

POSTAL BALLOT NOTICE

Notice pursuant to Section 110 of the Companies Act, 2013 read with Rule 22(1) of the Companies (Management and Administration) Rules, 2014

Dear Members,

Notice is hereby given that pursuant to the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings / conducting postal ballot through e-voting, vide Ministry's General Circular No. 14/2020 date 08th April, 2020, Circular No. 03/2022 dated 05th May, 2022, Circular No 11/ 2022 dated 28th December, 2022 and Circular No. 09/2023 dated 25th September, 2023 (in continuation to the circulars issued earlier in this regard), and Circular no SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 07th October, 2023 (in continuation to the circulars issued earlier in this regard) Issued by SEBI and Secretarial Standard – 2 ("SS-2") on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any, approval of the Members of the Company is sought for the proposals contained in the resolutions forming part of this Notice of Postal Ballot ("Notice").

In compliance with the aforesaid circulars issued by MCA and SEBI, Regulation 44 of the Listing Regulations and the provisions of Sections 108, 110 and other applicable provisions of the Act read with the Rules, as amended from time to time, and SS – 2 on General Meetings, Notice is being sent by the Company only through electronic mode to all its Members who have registered their email addresses with the Company and / or Bigshare Services Private Limited, Registrar and Transfer Agent of the Company or their respective depository participants (NSDL/CDSL). Hard copy of the Notice along with Postal Ballot form and pre-paid business reply envelope will not be sent to the Members for this postal ballot and they are required to communicate their assent or dissent through electronic means by remote e-voting system only. This postal ballot is accordingly being initiated in compliance with the circulars issued by MCA and SEBI.

Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company, at its meeting held on 05th February, 2024, has appointed Mr. Murtuza Mandorwala, Practicing Company Secretaries, (Membership No. F10745 and COP No. 14284) as the Scrutinizer for conducting the postal ballot only through the remote e-voting process in a fair and transparent manner.

In accordance with the MCA circulars, Members can vote only through the remote voting process. Pursuant to Section 108 of the Act read with Rule 20 of the Rules and Regulation 44 of the Listing Regulations, the Company is pleased to offer remote voting facility to all its Members to cast their votes by electronic means through the remote e-voting process. Members are requested to read the instructions in the Notes under the section "Voting through remote e-voting facility" at note #13 of this Notice to cast their vote by electronic means through the remote e-voting process. The Company has appointed Bigshare Services Private Limited to provide remote e-voting facility for its Members. The remote e-voting facility is available from 9:00 am (IST) on Wednesday, 7th February, 2024 up to 5.00 pm (IST) on Thursday, 07th March, 2024. Remote e-voting module will be blocked by Bigshare Services Private Limited at 5.00 pm (IST) on Thursday, 07th March, 2024 and voting shall not be allowed beyond the said date and time. Members are requested to cast their vote through the remote e-voting process not later than 5:00 pm (IST) on Thursday, 07th March, 2024 to be eligible for being considered, failing which it will be strictly considered that no vote has been received.

Based on the Scrutinizer's report, the results of the remote e-voting will be declared on or before Saturday, 9th March, 2024 i.e. within two (2) working days from close of voting period at the Registered Office of the Company. The declared results, along with the Scrutinizer's report, will be available forthwith on the website of the Company i.e. www.kakaprofile.com under the section 'Investor Relations' and will also be forwarded to BSE Limited, where the equity shares of the Company are listed. Bigshare Services Private Limited, who has provided the platform for facilitating remote e-voting, will also display these results on its website i.e. <https://www.bigshareonline.com>.

The last date of remote e-voting shall be the date on which the resolutions shall be deemed to have been passed, if approved by requisite majority.

