Company at cs@katariagroup.co.in and to National Securities Depository Limited (NSDL) at evoting@nsdl.com

7. Pursuant to Section 101 and Section 136 of the Act, read with the Companies (Management and Administration Rules) 2014, and Regulation 36 of the SEBI Listing Regulations, the Company shall serve Annual Report and other communications through electronic mode to those Members who have registered their e-mail IDs either with the Company and/or with the Depository Participants. Further, a letter providing the web-link, including the exact path, where complete details of the Annual Report shall also be sent to those shareholder(s) who have not so registered.

8. Members may note that the Notice of the AGM and Annual Report 2025-26 will also be available on the website of the Company at www.katariaindustries.co.in and websites of the Stock Exchange i.e. National Stock Exchange of India Limited at www.nseindia.com.

9. In case of joint holders attending the AGM together, only holder whose name appearing first will be entitled to vote.

10. Members seeking any information with regard to the accounts or any matter to be placed at the AGM 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@katariagroup.co.in on or before September 21, 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 AGM.

11. 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@katariagroup.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@katariagroup.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.

(c) Alternatively, member may send an e-mail request to evoting@nsdl.com for obtaining User ID and Password by proving the details mentioned in Point (a) or (b) as the case may be.

12. Members are requested to intimate changes, if any, pertaining to their demographic details, to their DPs in case the shares are held in electronic form.

13. 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.

14. Inspection by Members: All documents referred to in the accompanying Notice and the Explanatory Statement are available electronically for inspection without any fees by the Members from the date of circulation of this Notice up to the date of the AGM. The said documents are also available for inspection at the registered office of the Company during office hours on all working days from the date of dispatch of the Notice till the date of AGM. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Act will be available for inspection by the Members in electronic mode during the AGM. Members who wish to seek inspection may send their request through an email at cs@katariagroup.co.in up to the date of the AGM.

15. In line with the measures of "Green Initiatives", the Act provides for sending Notice of the AGM and all other correspondences through electronic mode. Hence, Members who have not registered their email IDs so far with their depository participants are requested to register their email ID for receiving all the communications, including Annual Report, Notices, etc., in electronic mode. The Company is concerned about the environment and utilises natural resources in a sustainable way.

16. The SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/ OIAE_IAD-1/P/CIR/2023/135 dated August 04, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-1/P/ CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ('ODR Portal') for the resolution of disputes arising in the Indian Securities Market. Pursuant to the above-mentioned circulars, after exhausting the option to resolve their grievances with the RTA/ Company directly and through the existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login), and the same can also be accessed through the Company's website at www.katariaindustries.co.in.

17. **PROCESS AND MANNER FOR MEMBERS OPTING FOR VOTING THROUGH ELECTRONIC MEANS AND PARTICIPATING AT THE ANNUAL 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 Regulations(as amended), and the Circulars issued by the MCA 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 AGM. 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 AGM 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. Tuesday, September 22, 2026, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of 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.

iii. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. Tuesday, September 22, 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 AGM by following the procedure mentioned in this part.

iv. The remote e-voting will commence on 9:00 A.M. on Saturday, September 26, 2026 and will end on 5:00 P.M. on Monday, September 28, 2026. During this period, the members of the Company holding shares as on the Cut-off date i.e. Tuesday, September 22, 2026 may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by NSDL thereafter.

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. Tuesday, September 22, 2026.

vii. The Company has appointed M/s. PRASAD AND PARTNERS LLP (Formerly known as M/S. ALAP & CO. LLP) (LLPIN: ACA 1561), Practicing Company Secretaries, as Scrutinizer, who has consented as such, for conducting the remote e voting process as well as the e voting system on the date of the Annual General Meeting, in a fair and transparent manner. replace with this

18. **DIVIDEND:**

i. The Board of Directors of the Company ('Board') at its meeting held on September 5, 2026 has fixed Tuesday, September 22, 2026 as the Record Date for determining the Members entitled to receive dividend for the Financial Year ended March 31, 2026, subject to approval of the shareholders at this AGM.

ii. The dividend, if approved by the Members at the AGM, will be paid subject to deduction of income-tax at source ('TDS') on or after Saturday, October 03, 2026, only through electronic mode, as under:

Ordinary Shares held in electronic form: To all beneficial owners of the shares as per details furnished by the Depositories as of close of business hours on Tuesday, September 22, 2026, for this purpose.

iii. TDS on Dividend:

a) Dividend income is taxable in the hands of the members and the Company is required to deduct tax at source ("TDS") from dividend paid to the members at prescribed rates as per the Income Tax Act, 2025 and Finance Acts of the respective years. In general, no tax will be deducted on payment of dividend to category of members who are resident individuals (with valid PAN details updated in their folio/client ID records) and the total dividend amount payable to them does not exceed H 10,000 (Rupees Ten Thousand Only). Members not falling in the said category, can go through the detailed note with regards to the applicability of tax rates for various other categories of members and the documents that need to be submitted for nil or lower tax rate, which has been provided on the Company's website at www.katariaindustries.co.in.

b) All communications/queries in this respect should be addressed to our RTA, Bigshare Services Private Limited at their Email ID at tds@bigshareonline.com, on or before Record date for the dividend in order to enable the Company to determine and deduct appropriate TDS / Withholding Tax. Incomplete and/or unsigned forms and declarations will not be considered by the Company. All communication received upto Friday, 18th September, 2026 by 05:00 P.M. on the tax determination/ deduction shall be considered for the dividend.

c) Shareholders are requested to update tax residential status, Permanent Account Number (PAN), registered email address, mobile numbers and other details with their Depository Participants, in case the shares are held in dematerialized form. Shareholders holding shares in physical mode, are requested to furnish details to the Company's RTA.

d) The formats of above declarations are available on the website of the Company at www.katariaindustries.co.in and also on the website of RTA at https://www.bigshareonline.com/resources-sebi_circular.aspx. The aforementioned documents (duly completed and signed) are required to be submitted to the Company's RTA at tds@ bigshareonline.com.

e) All the documents submitted by the shareholders will be verified by the Company and the Company will consider the same while deducting the appropriate taxes if they are in accordance with the provisions of the Income Tax Act, 2025. Shareholders may note that in case the tax on said dividend is deducted at a higher rate in absence of receipt of the aforementioned details/ documents, option is available to the shareholder to file the return of income as per the Income Tax Act, 2025, and claim an appropriate refund, if eligible.

f) In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the shareholder, the shareholder will be responsible to indemnify the Company and also, provide the Company with all information / documents and cooperation in any tax proceedings.

g) This Communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax consequences in the matter of dividend payment. Shareholders should consult their tax advisors for requisite action to be taken by them.

h) Shareholders are further requested to complete necessary formalities to link their bank accounts to their demat accounts to enable the Company to make timely credit of dividend in respective bank account.

i) Shareholders are requested to note that the information relating to the applicable provisions of TDS on the Final Dividend for the financial year 2025-26, including the applicable rates and requisite declarations/documents to be furnished by the shareholders, is available on the website of the Company at https://www.katariaindustries.co.in/wp-content/uploads/2026/09/TDS-circular-FinalDividend-2025-26.pdf.

