NOTICE

NOTICE is hereby given that 54th Annual General Meeting of the Members of **Shree Krishna Paper Mills & Industries Ltd.** will be held on Tuesday, September 29, 2026 at 11:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") facility, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026 together with Reports of the Board of Directors and Auditors thereon.

2. To appoint a Director in place of Mr. Narendra Kumar Pasari (DIN: 00101426), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. **To approve the re-appointment of Mr. Naynesh Pasari (DIN: 00519612) as Managing Director of the Company and fix his remuneration**

   To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

   "RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 and other applicable provisions, if any, of the Act read with the Schedule V of the Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 17(1C) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') (including the rules, notifications, circulars, guidelines etc. issued thereunder), read with applicable guidelines issued by the Central Government, from time to time and all other applicable statutes, laws, rules, regulations, guidelines, circulars etc. issued by other appropriate authority(ies), if any (including any statutory amendment or modification or re-enactment thereof, for the time being in force) and in line with the Articles of Association and upon the recommendation of Nomination and Remuneration Committee of the Company and pursuant to the approval of the Board of Directors of the Company, the approval of the Members be and is hereby accorded to re-appoint Mr. Naynesh Pasari (DIN: 00519612), as Managing Director of the Company for a period of 3 (three) years commencing from August 10, 2026 to August 09, 2029 (both days inclusive), not liable to retire by rotation on such terms and conditions, including remuneration by way of salary, perquisites and other allowances & benefits to be paid to him, as set-out in the Explanatory Statement annexed to this Notice.

   RESOLVED FURTHER THAT the Board of Directors including Nomination and Remuneration Committee be and is hereby authorized to increase, alter, vary and modify the said terms and conditions of appointment (including remuneration) payable to Mr. Naynesh Pasari during his tenure, as per the provisions of the Act and the SEBI Listing Regulations, without seeking any further approval of the Members of the Company.

   RESOLVED FURTHER THAT wherein any financial year, during the tenure of up to 3 (three) years of Mr. Naynesh Pasari as a Managing Director, if the Company has no profits or its profits are inadequate, the Company may pay to Mr. Naynesh Pasari, the remuneration as set-out in the Explanatory Statement annexed to this Notice, including any revisions approved by the Board from time to time, as minimum remuneration, in accordance with the provisions of Sections 197, 198, Schedule V and other applicable provisions of the Act and the SEBI Listing Regulations.

   RESOLVED FURTHER THAT the total managerial remuneration payable to Mr. Naynesh Pasari, along with Whole-time Director or other Executive Director(s) of the Company, in any financial year may exceed the limit of 10% of net profit and overall managerial remuneration payable to all Director(s) may exceed the limit of 11% of net profit of the Company, as prescribed under Section 197 of the Act, read with rules made thereunder.

   RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, things etc. and to sign all such documents and writings as may be necessary to give effect to the aforesaid resolution and to deal with all matters connected therewith or incidental thereto. "

4. **To approve Material Related Party Transactions with Gopala Sales Private Limited**

   To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** pursuant to Regulations 23(4), 2(1)(zc), Schedule XII and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR'), as amended from time to time, read with SEBI Circulars prescribing minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions (‘RPT Industry Standards’) formulated by the Industry Standards Forum, along with Section 2(76), 188 and other applicable provisions of the Companies Act, 2013 (‘Act’), read with rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Policy on Related Party Transactions of the Company and based on the prior approval of the Audit Committee and the Board of Directors of the Company, the approval of the Members be and is hereby accorded to the Board of Directors of the Company (which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to continue with the existing contract(s) / arrangement(s) / transaction(s) and / or enter into and / or execute new contract(s) / arrangement(s) / transaction(s) (whether by way of an individual transaction or a series of transactions taken together), the details of which are provided in the Explanatory Statement to this Notice, with Gopala Sales Private Limited, a related party of the Company under Regulation 2(1)(zb) of the LODR, on such terms and conditions as may be mutually agreed between the Company and Gopala Sales Private Limited, for an aggregate value up to ₹ 100 Crore (Rupees One Hundred Crore only), inter alia, for sale & purchase transactions in respect of paper and other allied products and/or receipt/payment of commission, availing/rendering of services, investments, borrowings, lending, receipt & payment of interest on loans & borrowings and other recurring transactions for furtherance of business to be entered during the financial year 2026-27, subject to such contract(s) / arrangement(s) / transaction(s) being carried out at arm’s length and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board (including its Committees thereof), be and is hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), agreement(s) and such other documents in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, seeking all necessary approvals to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorised Representative(s) of the Company, without being required to seek any further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT all actions taken by the Board (including its Committees thereof), or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”