SPECIAL BUSINESS:

ITEM NO.1:

ALTERATION OF MAIN OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION (THE "MOA") OF THE COMPANY:

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

"RESOLVED THAT pursuant to the provisions of Section 4, 13, 15 and all other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Companies (Incorporation) Rules, 2014 and other relevant Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) subject to

the approval of the members of the Company at the general meeting and subject to such other requisite approval, if any, in this regards from the appropriate authorities and term(s), condition(s), amendment(s), modification(s), as may be required or suggested by any such other appropriate authorities, the consent of Members of the Company be and is hereby accorded to the Board of Directors to amend the Objects clauses of the Memorandum of Association ("MoA") of the Company by inserting Clause 2 after Clause III (A) (1) of the Main Objects Clause of the Company respectively:

Under Clause III (A)

- (2) *"To carry on the business as manufacturers, jobwork, producers, makers, converters, traders, importers, exporters, buyers, sellers, retailers, wholesalers, suppliers, stockists, agents, sub-agents, merchants, distributors, or otherwise to deal of HVLS Fans (High Voltage Low-Speed Fans), Pre Engineered Building, fabrication, Stone Plastic Composite Flooring, Aluminium Furniture, Plastic Compounding, and all kinds of allied products thereof and PVC related Products, or services related to or ancillary to the aforementioned business activities"*

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall deem to include any of its duly authorized Committees) and / or Company Secretary or any officer(s) so authorized by the Board, be and are hereby Severally authorized to do all acts, deeds, matters and things as may, in their absolute discretion, be deemed necessary, expedient, proper or desirable to give effect to the resolution including filings of statutory forms and to settle any matter, question, difficulties or doubts that may arise in this regard and accede to such modifications and any alterations to the aforesaid resolution as may be advised by the Registrar of Companies without requiring the Board to secure any further consent or approval of the Members of the Company; and that the Members of the Company are hereby deemed to have given their approval thereto expressly by the authority of this resolution and acts and things done or caused to be done shall be conclusive evidence of the authority of the Company for the same."

ITEM NO.2:

ALTERATION OF THE ARTICLES OF ASSOCIATION OF THE COMPANY:

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

"RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 including any statutory modification(s) or re-enactment thereof, for the time being in

force, and subject to the approval of the members of the Company at the general meeting and subject to such other requisite approval, if any, in this regards from the appropriate authorities and term(s), condition(s), amendment(s), modification(s), as may be required or suggested by any such other appropriate authorities, the consent of Members of the Company be and is hereby accorded to the Board of Directors to amend the existing Articles of Association ("AoA") of the Company in the following manner:

- 1) Deletion of the definition of "Seal" stated under Preliminary Interpretation of Chapter I
- 2) Substitution of the existing Article 2(ii) with the following

"Every such certificate shall be issued under the signature of two Directors and the Secretary and shall specify the shares to which it relates and the amount paid - up thereon"

- 3) Deletion of Articles 79 under the heading of "Common Seal".

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall deem to include any of its duly authorized Committees) and / or Company Secretary or any officer(s) so authorized by the Board, be and are hereby Severally authorized to do all acts, deeds, matters and things as may, in their absolute discretion, be deemed necessary, expedient, proper or desirable to give effect to the resolution including filings of statutory forms and to settle any matter, question, difficulties or doubts that may arise in this regard and accede to such modifications and any alterations to the aforesaid resolution as may be advised by the Registrar of Companies without requiring the Board to secure any further consent or approval of the Members of the Company; and that the Members of the Company are hereby deemed to have given their approval thereto expressly by the authority of this resolution and acts and things done or caused to be done shall be conclusive evidence of the authority of the Company for the same."