Shareholders are requested to read the said information carefully and ensure submission of the requisite documents, declarations or forms, wherever applicable, within the prescribed timelines to enable the Company to determine the appropriate rate of TDS.

iv. Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2025, with effect from November 19, 2025, all dividends shall be processed only in electronic mode, and payment through dividend warrants or cheques has been discontinued. Payment shall be made subject to:

• Folio being KYC compliant, i.e., PAN, contact details including Mobile No., bank account details and specimen signature are registered with the Company/ RTA (for shareholders holding shares in physical form)

• Updating of bank details with Depository Participants (for shareholders holding shares in dematerialised form)

v. Unclaimed Dividend and Investor Education and Protection Fund (IEPF):

Members are requested to note that, dividends if not encashed for a period of 7 (seven) years from the date of transfer of unclaimed dividend to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ('IEPF'). The shares in respect of which dividend remain unclaimed for 7 (seven) consecutive years are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/Claimants are requested to claim their unclaimed dividends from the Company, within the stipulated timeline. The Members whose unclaimed dividends and/or shares have been transferred to IEPF may write to the Company/RTA and submit the required documents for issue of Entitlement Letter. The Members may then make an application to the IEPF Authority in web Form IEPF-5 (available on www.iepf.gov.in) by attaching the Entitlement Letter and other documents.

THE INSTRUCTONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING

The remote e-voting period begins on Saturday, September 26, 2026 at 09:00 A.M. and ends on Monday, September 28, 2026 at 05:00 P.M. 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. Tuesday, September 22, 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 September 22, 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 and joining virtual meeting 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	Amount of Transaction
Individual Shareholders holding securities in demat mode with NSDL.	1. 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 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 & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com 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 re-directed to e-Voting website of NSDL for casting

Type of Shareholders	Amount of Transaction
	your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are 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 4. 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 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 & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) 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. 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 & 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. NSDL and CDSL.

Login Type	Helpdesk Details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-099110

B) Login Method for e-Voting and joining virtual meeting 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?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. 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.
4. 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***

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

   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) 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.

   c) How to retrieve your 'initial password'?

      i. 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'.

      ii. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

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

   a) 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.

   b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL

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

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

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

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting 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 and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

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

1. 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 with a copy marked to 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.

2. 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 to reset the password.

3. 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 or call on.: 022 - 4886 7000 or send a request to at 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@katariagroup.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) tocs@katariagroup.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 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 AGM are as Under:-

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

2. Only those Members/ shareholders, who will be 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 in the AGM.

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

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 AGM shall be the same person mentioned for Remote e-voting.

Instructions for Members for Attending the AGM 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

Company	**KATARIA INDUSTRIES LIMITED (Formerly known as Kataria Industries Private Limited)** 34-38 and 44, Industrial Area, Ratlam, Ratlam, Madhya Pradesh, India,457001 Tel No.: +91 9425195200; Email:cs@katariagroup.co.in; Web:www.katariaindustries.co.in
Registrar and Transfer Agent	**BIGSHARE SERVICES PRIVATE LIMITED** Office No. S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai - 400093 Tel No.: +91 22 6263 8200; Email: investor@bigshareonline.com
E-Voting Agency & VC / OAVM	Email: evoting@nsdl.com NSDL help desk 022 - 4886 7000
Scrutinizer	**M/s. PRASAD AND PARTNERS LLP (Formerly known as M/S. ALAP & CO. LLP), Practicing Company Secretaries - Mr. Anand S Lavingia** Email: csanandlavingia@gmail.com; Tel No.:+91 79 3578 9144

Explanatory Statement

(pursuant to Section 102 (1) of the Companies Act, 2013 and pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the accompanying Notice dated September 05, 2026)

Item No. 4:

Ratification of Remuneration to the Cost Auditor for the Financial Year 2026-27 – Ordinary Resolution

In accordance with the provisions of Companies (Cost Records and Audit) Rules, 2014, the Company is required to get its Cost Records audited from a qualified Cost Accountant. The Board of Directors at its meeting held on September 05, 2026, on the recommendation of Audit Committee, approved the appointment and remuneration of M/s. JSK PARJ & Associates, Cost Accountant (having Firm Registration No. 006015), to conduct the audit of the cost records of the Company for the financial year 2026-27.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditor is to be ratified by the Members of the Company.

Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditor for the financial year 2026-27 as set out in the resolution for aforesaid services to be rendered by them.

The Board of Directors recommends the resolution at Item No. 4 of this Notice for your approval.

None of the Directors, Key Managerial Personnel and relatives thereof has any concern or interest, financial or otherwise in the resolution at Item No. 4 of this Notice.

Item No. 5:

Re-appointment of Mr. Arun Kataria (DIN 00088999) as Chairman and Managing Director of the company: SPECIAL RESOLUTIONS

The Board of Directors of the Company, in their Meeting held on September 05, 2026, has, subject to approval of members, re-appointed Mr. Arun Kataria (DIN 00088999) as Chairman and Managing Director of the company, for further period of 5 (five) years with effect from October 1, 2026, on terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee of the Board which is set out hereunder.

The Nomination and Remuneration Committee has noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions. Mr. Arun Kataria (DIN 00088999) is not disqualified from being appointed Chairman and Managing Director in terms of Section 164 of the Act and has given his consent to act as Director.

It is proposed to seek the members' approval for the re-appointment of and remuneration payable to Mr. Arun Kataria (DIN 00088999) as Chairman and Managing Director of the Company, in terms of the applicable provisions of the Act.

Further, in terms of SEBI (Listing Obligations and Disclosure Requirement) Amendment Regulations, 2018 the remuneration of the Promoter Executive Directors shall not exceed ₹ 5,00,00,000 (Rupees Five crore) or 2.5% of net profits whichever is higher or there is more than one Executive Directors, the aggregate annual remuneration to such directors is exceeds 5% of the net profit. The prescribed resolution required approval of Shareholders of the company as special resolution under these regulations.

Further, pursuant to the provisions of Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time, the Company may, in the event of loss or inadequacy of profits in any financial year, pay the remuneration proposed herein to Mr. Arun Kataria (DIN 00088999), notwithstanding that such remuneration may exceed the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013, to the extent permissible under applicable law and subject to fulfilment of the applicable conditions and requirements prescribed thereunder. Pursuant to Sections 196, 197, 198, 203 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirement) Amendment Regulations, 2018, the appointment of Mr. Arun Kataria (DIN 00088999) as Chairman and Managing Director of the Company is now being placed before the Members for their approval by way of Special Resolutions.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder;

General Information:

Nature of Industry: The Company is engaged in the business of manufacturing and trading of ferrous and non-ferrous metal products, wires, cables and related products, and is also engaged in real estate development, construction, redevelopment, infrastructure development, and allied real estate consultancy and property management services.