5. **To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2027.**

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 148(3) and all other applicable provisions, if any, of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the consent of the Members of the Company be and is hereby accorded to ratify the remuneration decided by the Board of Directors, based on the recommendation of the Audit Committee, amounting to ₹ 100,000/- (Rupees One Lakh only) plus taxes at the applicable rates and reimbursement of out of pocket expenses to M/s. Vijender Sharma & Co., Cost Accountants, Delhi (Firm Registration No.000180) who have been appointed by the Board of Directors of the Company for conducting the audit of cost records of the Company for the financial year ending March 31, 2027.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By order of the Board of Directors
For Shree Krishna Paper Mills & Industries Ltd.

Registered Office:
4830/24, Prahlad Street,
Ansari Road, Darya Ganj,
New Delhi-110002
CIN: L21012DL1972PLC279773
Tel: +91 11 46263200
E-mail : info@skpmil.com
Website : www.skpmil.com

Place: New Delhi
Date: August 12, 2026

Ritika Priyam
Company Secretary
Membership No. A53502

NOTES:

1. The Register of Members and Share Transfer Books of the Company will remain closed from S**eptember 23, 2026 (Wednesday) to September 29, 2026 (Tuesday)** (both days inclusive) for the purpose of 54th AGM.

2. The Explanatory Statement pursuant to Section 102 of the Act setting out the material facts concerning the business with respect to Item No(s). 3 to 5 forms part of this Notice. Relevant information in respect of Director seeking re-appointment at this AGM is furnished as Annexure-I to this Notice pursuant to Regulation 36(3) of SEBI Listing Regulations and Secretarial Standard-2 ("SS-2") on General Meetings issued by The Institute of Company Secretaries of India.

3. The Ministry of Corporate Affairs ('MCA') vide its General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 and 20/2020 dated May 5, 2020 read with other related circulars including the latest being General Circular No. 03/2025 dated September 22, 2025 ('MCA Circulars'), had permitted to hold AGM through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM') facility without the physical presence of the Members at a common venue. In compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR Regulations') and MCA Circulars, 54th AGM of the Company is being held through VC/OAVM facility. Hence, Members can attend and participate in the AGM through VC / OAVM only. The venue of the Meeting shall be deemed to be the Registered Office of the Company i.e. 4830/24, Prahlad Street, Ansari Road, Darya Ganj, New Delhi-110002.

   e-AGM: The Company has engaged the services of MUFG Intime India Pvt. Ltd. (Formerly known as Link Intime India Private Limited), Registrars and Transfer Agents, as the authorized agency for conducting the AGM through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) facility and providing remote e-Voting and e-Voting facility during the AGM. The instructions for participation are given in the subsequent notes.

4. The AGM is being held pursuant to the MCA Circulars through VC / OAVM facility, therefore physical attendance of Members has been dispensed with, accordingly the facility for appointment of proxy(ies) by the Members will not be available for the AGM. Hence, the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.

   However, Corporate Members intending to authorize their representatives to attend & vote at the AGM through VC / OAVM facility on its behalf are requested to send a scanned copy of Certified True Copy of the relevant Board resolution.

5. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

6. 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 for participation at the AGM through VC / OAVM will be made available to at least for 1000 members on a first-come, first-served basis. However, this number does not include the large Shareholders i.e. Shareholders holding 2% or more shareholding, Promoter/ Promoter Group, 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.