By Order of the Board of Directors
KAKA INDUSTRIES LIMITED

Place: Ahmedabad
Date: 05/02/2024

Rajeshbhai Dhirubhai Gondaliya
Managing Director
(DIN: 03454540)

Notes:

1. The explanatory statements pursuant to Section 102 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") pertaining to the resolutions for alteration of Memorandum of Association ("MoA") and Articles of Association ("AoA") of the Company are annexed herewith.
2. In compliance with circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, the Company is sending this Notice of Postal Ballot ("Notice") to the Members in electronic form only. The communication of assent or dissent of the Members shall take place through the process of remote e-voting only.
3. The Notice is being sent through e-mail only to Members whose names appear in the Register of Members of the Company or the Register of Beneficial Owners maintained by the depositories viz. National Securities Depository Limited ("NSDL") or Central Depository Services (India) Limited ("CDSL") as on Friday, 2nd February, 2024 ("Cut-off Date") and whose email addresses are registered in the records of the Company or the depositories, as on the Cut-off Date.
4. Members may note that the Notice is also available on the website of the Company i.e. www.kakaprofile.com, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and on the website of Bigshare at www.ivotte.bigshareonline.com. A person who is not a Member as on the Cut-off Date should treat this Notice for information purpose only.
5. After dispatch of the Notice through email, advertisement shall be published in one English daily newspaper having country-wide circulation and in one Gujarati newspaper, having wide circulation in the district where the registered office of the Company is situated and will also be uploaded on the website of the Company i.e. www.kakaprofile.com and websites of the Stock Exchanges www.bseindia.com.
6. Members desirous of receiving communication from the Company in electronic form, may register their e-mail address with their respective depository participant.
7. To support the 'Green Initiative', Members who have not registered their e-mail addresses with the Company / Bigshare Services Pvt Ltd, Registrar and Transfer Agent ("RTA") / depository participant are requested to log in to the website of our RTA i.e. <https://www.bigshareonline.com> under Investor Services > Email Registration, fill in the details, upload the required documents and submit.

Further, Members are also requested to approach their depository participant to register / revise their e-mail address in their demat account details as per the process defined by the respective depository participant.

8. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off Date
9. Institutional / Corporate Members (i.e. other than Individuals, HUF, NRI, etc.) and custodians are required to log in to the e-voting system of Bigshare at www.ivote.bigshareonline.com and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution / letter of authority /power of attorney, etc. together with attested specimen signature of the duly authorised representative(s) in .pdf format for the Scrutiniser to verify the same.
10. All document(s) mentioned in the Notice and revised copy of the MoA and AoA will be available for electronic inspection without any fee, from the date of circulation of this Notice up to the date of conclusion of remote e-voting period i.e. up to 7th March, 2024 .Members who wish to inspect the relevant document(s) may send an email to investors@kakaprofile.com in by mentioning their DP ID and Client ID in case of dematerialised shareholding / Folio no. in case of physical shareholding.
11. The last date specified in this Notice for e-voting shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.
12. Contact details of the person responsible to address the queries / grievances connected with the voting by electronic means, if any:

Mr. Chintan Bodar, Chief Financial Officer, Kaka Industries Limited, Plot No. 67, Bhagwati Nagar, Opp Nilkanth Arcade Opp Kathwada GIDC, Kuha-Kanbha Road, Odhav, Ahmedabad-382415, Gujarat, India, Contact: +91 9725333718, Email: investors@kakaprofile.com
13. The Detailed Procedure with respect to remote e-voting is mentioned below in the notice

EVOTING INSTRUCTION FOR THE POSTAL BALLOT ARE AS UNDER

- i. The voting period begins on 9:00 am (IST) on Wednesday, 7th February, 2024 up to 5.00 pm (IST) on Thursday, 07th March, 2024. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 02nd February, 2024 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 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 BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration , Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link 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. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with NSDL	If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

1. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
 - Shareholders holding shares in **CDSL demat account** should enter **16 Digit Beneficiary ID** as user id.
 - Shareholders holding shares in **NSDL demat account** should enter **8 Character DP ID followed by 8 Digit Client ID** as user id.
 - Shareholders holding shares in **physical form** should enter **Event No + Folio Number** registered with the Company as user id.