Date or expected date of commencement of commercial production: The Company has already commenced its commercial production.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable

Financial performance based on given indicators:

(₹ In Lakhs)

Particulars	Standalone	
	F.Y. 2025-26	F.Y. 2024-25
Revenue from Operations	33,103.82	35,060.74
Other Income	152.82	139.20
Total Income	**33,256.64**	**35,199.94**
Less: Total Expenses before Depreciation, Finance Cost and Tax	30,988.44	33,031.96
Profit before Depreciation, Finance Cost and Tax	**2,268.20**	**2,167.98**
Less: Depreciation	528.99	539.07
Less: Finance Cost	104.10	298.82
Profit Before Tax	**1,635.12**	**1,330.09**
Less: Current Tax	418.98	349.54
Less: Current Tax Expense Relating to Prior years	22.32	(59.31)
Less: Deferred tax Liability (Asset)	(18.65)	(55.71)
Profit after Tax	**1,212.46**	**1,095.57**

Foreign investments or collaborations, if any: No collaborations have been made by the Company with any of foreign entity. Further, as at March 31, 2026, total holding of NRI Shareholders was 56400 Equity Shares.

Information about the appointee:

Background Details: He has completed his Commerce Graduation and also cleared M.Com. Part-I from Vikram University, Ujjain. He is associated with our company as a Managing Director from May 2004. He is having expertise over financial management, marketing and export and strategic planning. At present he looks after the domestic and international market, automation of production process, quality control business operation and management of our company. He is having experience of more than 20 years in the management of manufacturing company. He looks after overall marketing, production and financial management of the company.

Past Remuneration: In the financial year 2025-26, Mr. Arun Kataria (DIN 00088999) was paid total remuneration and perquisite of Rupees 18.00 Lakh as Managing Director.

Recognition or awards: Nil.

Job Profile and his suitability: Mr. Arun Kataria (DIN 00088999) is responsible for handling the overall operations of the Company including Client Relationships. His experience and knowledge has helped the Company to great extent.

Terms and Conditions of Remuneration:-

Basic Salary up to Rupees 10,00,000/- per month excluding perquisite mentioned hereunder for a period of 5 years from the date of re-appointment with an increment of 10% every year;

Provided that Increment shall be applicable w.e.f. April 1 of every year and the first increment shall be applicable w.e.f. April 1, 2027;

Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):

Taking into consideration the size of the Company, the profile of Mr. Arun Kataria (DIN 00088999), the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.

Mr. Arun Kataria (DIN 00088999) has pecuniary relationship to the extent he is Promoter – Managing Director - Shareholder of the Company and cousin brother of Mr. Anoop Kataria (DIN 06527758), Wholetime Director and Mr. Sunil Kataria (DIN 00092681) Director of the Company.

In compliance with the provisions of Sections 196, 197, 198 and other applicable provisions of the Act, read with Schedule V to the Act SEBI (Listing Obligations and Disclosure Requirement) Amendment Regulations, 2018, the terms of appointment and remuneration specified above are now being submitted to the Members for their approval. Further, remuneration proposed above shall be valid for a period of three years w.e.f. October 1, 2026 until revised further.

The Board of Directors is of the view that the re-appointment of Mr. Arun Kataria (DIN 00088999) as Chairman and Managing Director will be beneficial to the operations of the Company and accordingly recommends the Special Resolution at Item No. 5 of the accompanying Notice for approval by the Members of the Company.

Except Mr. Arun Kataria (DIN 00088999), Mr. Anoop Kataria (DIN 06527758), Mr. Sunil Kataria (DIN 00092681) and their relatives to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

The statement of additional information required to be disclosed as per Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard II issued by ICSI is attached at the end of this Explanatory Statement and must be read as the part of this Notice.

Item No. 6:

Re-appointment of Mr. Anoop Kataria (DIN 06527758) as Chief financial officer and Whole-time Director of the Company: SPECIAL RESOLUTIONS

The Board of Directors of the Company, in their Meeting held on September 05, 2026, has, subject to approval of members, re-appointed Mr. Anoop Kataria (DIN 06527758) as Chief financial officer and Whole-Time Director, for further period of 5 (five) years with effect from October 1, 2026, on terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee of the Board which is set out hereunder.

The Nomination and Remuneration Committee has noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions. Mr. Anoop Kataria (DIN 06527758) is not disqualified from being appointed Chief financial officer and Whole-Time Director in terms of Section 164 of the Act and has given his consent to act as Director.

It is proposed to seek the members' approval for the re-appointment of and remuneration payable to Mr. Anoop Kataria (DIN 06527758) as a Chief financial officer and Whole-Time Director of the Company, in terms of the applicable provisions of the Act.

Further, in terms of SEBI (Listing Obligations and Disclosure Requirement) Amendment Regulations, 2018 the remuneration of the Promoter Executive Directors shall not exceed ₹ 5,00,00,000 (Rupees Five crore) or 2.5% of net profits whichever is higher or there is more than one Executive Directors, the aggregate annual remuneration to such directors is exceeds 5% of the net profit. The prescribed resolution required approval of Shareholders of the company as special resolution under these regulations.

Further, pursuant to the provisions of Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time, the Company may, in the event of loss or inadequacy of profits in any financial year, pay the remuneration proposed herein to Mr. Anoop Kataria (DIN 06527758), notwithstanding that such remuneration may exceed the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013, to the extent permissible under applicable law and subject to fulfilment of the applicable conditions and requirements prescribed thereunder.

Mr. Anoop Kataria is presently associated with the Company as Chief Financial Officer ("CFO") and shall continue to discharge the functions and responsibilities of CFO in accordance with the provisions of the Companies Act, 2013 ("Act") and other applicable laws. The proposed resolution relates only to his re-appointment and remuneration in the capacity specified therein and does not seek any separate approval of the Members for his continuation as CFO. His continuation as CFO shall be governed by the applicable provisions of the Act and other applicable laws.

Pursuant to Sections 196, 197, 198, 203 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirement) Amendment Regulations, 2018, the appointment of Mr. Anoop Kataria (DIN 06527758) as Chief financial officer and Whole-Time Director of the Company is now being placed before the Members for their approval by way of Special Resolutions.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder;

General Information:

Nature of Industry: The Company is engaged in the business of manufacturing and trading of ferrous and non-ferrous metal products, wires, cables and related products, and is also engaged in real estate development, construction, redevelopment, infrastructure development, and allied real estate consultancy and property management services.

Date or expected date of commencement of commercial production: The Company has already commenced its commercial production.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable

Financial performance based on given indicators:

(₹ In Lakhs)

Particulars	Standalone	
	F.Y. 2025-26	F.Y. 2024-25
Revenue from Operations	33,103.82	35,060.74
Other Income	152.82	139.20
Total Income	**33,256.64**	**35,199.94**
Less: Total Expenses before Depreciation, Finance Cost and Tax	30,988.44	33,031.96
Profit before Depreciation, Finance Cost and Tax	**2,268.20**	**2,167.98**
Less: Depreciation	528.99	539.07
Less: Finance Cost	104.10	298.82
Profit Before Tax	**1,635.12**	**1,330.09**
Less: Current Tax	418.98	349.54
Less: Current Tax Expense Relating to Prior years	22.32	(59.31)
Less: Deferred tax Liability (Asset)	(18.65)	(55.71)
Profit after Tax	**1,212.46**	**1,095.57**

Foreign investments or collaborations, if any: No collaborations have been made by the Company with any of foreign entity. Further, as at March 31, 2026, total holding of NRI Shareholders was 56400 Equity Shares.