7. The Notice of AGM and Annual Report will be sent to those Members/ beneficial owners whose name appears in the Register of Members/ list of beneficiaries received from the Depositories as on **Friday, August 28, 2026.**

8. The statutory Register and relevant documents referred to in this Notice of AGM and statement setting out material facts, will be available electronically for inspection by the Members during the AGM. All documents referred to in the Notice will also be available for electronic inspection by the Members from the date of circulation of this Notice up to the date of AGM, i.e. Tuesday, September 29, 2026. Members seeking to inspect such documents can send an e-mail to cs@skpmil.com.

9. Members who had submitted transfer deeds for physical shares before April 1, 2019, and whose requests were rejected, returned or remained unprocessed due to deficiencies, have been provided a special window for re-lodgement till February 4, 2027, to re-lodge the transfer requests. Transfers would be approved if all the requisite documents are in place. Transfer under this window will be credited only in dematerialised form and will carry a one year lock-in period from the date of transfer registration. Members can contact the Company or the RTA, for assistance in this regard.

10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Further, as per SEBI Master Circular No. HO/38/13/(3)2026-MIRSDPOD/I/3763/2026 dated February 6, 2026, all security holders holding securities in physical form are mandatorily required to furnish their PAN, KYC details and Bank Account details to the Company's RTA.

11. Members are requested to intimate changes, if any, about their name, postal address, e-mail address, telephone/ mobile numbers, PAN, power of attorney registration, Bank Mandate details etc. to their DPs in case the shares are held in electronic form and to the RTA/Company in case the shares are held in physical form, in prescribed Form No. ISR-1, quoting their folio number and enclosing the self-attested supporting documents. Further, Members may note that SEBI has mandated the submission of PAN by every participant in the securities market. To prevent fraudulent transactions, Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holding should be obtained from the concerned DP and holding should be verified from time to time.

12. Non-resident Indian shareholders are requested to inform about the following immediately to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant, as the case may be:

    a) The change in the residential status on return to India for permanent settlement, and

    b) Particulars of their bank account maintained in India with complete name, branch, account type, account number, IFSC Code and address of the Bank with pin code number, if not furnished earlier.

13. Pursuant to Section 101 and 136 of the Act read with relevant rules made thereunder and Regulation 36 of the SEBI Listing Regulations and circulars issued by the Ministry of Corporate Affairs, from time to time, Companies can serve Annual Report and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository Participants ("DP"). Member(s) holding shares in physical form and who have not registered their e-mail address with the Company/ RTA can now register the same by sending an email to the Compliance Officer of the Company at cs@skpmil.com and/ or by sending a request to MUFG Intime India Private Limited, Registrar and Share Transfer Agent ("RTA") of the Company. Members holding shares in demat form are requested to register their e-mail address with their DP only. The registered e-mail address will be used for sending future communications.

14. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the 54th AGM along with the Annual Report for the financial year 2025-26, is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories/Registrar & Transfer Agent ('RTA'), unless any Member has requested for a physical copy of the same. Further, pursuant to regulation 36(1)(b) of Listing Regulations, a letter providing the weblink of annual report will be sent to those shareholders who have not registered their email id's. The Notice convening the 54th AGM and Annual Report for the financial year 2025-26 are available on the Company's website at www.skpmil.com and may also be accessed from the relevant section of the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM notice is also available on the website of RTA i.e. www.in.mpms.mufg.com.

15. Members desiring any information/ clarification on the accounts or any matter to be placed at the 54th AGM are requested to write to the Company at cs@skpmil.com at least seven days before AGM from their registered e-mail address mentioning their name, DP ID and Client ID/ Folio no. and mobile number to enable the management to keep the information ready at the AGM. Members desiring to seek information/ clarification during the AGM on the accounts or any matter to be placed at the AGM may ask through the chat box facility.