Note If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**INVESTOR LOGIN**' tab and then Click on '**Forgot your password?**'
- Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**Reset**'.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on "**VOTE NOW**" option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option "**IN FAVOUR**", "**NOT IN FAVOUR**" or "**ABSTAIN**" and click on "**SUBMIT VOTE**". A confirmation box will be displayed. Click "**OK**" to confirm, else "**CANCEL**" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on investor portal.

2. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser:
<https://ivote.bigshareonline.com>

- Click on “**REGISTER**” under “**CUSTODIAN LOGIN**”, to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with “**User id and password will be sent via email on your registered email id**”.

NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**CUSTODIAN LOGIN**’ tab and further Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**RESET**’.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
- Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
- Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.

Note: The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)

- Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.

Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013 setting out all the material facts relating to resolutions proposed in the Notice

ITEM NO. 1

ALTERATION OF MAIN OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION (THE "MOA") OF THE COMPANY:

The board will like to inform the member that there is Immense growth potential is envisioned for HVLS Fans (High Voltage Low-Speed Fans), Pre Engineered Building, fabrication, Stone Plastic Composite Flooring, Aluminium Furniture, Plastic Compounding, and PVC related Products in the near future and the policies and initiatives of government are increasingly being framed towards facilitating of said products which resulted into our Company's commitment to innovation, market responsiveness, and consolidating related businesses under one roof.

Our initial facility is fully operational, equipped to meet the demands of our new ventures in Pre-Engineered Building (PEB) and HVLS Fan, fabrication, Stone Plastic Composite Flooring, Aluminium Furniture, Plastic Compounding, and PVC related Products. As the need arises, we are prepared to undertake strategic capital expenditures for expansions, ensuring scalability and sustained growth in response to market dynamics. This strategic move is anticipated to contribute to an overall increase in our profit margins. To enable achieve this, it is proposed to insert related clauses mentioned in the accompanying Notice in the Objects Clause in the Memorandum of Association ("MoA") of the Company.

Section 13 of the Companies Act, 2013 stipulates that a company may, by a special resolution, alter the provisions of its MoA. The Board of Directors, on 25th January, 2024 has approved the aforesaid alteration in the Objects Clause of the MoA of the Company, subject to the approval of the Members of the Company by way of postal ballot. The special resolution passed by postal ballot shall be filed with the Registrar of Companies who shall register the alteration of the MoA with respect to the objects of the Company and certify the registration.

The Board recommends the Special Resolution set out in Item no. 1 of the accompanying Notice, for approval by the Members

None of the Directors and / or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution. The revised draft of MoA is available for inspection by the Members (kindly refer note #10 of the Notice for the procedure for inspection).

ITEM NO. 2**ALTERATION OF THE ARTICLES OF ASSOCIATION OF THE COMPANY:**

Pursuant to enactment of the Companies (Amendment) Act, 2015, the use of common seal has been made optional for companies. The Company executes / enters into various agreement with financial institutions and regulatory authorities during the course of its business activities, where common seal is affixed in the manner specified by the Board. The requirement of affixing common seal is mandated in such agreements and documents as the Articles of Association ("AoA") of the Company contain regulations governing affixing of common seal and maintenance thereof.

In view of the requirement of common seal having been dispensed with and also to facilitate administrative convenience for execution of documents on behalf of the Company it is proposed to alter the existing AoA of the Company by altering / deleting the relevant articles in the AOA of the Company, pertaining to common seal.

Pursuant to Section 14 of the Companies Act, 2013, AoA can be amended only with the approval of Members by passing a special resolution. **The Board recommends the Special Resolution set out in Item no. 2 of the accompanying Notice, for approval by the Members.**

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

The revised draft of AoA is available for inspection by the Members (kindly refer note #10 of the Notice for the procedure for inspection).

By Order of the Board of Directors
KAKA INDUSTRIES LIMITED

Place: Ahmedabad
Date: 05/02/2024

Rajeshbhai Dhirubhai Gondaliya
Managing Director
(DIN: 03454540)