Information about the appointee:

Background Details: He has completed his B.Com from University of Wollongong, Australia from Dubai Branch. He served as Directors with more than 10 companies during the year 2015 to 2023. He is having expertise in finance and accounting sells and marketing, investment and strategy. At present as whole time Director and CFO he provides guidance for preparing annual operating plan for our organization, execute and implement the strategy and business plan in accordance with decision of board of Directors. He overall supervises the books of accounts and advises the company for proper utilization of resources. He keeps informed the board about financial position of the company and work within the budget guidelines decided by the board of directors over and above this he takes care of legal and statutory compliances and also overview the marketing aspects.

Past Remuneration: In the financial year 2025-26, Mr. Anoop Kataria (DIN 06527758) was paid total remuneration of Rupees 18.00 Lakh as Chief Financial Officer and Whole-Time Director.

Recognition or awards: Nil.

Job Profile and his suitability: Mr. Anoop Kataria (DIN 06527758) is responsible for human capital management, looking after administration and business planning for our Company.

Terms and Conditions of Remuneration:-

Basic Salary up to Rupees 10,00,000/- per month excluding perquisite mentioned hereunder for a period of 5 years from the date of re-appointment with an increment of 10% every year;

Provided that Increment shall be applicable w.e.f. April 1 of every year and the first increment shall be applicable w.e.f. April 1, 2027;

Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):

Taking into consideration the size of the Company, the profile of Mr. Anoop Kataria (DIN 06527758), the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.

Mr. Anoop Kataria (DIN 06527758) has pecuniary relationship to the extent he is Promoter – Wholetime Director - Shareholder of the Company and cousin brother of Mr. Arun Kataria (DIN 00088999), Managing Director and Mr. Sunil Kataria (DIN 00092681) Director of the Company.

In compliance with the provisions of Sections 196, 197, 198 and other applicable provisions of the Act, read with Schedule V to the Act SEBI (Listing Obligations and Disclosure Requirement) Amendment Regulations, 2018, the terms of appointment and remuneration specified above are now being submitted to the Members for their approval. Further, remuneration proposed above shall be valid for a period of three years w.e.f. October 1, 2026 until revised further.

The Board of Directors is of the view that the re-appointment of Mr. Anoop Kataria (DIN 06527758) as Chief financial officer and Whole-Time Director will be beneficial to the operations of the Company and accordingly recommends the Special Resolution at Item No. 6 of the accompanying Notice for approval by the Members of the Company.

Except Mr. Anoop Kataria (DIN 06527758), Mr. Sunil Kataria (DIN 00092681), Mr. Arun Kataria (DIN 00088999), and their relatives and his relatives to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

The statement of additional information required to be disclosed as per Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard II issued by ICSI is attached at the end of this Explanatory Statement and must be read as the part of this Notice.

Item No. 7:

To increase the Authorized Share Capital of the Company and make consequent alteration in Clause 5 of the Memorandum of Association: SPECIAL RESOLUTIONS

In order to broad base capital structure of the Company and to enable the Company to issue further shares, it is proposed to increase the authorized share capital of the Company from Rupees 22,00,00,000/- (Rupees Twenty two Crores Only) divided into 22000000 (Two Crore and Twenty Lakhs) Equity Shares of Rupees 10/- (Rupees Ten Only) each to Rupees 30,00,00,000/- (Rupees Thirty Crores Only) divided into 30000000 (Three crore) Equity Shares of Rupees 10/- (Rupees One Only) each, by way of creation of an additional 8000000 (Eighty Lakhs) Equity Shares of Rupee 10/- (Rupee Ten only) each, ranking pari passu in all respect with existing equity shares of the company, aggregating to Rupees 8,00,00,000/- (Rupees Eight Crores only).

As a consequence of increase of authorized share capital of the Company, the existing authorized share capital clause (Clause 5) in the Memorandum of Association of the Company is required to be altered accordingly. The proposed increase of authorized share capital requires the approval of members of the Company in general meeting under Sections 13, 61, 64 and other applicable provisions of the Companies Act, 2013, as well as any other applicable statutory and regulatory approvals.

The Draft amended Memorandum of Association has been placed on the website of the Company - www.katariaindustries.co.in for Members' Inspection.

Therefore, the Board recommends the resolution hereof for approval of the shareholders as Special Resolution.

None of the directors or any key managerial personnel or any relative of any of the directors/key managerial personnel of the Company is, in anyway, concerned or interested in the above Resolution except to the extent of their shareholding in the Company.

Item No. 8

Approval for issuance and allotment of 60,00,000 (Sixty Lakhs) Equity Shares of face value of Rs 10/- each to the Public on Preferential basis on private placement basis ("Preferential Issue"): SPECIAL RESOLUTIONS

Pursuant to the resolution passed by the Board of Directors of the Company in their meeting held on Saturday, September 05, 2026 and subject to the necessary statutory and regulatory approvals, if any, the Board has approved the creation, offer, issue and allotment of up to 60,00,000 (Sixty Lakhs) fully paid-up Equity Shares at a price of ₹ 106/- (Rupees One Hundred and Six Only) to Public for a total cash consideration of ₹ 63,60,00,000/- (Rupees Sixty Three Crore and Sixty Lakhs Only) on Preferential Allotment basis.

In terms of Section 62(1)(c) read with Sections 42 of the Companies Act, 2013 and rules made thereunder ("Act"), and in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("ICDR Regulations") as amended and on the terms and conditions and formalities as stipulated in the Act and the ICDR Regulations the Preferential Issue requires approval of the shareholders of the Company by way of a special resolution. Accordingly, consent of the members is being sought in terms of Section 42 & 62(1)(c) of the Companies Act 2013 and Chapter V of the SEBI (ICDR) Regulations, 2018.

The details of the issue and other particulars as required in terms of Regulation 163 of the Chapter V of the SEBI (ICDR) Regulations, 2018, Rule 13 of Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of Companies (Prospectus and allotment of securities) Rules, 2014 in relation to the above said Special Resolution are given as under.

1. Objects of the preferential issue:

The proposed issue of 60,00,000 (Sixty Lakhs) Equity Shares is being made for cash:

The Company proposes to raise an amount aggregating up to ₹ 63,60,00,000/- (Rupees Sixty Three Crore and Sixty Lakhs Only) through the Preferential Issue. The Objects of the Preferential issue are as below:

Sr. No.	Objects of the Issue	Amount (₹ in Lakhs)	Percentage of amount proposed to be utilized to overall Preferential Issue	Estimated deployment or Utilizations of Net Proceeds in Fiscal 2026-2027 (₹ in Lakhs)	Estimated deployment or Utilizations of Net Proceeds in Fiscal 2027-2028 (₹ in Lakhs)
1	Repayment of secured/ unsecured loan*	3,600.00	56.61%	3,600.00	-
2	Funding Working Capital Requirement of our Company;*	2,060.00	32.39%	824.00	1,236.00
3	General Corporate Purpose (GCP)$	700.00	11.00%	210.00	490.00
	Total	**6,360.00**	**100.00%**	**4,634.00**	**1,726.00**

**As certified by M/s. Ashok Kumar Agrawal & Associates, Chartered Accountants, Statutory Auditors of our Company, through their certificate dated September 05, 2026.*

$The amount to be utilised for GCP will not exceed twenty five percent (25%) of the amount being raised by our Company through the Preferential Issue.

Note: Total amount of issue size allocated for the aforesaid objects of the Preferential Issue shall together be used only for the object of the issue as specified in the above table and same will not be added to General Corporate Purposes (GCP).