16. Members who would like to express their views or ask questions during the AGM may pre-register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID / folio number, PAN, mobile number at cs@skpmil.com by Tuesday, September 22, 2026. The Company reserves the right to restrict the number of questions and speakers depending on the availability of time for the AGM. Only those members who will register themselves as a speaker, will be allowed to speak/ ask questions during the AGM. Further, the sequence in which the shareholders will be called upon to speak will be solely determined by the Company.

17. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company by submitting Form No. SH-13 in terms of Section 72 of the Act read with rules made thereunder to the RTA. If a Member desires to cancel the earlier nomination and record a fresh nomination, he may submit the same in Form SH-14. If a Member desires to opt out from Nomination facility, then they may submit a request in Form ISR-3. Members holding shares in electronic form may submit the same to their respective DP. The nomination form can be downloaded from the Company's website www.skpmil.com under the investors section. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the RTA through mail at investor.helpdesk@in.mpms.mufg.com in case the shares are held in physical form, quoting your folio number. Members who require communication in physical form in addition to e-communication or have any other queries, may write to the RTA or Company at its Registered Office address.

18. Members are requested to: -

    a) Quote DP ID and Client ID/Ledger Folio numbers in all their correspondence;

    b) Approach the RTA for consolidation of multiple ledger folios into one; and

    c) To avoid inconvenience, get shares transferred in joint names, if they are held in a single name and/or appoint a nominee.

19. In compliance with the provisions of Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of LODR and Secretarial Standards for General Meetings, the Members are provided with the facility to cast their vote electronically, through the remote e-voting system as well as voting on the date of the AGM, provided by MUFG Intime India Private Limited (Formerly Link Intime India Pvt. Ltd.), on all resolutions set forth in this Notice.

20. The Remote e-Voting period prior to AGM commences on **Saturday, September 26, 2026 at 09.00 a.m. (IST) and ends on Monday, September 28, 2026 at 05.00 p.m. (IST).** Once the vote on the Resolutions is cast by the Members, the Members shall not be allowed to change it subsequently.

21. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company. Members whose names appear in the Register of Members/List of Beneficial Owners as on **Cut-Off Date i.e Tuesday, September 22, 2026** will be eligible to cast their vote electronically through Remote e-Voting facility provided by MUFG Intime India Private Limited (Formerly Link Intime India Pvt. Ltd.). Members attending the AGM and who have not cast their vote prior to the AGM will be able to vote during the AGM. The Remote e-Voting module shall be disabled by MUFG Intime India Private Limited (Formerly Link Intime India Pvt. Ltd.) for voting thereafter. If a Member has opted for Remote e-Voting prior to the AGM, he/she may attend the AGM, but shall not be entitled to cast their vote again.

22. Members desiring to exercise their vote by e-voting are requested to carefully read the enclosed instructions which inter alia provide the process and manner for e-voting, login ID, generating password and time schedule including the time period during which the votes may be casted etc.

23. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company/List of Beneficial Owners, as of the Cut-Off Date, shall be entitled to vote electronically through Remote e-Voting facility.

24. In terms of Section 152 of the Act, Mr. Narendra Kumar Pasari, Director, retires by rotation at the ensuing AGM and being eligible, offers himself for re-appointment. The Nomination and Remuneration Committee and the Board of Directors of the Company have recommended his re-appointment subject to the approval of Members of the Company.

25. SEBI via its Master Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/195 dated 28 December 2023 (as amended), requires shareholders to first submit grievances directly to the listed entity. If unresolved, complaints can be escalated via the SCORES 2.0 portal. Only after exhausting these options can disputes be taken to the Online Dispute Resolution ("ODR") Portal at https://smartodr.in/login, in line with SEBI requirements.

INSTRUCTIONS FOR REMOTE E-VOTING

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

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

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

a) Visit URL:https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp

b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.

c) Enter the OTP received on your registered email ID/ mobile number and click on login.