The above fund requirements are based on our current business plan, managements' estimates and have not been appraised by any bank or financial institution. Our Company proposes to deploy the entire Net Proceeds towards the aforementioned Objects during Fiscal 2026-27 and 2027-2028. In the event that the estimated utilization of the Net Proceeds in scheduled fiscal years are not completely met, due to the reasons stated above, the same shall be utilized in the next fiscal year i.e. Fiscal 2028-2029, as may be determined by the Board or duly appointed Committee thereof, in accordance with applicable laws. This may entail rescheduling and revising the planned expenditure and funding requirements and increasing or decreasing the expenditure for a particular purpose from the planned expenditure as may be determined by the Board subject to compliance with applicable law. The Company may also, subject to applicable laws, utilize the Net Proceeds towards the respective Objects of the Issue prior to the scheduled time lines set out above, depending upon the actual requirements and availability of funds, and such utilization shall not be construed as an alteration or change in the Objects of the Issue.

In terms of the NSE Circular No. NSE/CML/2022/56 dated December 13, 2022, the amount specified for General Corporate Purpose shall not exceed 25% of the funds raised through Preferential issue and also the amount specified for the aforementioned Objects may deviate +/- 10% depending upon the future circumstances, given that the Objects are based on estimates and other commercial and technical factors. Accordingly, the same is dependent on a variety of factors such as financial, market and sectoral conditions, business performance and strategy, competition and other external factors, which may not be within the control of the Company and may result in modifications to the proposed schedule for utilization of the Issue Proceeds at the discretion of the Board, subject to compliance with applicable laws.

Monitoring of Utilization of Funds:

Since the proceeds from the Issue is less than ₹100 Crores, in terms of Regulation 162A of Chapter V of SEBI (ICDR) Regulations, 2018 hence appointment of Monitoring Agency to monitor the use of proceeds of this preferential issue is not required.

2. Kinds of securities offered, Maximum number of securities to be issued and price at which the allotment is proposed:

The Company proposes to issue and allot 60,00,000 (Sixty Lakhs) Equity Shares of ₹ 10/- (Rupees Ten Only) each at a price of ₹106/- (Rupees One Hundred and Six Only) each (including premium of ₹ 96/- each) and on preferential basis for Cash consideration, such share price being not less than the minimum price as on Relevant Date as determined in accordance with Chapter V of ICDR Regulations ("Floor Price").

3. The class or classes of persons to whom the allotment is proposed to be made:

The proposed preferential allotment of Equity Shares is made to Individuals and Limited Liability Partnership (LLP) belonging to Public category.

4. Intention of Promoters, Directors, Key Managerial Personnel or Senior Management of the issuer to subscribe to the offer:

None of the existing Directors, Key Managerial Personnel or Senior Management of the Company have shown their intention to subscribe to proposed Preferential Issue of Equity Shares.

5. Date of passing Board Resolution: Saturday, September 05, 2026.

6. Amount which the Company intends to raise by way of such issue of securities:

The Company proposes to raise an amount aggregating up to ₹ 63,60,00,000/- (Rupees Sixty Three Crore and Sixty Lakhs Only) through the Preferential Issue.

7. Shareholding pattern before and after Preferential Issue would be as follows:

Sr. No.	Category	Pre-Preferential Issue[1]		Post Preferential Issue considering allotment of 60,00,000 Equity Shares[2]	
		No. of Shares Held	% of Shares Holding	No. of Shares Held	% of Shares Holding
A	Promoters Holding				
1	Indian				
	Individual	1,61,44,434	74.98	1,61,44,434	58.64
	Bodies Corporate	-	-	-	-
	Sub-Total	1,61,44,434	74.98	1,61,44,434	58.64
2	Foreign Promoters	-	-	-	-
	Sub-Total (A)	1,61,44,434	74.98	1,61,44,434	58.64
B	Non-promoters' holding	-	-	-	-
B1	Institutions (Domestic)	-	-	-	-
B2	Institutions (Foreign)	-	-	-	-
B3	Central Government/ State Government(s)/ President of India	-	-	-	-
B4	Non-Institutions	-	-	-	-
	Investor Education and Protection Fund (IEPF)	-	-	-	-
	Resident Individuals holding nominal share capital up to ₹ 2 lakhs	28,54,200	13.26	28,54,200	10.37
	Resident Individuals holding nominal share capital in excess of ₹ 2 lakhs	9,98,400	4.64	56,98,400	20.70
	Non-Resident Indians (NRIs)	55,800	0.26	55,800	0.20
	Bodies Corporate	11,93,400	5.54	11,93,400	4.33
	Any other (Including LLP, HUF & Clearing Members)	2,85,000	1.32	15,85,000	5.76
	Sub Total B4	53,86,800	25.02	1,13,86,800	41.36
	Sub Total (B)	53,86,800	25.02	1,13,86,800	41.36
B	Non-Promoter & Non-Public	-	-	-	-
	Grand Total	2,15,31,234	100.00	2,75,31,234	100.00

Notes

1. *The Pre-Issue Shareholding Patterns is as on Friday, September 04, 2026.*
2. *The post issue shareholding pattern in the above table has been prepared on the basis that the proposed allottee(s) will subscribe to all the Equity Shares which they are intent to do so. In the event for any reason, the proposed allottee(s) do not or are unable to subscribe to and/or are not allotted the Equity Shares, the shareholding pattern in the above table would undergo corresponding changes.*
3. *It is further assumed that shareholding of the Company in all other categories will remain unchanged.*
4. *The Company will ensure compliance with all applicable laws and regulations including the SEBI (ICDR) Regulations at the time of allotment of equity shares of the Company.*

8. Time frame within which the preferential allotment shall be completed:

For equity shares, as required under the Regulation 170 of SEBI (ICDR) Regulations 2018, the Company shall complete the allotment of Equity Shares within a period of 15 days from the date of passing of the Special Resolution by the shareholders in Annual General Meeting, provided that where any approval or permission by any regulatory authority or the Central Government or the Stock Exchanges is pending, the allotment shall be completed within a period of 15 days from the date of such approval or permission.

9. Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issues that may be held by them and change in control if any in the issuer consequent to the preferential issues:

Name of the Proposed Allottees	Category	Ultimate Beneficial Owner	Pre-Preferential Issue[1]		No. of Equity Shares proposed to be allotted	Post Preferential Issue (Assuming allotment of 60,00,000 Equity Shares)	
			No. of Shares Held	% of Shares Holding		No. of Shares Held	% of Shares Holding
Kesar Tracom India LLP	Public	Keval Arvind Modi and Mohit Hemant Nagarsheth	Nil	Nil	6,50,000	6,50,000	2.36%
Kuber Equity Services LLP	Public	Keval Arvind Modi and Premal Mukundbhai Shah	Nil	Nil	6,50,000	6,50,000	2.36%
Premal Mukundbhai Shah	Public	Self	Nil	Nil	6,50,000	6,50,000	2.36%
Vikas Ramesh Mehta	Public	Self	Nil	Nil	13,50,000	13,50,000	4.90%
Kirtesh Babulal Shah	Public	Self	Nil	Nil	13,50,000	13,50,000	4.90%
Karan Balvantbhai Patel	Public	Self	Nil	Nil	13,50,000	13,50,000	4.90%

10. The change in control if any in the company that would occur consequent to the preferential offer:

The proposed Preferential Allotment of Equity Shares will not result in any change in the management and control of the Company.

11. Relevant date with reference to which the price has been arrived at:

The Relevant Date in terms of Regulation 161 of SEBI (ICDR) Regulations, 2018 for determining the price of Equity Shares with reference to the proposed allotment is Friday, August 28, 2026, since the day 30 days prior to the date of passing of special resolution at this Annual General Meeting (i.e. Tuesday, September 29, 2026) falls on weekend, being fixed as the relevant date in compliance with the Explanation to Regulation 161 of the SEBI (ICDR) Regulations.

12. Basis or justification on which the price of the Preferential Issue has been arrived at along with report of the Registered Valuer:

A. The Equity Shares of the Company are listed on NSE Emerge ("NSE") (referred to as "Stock Exchange"). The Equity Shares of the Company are frequently traded within the meaning of explanation provided in Regulation 164 (5) of Chapter V of the SEBI (ICDR) Regulations, 2018. In terms of Regulation 164 (1) of Chapter V of SEBI (ICDR) Regulations, 2018, the minimum price at which equity shares shall be issued and shall not be less than higher of the following:

i. ₹ 104.77/- each- the 90 Trading days volume weighted average price of the equity shares of the Company quoted on the Stock Exchange preceding the Relevant Date; or

ii. ₹ 104.62/- each- the 10 Trading days volume weighted average price of the equity shares of the Company quoted on the Stock Exchange preceding the Relevant Date.

iii. Pursuant to above, the minimum issue price determined in accordance with Regulations 164 (1) read with Regulation 161 of Chapter V of the SEBI (ICDR) Regulations, 2018 is ₹ 104.77/- each.

B. Method of determination of price as per the Articles of Association of the Company - Not applicable as the Articles of Association of the Company does not provide for a method on the determination of a floor price/ minimum price of the shares issued on preferential basis.

C. Regulation 166A of the SEBI (ICDR) Regulations, 2018 as amended, the Valuation of Equity Shares by way of valuation report from an independent registered valuer and consider the same for determining the price – Not applicable as there is no change in control or allotment of more than five per cent. of the post issue fully diluted share capital of the issuer, to an allottee or to allottees acting in concert and the issue is less than five per cent of the post issue fully diluted share capital of the issuer.

Accordingly, Issue Price at which Equity Shares are being offered is ₹ 106/- each which is above the minimum price of shares calculated as per SEBI (ICDR) Regulations, 2018 and as amended.

13. Undertakings:

i. The Issuer Company hereby undertakes to recompute the price of the specified securities in terms of the provision of SEBI (ICDR) Regulations, 2018, as amended where it is required to do so.

ii. The Issuer Company undertakes that if the amount payable on account of the re-computation of price is not paid within the time stipulated in terms of the provision of SEBI (ICDR) Regulations, 2018, the specified securities shall continue to be locked–in till the time such amount is paid by the allottees.

14. Disclosure as specified under Regulation 163(1) of SEBI(ICDR) Regulations 2018

a) Neither the Company nor any of its Promoters or Directors are categorized as wilful defaulters by any bank(s) or financial institution(s) or any consortium thereof, in accordance with the guidelines on wilful defaulters, issued by the Reserve Bank of India. Consequently, the disclosures required under Regulation 163(1)(i) of SEBI ICDR Regulations.

b) The proposed allottees, the beneficial owners to proposed allottees, issuer, its promoter and directors, have not been declared as wilful defaulter or a fraudulent borrower as per RBI Circular Ref. No. RBI/2015-16/100 DBR.No.CID.BC.22/20.16.003/2015-16 dated 1 July 2015 by the banks.

c) The proposed allottees and the beneficial owners to proposed allottees have not been, directly or indirectly, debarred from accessing the capital market or have been restrained by any regulatory authority from, directly or indirectly, acquiring the said securities.

d) None of the Promoters or Directors of the Company is a fugitive economic offender as defined under section 12 of the Fugitive Economic Offenders Act, 2018.

e) Issuer, proposed allottees and beneficial owners do not have direct or indirect relation with the companies, its promoters and whole-time directors, which are compulsorily delisted by any recognized stock exchange.

f) The proposed allottees have confirmed that they have not sold any equity share of the Company during the 90 trading days preceding the Relevant Date.

g) The Company has no subsisting default in the redemption or payment of dividend on equity shares of the Company since the commencement of Companies Act, 2013.

h) There is no outstanding due to Securities Exchanges Board of India, the stock exchange or the depositories.

i) The Company is in compliance with the conditions for continuous listing of equity shares, as specified in the listing agreement with National Stock Exchange of India Limited, where the equity shares of the issuer are listed, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015, as amended, and any circular or notification issued by the Board thereunder; and is eligible to make the preferential issue under Chapter V of the SEBI ICDR Regulations.

m) The preferential issue of securities is being made in strict compliance with the provisions of SEBI (ICDR) Regulations, 2018 and the amendments, thereof, pertaining to conditions for preferential issue.

n) The proposed preferential issue is not ultra vires to the provisions of Articles of Association of the issuer.

15. The Current and Proposed status of the allottees post the preferential issue namely, promoter or non-promoter:

Sr. No.	Name of the Proposed Allottees	Current status of the allottees namely promoter or promoter group or Non-Promoter	Proposed status of the allottees post the preferential issue namely promoter or promoter group or Non-Promoter
1	Kesar Tracom India LLP	Non-Promoter	Non-Promoter
2	Kuber Equity Services LLP	Non-Promoter	Non-Promoter
3	Premal Mukundbhai Shah	Non-Promoter	Non-Promoter
4	Vikas Ramesh Mehta	Non-Promoter	Non-Promoter
5	Kirtesh Babulal Shah	Non-Promoter	Non-Promoter
6	Karan Balvantbhai Patel	Non-Promoter	Non-Promoter

16. Practicing Company Secretary' Certificate:

A copy of the certificate from M/s. PRASAD AND PARTNERS LLP (Formerly known as M/S. ALAP & CO. LLP) (LLPIN: ACA 1561), Practicing Company Secretaries certifying that the Preferential Issue is being made in accordance with the requirements of Chapter V of SEBI (ICDR) Regulations, 2018 shall be placed before the shareholders at their proposed Annual General Meeting and the same shall be available for inspection by the members at the Registered office of the Company between 11:00 AM and 5:00 PM on all working days between Monday to Friday from the date of dispatch of the AGM Notice. This certificate is also placed under "Investor Relations" tab on the following link - https://www.katariaindustries.co.in/wp-content/uploads/2026/09/PCS-Certificate-ICDR-for-Preferential-Issue.pdf

17. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the Registered Valuer:

Not Applicable, as the proposed allotment is made for Cash consideration.

18. The number of persons to whom allotment through preferential issue have already been made during the year in terms of number of securities as well as price:

During the period from 01st April 2026 till the date of this notice, the Company has not made any preferential issue of Equity Shares.