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.

e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

a) Visit URL: https://eservices.nsdl.com. and click on "Beneficial Owner" icon under "IDeAS Login Section".

b) Enter IDeAS User ID, Password, Verification code & click on "Log-in".

c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.

d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

a) To register, visit URL: https://eservices.nsdl.com. and select "Register Online for IDeAS Portal" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".

c) Enter the last 4 digits of your bank account / generate 'OTP'

d) Post successful registration, user will be provided with Login ID and password.

e) Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

Google Play App Store

METHOD 3 - NSDL e-voting website

a) Visit URL: https://www.evoting.nsdl.com.

b) Click on the "Login" tab available under 'Shareholder/ Member' section.

c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login".

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.

e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - CDSL e-voting page

a) Visit URL: https://www.cdslindia.com.

b) Go to e-voting tab.

c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".

d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account

e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login. or Visit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)".

b) Enter existing username, Password & click on "Login".

c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration / https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration

b) Proceed with updating the required fields for registration.

c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

a) Login to DP website

b) After Successful login, user shall navigate through "e-voting" option.

c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.

d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in. & click on "Login" under 'SHARE HOLDER' tab.

b) Enter details as under:

1. User ID: Enter User ID
2. Password: Enter existing Password
3. Enter Image Verification (CAPTCHA) Code
4. Click "Submit".

InstaVote User ID		
	NSDL	User ID is 8 Caracter DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg. 12345678)
	CSDL	User ID is 16 Digit Beneficiary ID
	SHARE HELD IN PHYSICAL FORM	User ID is Event No + Folio no. regestered with the Company

(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

Shareholders not registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in. & click on "Sign Up" under 'SHARE HOLDER' tab & register with details as under:

1) User ID: Enter User ID

2) PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

3) DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company

- in DD/MM/YYYY format)

4) Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

InstaVote User ID		
	NSDL	User ID is 8 Caracter DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg. 12345678)
	CSDL	User ID is 16 Digit Beneficiary ID
	SHARE HELD IN PHYSICAL FORM	User ID is Event No + Folio no. regestered with the Company

- Shareholders, holding shares in NSDL form, shall provide 'point 4' above.
- Shareholders, holding shares in CDSL form, shall provide 'point 3' or 'point 4' above.
- Shareholders, holding shares in physical form but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above

5) Set the password of your choice.

   (The password should contain minimum 8 characters, at least one special Character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter).

6) Enter Image Verification (CAPTCHA) Code.

7) Click "Submit" (You have now registered on InstaVote).

   Post successful registration, click on "Login" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".

B. Select 'View' icon. E-voting page will appear.

C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).

D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.

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

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

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

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com. and the company at registered email address.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

a) Visit URL: https://instavote.linkintime.co.in.

b) Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"

c) Fill up your entity details and submit the form.

d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.

e) Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

a) Visit URL: https://instavote.linkintime.co.in. and login with InstaVote Login credentials.

b) Click on "Investor Mapping" tab under the Menu section

c) Map the Investor with the following details:

   1. 'Investor ID' – Investor ID for NSDL demat account is

8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.

2. 'Investor's Name - Enter Investor's Name as updated with DP.

3. 'Investor PAN' - Enter your 10-digit PAN.

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

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

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

STEP 3 – Steps to cast vote for Resolutions through InstaVote

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

METHOD 1 - VOTES ENTRY

a) Visit URL: https://instavote.linkintime.co.in. and login with InstaVote Login credentials.

b) Click on "Votes Entry" tab under the Menu section.

c) Enter the "Event No." for which you want to cast vote.

Event No. can be viewed on the home page of InstaVote under "On-going Events".

d) Enter "16-digit Demat Account No.".

e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.