19. Lock-in period:

The aforesaid allotment of Equity Shares allotted on a preferential basis shall be locked in as per Regulation 167 of Chapter V of the SEBI (ICDR) Regulations, 2018, as amended. The entire pre-preferential allotment shareholding of the allottees, if any shall be locked-in as per Regulation 167 (6) of Chapter V of the SEBI (ICDR) Regulations, 2018.

20. Principle terms of assets charged as securities:

Not Applicable

21. Listing of the proposed shares

The Company shall make an application to NSE Emerge, on which the existing equity shares of the Company are listed, for listing of the aforementioned shares. The above shares, once allotted, shall rank pari passu with the existing equity shares of the Company in all respects, including dividend.

22. Interest of the Promoters/ Directors:

None of the Directors, Key Managerial Persons (KMPs) of the Company or any relatives of such Director or KMPs, being related of the proposed allottees and their respective relatives may be deemed to be interested financially or otherwise, either directly or indirectly in passing of the said Resolutions, save and except to the extent of their respective interest as shareholders of the Company.

Accordingly, the Board of Directors of your Company recommend the Resolution set out in Item No. 8 of this Notice for the approval of the Members by way of passing Special Resolutions.

Item No. 9:

APPOINTMENT OF MS. AMISHA GANDHI (DIN: 11930478) AS NON – EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY: SPECIAL RESOLUTIONS

The Company has been following a structured approach towards succession planning and composition of its Board of Directors. The Nomination and Remuneration Committee ("NRC") periodically evaluates the composition of the Board, the skills, knowledge, experience and competencies available amongst the Directors and identifies areas requiring strengthening, with a view to maintaining an appropriate balance of skills and experience on the Board and ensuring orderly succession.

The NRC, while considering the requirements of the Company, evaluated the skills, qualifications, experience and expertise required for strengthening the Board, particularly in the areas of finance, accounting, audit, taxation, GST and regulatory compliances. After considering the same, the NRC recommended the appointment of Ms. Amisha Gandhi (DIN: 11930478) as an Independent Director of the Company.

The attention of Members is drawn to the fact that pursuant to the proposed capital restructuring of the Company, the paid-up share capital of the Company may cross ₹25 Crore, pursuant to which the Company is required to comply with the applicable corporate governance requirements prescribed under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"). In terms of Regulation 17 of the SEBI LODR Regulations, the composition of the Board of Directors is required to have an appropriate balance of Executive and Non-Executive Directors, with the requisite proportion of Independent Directors, as applicable.

As on the date of this Notice, the Board of Directors of the Company comprises Two Executive Directors, One Non-Executive Director and Two Non-Executive Independent Directors. Accordingly, in order to ensure compliance with the applicable requirements relating to Board composition under Regulation 17 of the SEBI LODR Regulations, the Company is required to appoint one additional Non-Executive Independent Director on its Board. The proposed appointment of Ms. Amisha Gandhi as a

Non-Executive Independent Director is therefore intended, inter alia, to ensure compliance with the applicable requirements of Regulation 17 of the SEBI LODR Regulations and to maintain an appropriate balance in the composition of the Board.

Ms. Amisha Gandhi is a Chartered Accountant and holds qualifications of M.Com and B.Com (Hons.). She has practical experience in the areas of finance, audit, taxation, GST and regulatory compliance. During her three-year article training with M/s J.P. Dafria & Co., Ratlam, she gained practical exposure in financial analysis, credit appraisal, statutory and concurrent audits, taxation and corporate compliances. Her professional experience includes preparation of loan proposals, CMA reports and project reports, participation in statutory audits, including audit of a CBI Branch, and concurrent audit assignments of Union Bank of India. She has also handled income-tax audit assignments, GST return filing and ROC-related filings for corporate and non-corporate entities.

The NRC is of the view that the skills, knowledge and experience of Ms. Amisha Gandhi are relevant to the requirements of the Company and that her association with the Board would strengthen the Board's overall capabilities, particularly in the areas of finance, accounting, audit, taxation and regulatory compliance. The NRC has also considered the skills and capabilities required for the role of an Independent Director and is satisfied that Ms. Amisha Gandhi possesses the requisite skills and capabilities for the said role.

Accordingly, based on the recommendation of the NRC, the Board of Directors at its meeting held on September 05, 2026, appointed Ms. Amisha Gandhi (DIN: 11930478) as an Additional Director in the category of Non-Executive Independent Director, not liable to retire by rotation, with effect from September 05, 2026, subject to the approval of the members of the Company, to hold office as an Additional Director up to the date of the next Annual General Meeting of the Company or the last date on which the Annual General Meeting ought to have been held, whichever is earlier. She has been allotted DIN: 11930478 on September 05, 2026 itself so her appointment took effect from September 05, 2026.

The Company is now seeking the approval of the members for appointment of Ms. Amisha Gandhi as a Non-Executive Independent Director, not liable to retire by rotation, for a term of five consecutive years commencing from September 05, 2026 up to September 04, 2031 (both days inclusive).

In terms of Section 149(10) of the Companies Act, 2013 ("Act"), 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 subject to the applicable provisions of the Act. Further, pursuant to Section 149(13) of the Act, the provisions relating to retirement of directors by rotation shall not apply to an Independent Director.

The Company has received from Ms. Amisha Gandhi the requisite consent in writing to act as a Director in Form DIR-2, disclosure of non-disqualification in Form DIR-8, and a declaration confirming that she meets the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations").

The Company has also received confirmation from Ms. Amisha Gandhi that she is not disqualified from being appointed as a Director under the provisions of the Act and that she has complied with the applicable requirements relating to registration/enrolment in the databank of Independent Directors.

The Board has taken on record the declaration of independence submitted by Ms. Amisha Gandhi and, after considering the same, is of the opinion that she fulfils the conditions specified in the Act and the SEBI LODR Regulations for appointment as an Independent Director and that she is independent of the management of the Company.

In terms of Section 150(2) of the Act, the Company has carried out due diligence before recommending the appointment of Ms. Amisha Gandhi as an Independent Director. The Board is satisfied that her proposed appointment is in the interest of the Company and its stakeholders.

The Company has also received a notice under Section 160 of the Act from a member proposing the candidature of Ms. Amisha Gandhi for appointment as a Non-Executive Independent Director of the Company.

In terms of Regulation 17(1C) of the SEBI LODR Regulations, the listed entity is required to ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a period of three months from the date of appointment, whichever is earlier.

Further, in terms of Regulation 25(2A) of the SEBI LODR Regulations, the appointment of an Independent Director of a listed entity is subject to approval of the shareholders by way of Special Resolutions.

Accordingly, the approval of the members is being sought by way of a Special Resolution for appointment of Ms. Amisha Gandhi as a Non-Executive Independent Director of the Company for a term of five consecutive years commencing from September 05, 2026 up to September 04, 2031.

The terms and conditions of appointment of Ms. Amisha Gandhi as an Independent Director, including the terms relating to remuneration, are set out in the letter of appointment proposed to be issued to her upon approval of her appointment by the members.

Ms. Amisha Gandhi shall be entitled to receive such sitting fees and reimbursement of expenses for attending meetings of the Board and Committees thereof and such profit-related commission, if any, as may be determined by the Board and approved by the members, in accordance with the applicable provisions of the Act and the SEBI LODR Regulations.

She shall not be entitled to any stock option of the Company, in accordance with Section 149(9) of the Act.