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

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

METHOD 2 - VOTES UPLOAD

a) Visit URL: https://instavote.linkintime.co.in. and login with InstaVote Login credentials.

b) After successful login, you will see "Notification for e-voting".

c) Select "View" icon for "Company's Name / Event number".

d) E-voting page will appear.

e) Download sample vote file from "Download Sample Vote File" tab.

f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.

g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

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

NOTE: **Non-Individual Body corporate shareholders** shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

HELPDESK:

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

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

Individual Shareholders holding securities in demat mode:

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

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

Forgot Password:

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

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

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

InstaVote User ID		
	NSDL	User ID is 8 Caracter DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg. 12345678)
	CSDL	User ID is 16 Digit Beneficiary ID
	SHARE HELD IN PHYSICAL FORM	User ID is Event No + Folio no. regestered with the Company

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

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

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

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

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

General Instructions - Shareholders

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

INSTAMEET VC INSTRUCTIONS:

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 03/2025 dated 22.09.2025, the companies can continue to conduct AGMs by VC or OAVM, as per the existing procedural requirements. Till further orders, the relaxations will remain in force.

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

Login method for shareholders to attend the General Meeting through InstaMeet:

a) Visit URL: https://instameet.in.mpms.mufg.com & click on "**Login**".

b) Select the "Company Name" and register with your following details:

c) Select Check Box- **Demat Account No. / Folio No. / PAN**

- Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
- Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.
- Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
- Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
- Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Email Id with the DP shall enter the Email Id.

d) Click "Go to Meeting"

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

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

a) Shareholders who would like to speak during the meeting must register their request with the company at company's registered email address.

b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.

c) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.

d) Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panelist via active chat-board during the meeting.

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

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

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

a) On the Shareholders VC page, click on link "Cast your vote".

b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet.

c) Click on 'Submit'.

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

e) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.

f) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

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

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/

participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

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

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

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

Helpdesk:

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

GENERAL GUIDELINES FOR SHAREHOLDERS

- Any person who acquire shares and become Member of the Company after the date of dispatch of this Notice and holding shares as on the cut-off date, may obtain the login ID and password by following the instructions as mentioned in the Notice or sending a request at instameet@in.mpms.mufg.com.
- The Board of Directors of the Company has appointed Mr. Manish Kumar Bansal (Advocate) partner of M/s. Globiz Legal to act as the Scrutinizer to scrutinize the Remote e-Voting process in a fair and transparent manner in accordance with the provisions of the Act and the Rules made thereunder.
- The Scrutinizer, on completing the scrutiny of Remote e-Voting, will submit his Report to the Chairperson or any other person duly authorized by the Chairperson in writing, who shall countersign the same. The Results along with the Scrutinizer's Report will be declared by the Chairperson or person so authorized within two working days from the conclusion of AGM.
- The results declared along with the Scrutinizer's Report shall be hosted on the website of the Company i.e www.skpmil.com. and on the website of MUFG Intime India Private Limited i.e. www.in.mpms.mufg.com and the same shall also be disseminated to BSE, where the shares of the Company are listed. The results shall also be displayed on the notice board at the Registered Office of the Company.
- Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the Meeting i.e. Tuesday, September 29, 2026.

Annexure-I

Details of Directors seeking appointment/re-appointment

Disclosure required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 in respect of Directors seeking appointment/re-appointment:

Particulars	**Mr. Naynesh Pasari**	**Mr. Narendra Kumar Pasari**
DIN	00519612	00101426
Date of Birth (Age in years)	03.07.1982 (44 Years)	01.10.1955 (70 Years)
Date of First Appointment	10.08.2023	11.03.1974
Brief Resume	Mr. Naynesh Pasari holds an MBA degree in Finance from Waltham, USA, and has extensive experience in the paper industry. He possesses the requisite competencies including expertise in business operations, finance, risk	Mr. Narendra Kumar Pasari brings with him a wealth of knowledge and experience in the manufacturing and paper industries. With a remarkable career spanning several decades, he has been an integral part of our company's