The requisite information and disclosures relating to Ms. Amisha Gandhi, as required under Regulation 36(3) of the SEBI LODR Regulations and the applicable provisions of Secretarial Standard-2 on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, are provided in the Annexure to this Notice, which forms an integral part of this Notice.

A copy of the letter of appointment setting out the terms and conditions of appointment of Ms. Amisha Gandhi, together with the other relevant documents referred to in this Notice and the Explanatory Statement, shall be available for inspection by the members electronically and/or at the registered office of the Company, as applicable, during business hours on all working days up to the date of Annual General Meeting.

The NRC, after considering the qualifications, experience, expertise, skills, knowledge and independence of Ms. Amisha Gandhi, has recommended her appointment as a Non-Executive Independent Director of the Company.

The Board of Directors, based on the recommendation of the NRC and after considering her qualifications, experience, expertise and suitability for the role, is of the opinion that her appointment would be in the best interests of the Company and its stakeholders. The Board accordingly recommends the Special Resolutions set out at Item No. 9 of the Notice for approval of the members.

Except Ms. Amisha Gandhi (DIN: 11930478) and her relatives, to the extent of their respective interest, if any, 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 Special Resolutions.

Registered Office:

34-38 and 44, Industrial Area, Ratlam,
Madhya Pradesh- 457001, India.

Place: Ratlam
Date: September 05, 2026

By order of the Board of Directors
For, **Kataria Industries Limited**
(Formerly known as Kataria Industries Private Limited)
CIN: U68100MP2004PLC029530

Arun Kataria
Managing Director
(DIN: 00088999)

DISCLOSURE UNDER REGULATION 36 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS-II ISSUED BY ICSI FOR ITEM NO. 2, 5, 6 and 9:

Name	Mr. Sunil Kataria	Mr. Arun Kataria	Mr. Anoop Kataria	Ms. Amisha Gandhi
Date of Birth	16/09/1966	17/12/1981	16/05/1987	09/06/1999
Qualification	Masters in Commerce	Masters in Commerce	Bachelors in Commerce	Chartered Accountant with a M.Com and B.Com (Hons.) backgroundt
Experience - Expertise in specific functional areas - Job profile and suitability	He has completed Masters in Commerce from Vikram University, Ujjain, Madhya Pradesh in the year 1990. He worked as Managing Director with Kataria Industries Private Limited from 11th May, 2004 to 2nd April, 2011. During his tenure as a Managing Director, he was taking care of financial management, investor relationship and overall operational activity of the company he provided executive leadership to our team. His experience as management in the Company will always be source of better compliance for our Company.	He has completed his Commerce Graduation and also cleared M.Com. Part-I from Vikram University, Ujjain. He is associated with our company as a Managing Director from May 2004. He is having expertise over financial management, marketing and export and strategic planning. At present he looks after the domestic and international market, automation of production process, quality control business operation and management of our company. He is having experience of more than 20 years in the management of manufacturing company. He looks after overall marketing, production and financial management of the company.	He has completed his B.Com from University of Wollongong, Australia from Dubai Branch. He served as Directors with more than 10 companies during the year 2015 to 2023. He is having expertise in finance and accounting sells and marketing, investment and strategy. At present as whole time Director and CFO he provides guidance for preparing annual operating plan for our organization, execute and implement the strategy and business plan in accordance with decision of board of Directors. He overall supervise the books of accounts and advise the company for proper utilization of resources. He keeps inform the board about financial position of the company and work within the budget guidelines decided by the board of directors our and above this he takes care of legal and statutory compliances and also overview the marketing aspects.	Amisha Gandhi has practical experience in finance, audit, taxation, GST and regulatory compliance. She has gained hands-on exposure during her three-year article training with M/s J.P. Dafria & Co., Ratlam, working across financial analysis, credit appraisal, statutory and concurrent audits, taxation and corporate compliances. Her experience includes preparation of loan proposals, CMA reports and project reports, along with participation in statutory audits, including the audit of a CBI Branch and concurrent audit assignments of Union Bank of India. She has also handled income-tax audit assignments, GST return filing and ROC-related filings for corporate and non-corporate entities. Academically, Amisha has demonstrated strong performance throughout her education, including securing exemptions in multiple CA subjects, distinction in both M.Com and B.Com (Hons.), and 93.20% in Class XII. She was also recognised as a Class XII rank holder and has received awards for academic and extracurricular achievements. She possesses working knowledge of MS Office, Tally ERP, Genius, GST Portal and MCA Portal, along with strong skills in teamwork, problem-solving, work ethics and adaptability. The NRC and the Board are of the view that the association of Ms. Amisha Gandhi and the rich experience and vast knowledge that she brings with her would benefit the Company. Her experience in finance, audit, taxation, GST and regulatory compliance would benefit the Company in the field of finance.

No. of Shares held as on March 31, 2026	18,28,600 Equity Shares	29,08,000 Equity Shares	18,09,774 Equity Shares	7200 Equity Shares
Terms & Conditions	There is no change or modifications in the Terms and Conditions.	As per Resolution and Explanatory Statement	As per Resolution and Explanatory Statement	Refer Explanatory Statement for Item No. 9 of this Notice
Remuneration Last Drawn	Not applicable	INR 18.00 Lacs	INR 18.00 Lacs	Not Applicable
Remuneration sought to be paid	There is no change or modifications in the Terms and Conditions.	As per Resolution and Explanatory Statement	As per Resolution and Explanatory Statement	Sitting Fees as may be approved by the Company in accordance with the applicable provisions of law
Number of Board Meetings attended during the Financial Year 2025-26	11 out of 12	12 out of 12	12 out of 12	Not Applicable
Date of Original Appointment	December 22, 2023	May 11, 2004	November 14, 2023	September 05, 2026
Date of Appointment in current terms	December 22, 2023	October 1, 2026	October 1, 2026	September 05, 2026
Directorships held in public companies including deemed public companies	GSL Nova Petrochemicals Limited P G Foils Limited Kataria Industries Limited	Kataria Industries Limited	Kataria Industries Limited	Nil
Memberships / Chairmanships of committees of public companies*	Membership - 1 Chairmanship - Nil	Membership - Nil Chairmanship - Nil	Membership - 1 Chairmanship - Nil	Nil
Inter-se Relationship with other Directors	Cousin brother of Mr. Arun Kataria and Mr. Anoop Kataria	Cousin brother of Mr. Sunil Kataria and Mr. Anoop Kataria	Cousin brother of Mr. Arun Kataria and Mr. Sunil Kataria	Nil

* Includes only Audit Committee and Stakeholders' Grievances and Relationship Committee.

By order of the Board of Directors
For, **Kataria Industries Limited**
(Formerly known as Kataria Industries Private Limited)
CIN: U68100MP2004PLC029530

Registered Office:

34-38 and 44, Industrial Area, Ratlam,
Madhya Pradesh- 457001, India.

Arun Kataria
Managing Director
(DIN: 00088999)

Place: Ratlam
Date: September 05, 2026

Kataria Industries Ltd.

(An ISO 9001:2015 Certified Company)

Regd. Office & Manufacturing Unit

34-38 & 44 Industrial Area, Ratlam – 457001 (MP) – India.

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CIN No.: U68100MP2004PLC029530

www.katariaindustries.co.in