	management and corporate governance, as prescribed by the Board in the context of the Company's business. During his tenure as Whole-time Director and/or Managing Director, the Company has witnessed consistent business growth, which is expected to continue in the years ahead. After evaluating his qualifications, experience, and other attributes, the Board is of the opinion that Mr. Naynesh Pasari is well-suited to be entrusted with the substantial powers of management as the Managing Director of the Company.	leadership, serving on the Board since 1974. His deep expertise in the sector, combined with his visionary leadership, has been instrumental in driving the company's growth and innovation. Throughout his career, Mr. Narendra Kumar Pasari has consistently demonstrated a keen ability to identify market trends and capitalize on emerging opportunities. For his continuous efforts & Commitments to the paper industry, he has been awarded lifetime achievement award by Indian Pulp & Paper Technical Association (IPPTA)
Qualification	MBA in the stream of Finance from Walthan, USA	Commerce Graduate
Experience in specific functional areas	Rich experience in the field of accounting, marketing, export import, finance and other allied areas.	Rich experience in the paper industry and other allied areas.
Details of remuneration sought to be paid	As set out in the explanatory statement.	As per the terms and conditions approved by the Members in 53rd AGM held on September 29, 2025.
Remuneration last drawn	As set out in the explanatory statement.	Refer Corporate Governance Report
Directorship held in other entities	Gopala Sales Private Limited	Devanshu Infin Private Limited
Membership/Chairmanship of Committees of listed entities (includes only Audit Committee and Stakeholders' Relationship Committee)	Stakeholder Relationship Committee in our Company	None
Number of shares held in the Company (including as a beneficial owner)	1000	1000
Terms and Condition of appointment/ re-appointment	As Per policy of Director, KMP and Senior Management (weblink mentioned in Board Report)	As Per policy of Director, KMP and Senior Management (weblink mentioned in Board Report)
Relationship with any Director(s)/ KMP of the Company	He is the son of Mr. Narendra Kumar Pasari, Whole-time Director of the Company. Except this, he is not related to the any other Director(s)/KMP of the Company.	He is the father of Mr. Naynesh Pasari, Managing Director of the Company. Except this, he is not related to the any other Director(s)/KMP of the Company.
Number of Board Meeting attended during the year	As mentioned in the Corporate Governance Report	As mentioned in the Corporate Governance Report
Resignation from listed entities in the past three years	None	None

EXPLANATORY STATEMENT

Pursuant to Section 102 of the Companies Act, 2013 and Regulation 36(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Item No. 3

Mr. Naynesh Pasari, Whole-time Director, was re-designated as the Managing Director of the Company on August 22, 2025 for a period of his remaining tenure i.e. till August 9,2026, after getting approval of the Members in their 53rd Annual General Meeting held on September 29,2025. Accordingly, the term of Mr. Naynesh Pasari concluded on August 9, 2026.

The Board of Directors of the Company at its meeting held on August 4,2026 has approved the re-appointment of Mr. Naynesh Pasari as the Managing Director of the Company, not liable to retire by rotation, for a period of three years with effect from August 10,2026 to August 9,2029 after his current tenure ends on August 9,2026 subject to the approval of the Members at the ensuing Annual General Meeting on the terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee.

Mr. Naynesh Pasari holds an MBA degree in Finance from Waltham, USA, and has extensive experience in the paper industry. He possesses the requisite competencies, including expertise in business operations, finance, risk management, and corporate governance, as prescribed by the Board in the context of the Company's business. During his tenure as Whole-time Director and/or Managing Director, the Company has witnessed consistent business growth, which is expected to continue in the years ahead. After evaluating his qualifications, experience, and other attributes, the Board is of the opinion that Mr. Naynesh Pasari is well-suited to be entrusted with the substantial powers of management as the Managing Director of the Company.

Mr. Naynesh Pasari satisfies all the conditions set-out in Section 196(3) read with Part-I of Schedule V to the Act and is eligible for re-appointment. The remuneration proposed to be paid to Mr. Naynesh Pasari is as per the Remuneration Policy of the Company. Mr. Naynesh Pasari has given his consent to act as a Director and a declaration to the effect that he is not disqualified to act as a Director in terms of Section 164 of the Act and is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority. The Board is of the opinion that his re-appointment is properly justified, considering his contribution in the growth of the Company.

It is proposed to seek members' approval for the re-appointment of and remuneration payable to Mr. Naynesh Pasari as Managing Director, in accordance with the applicable provisions of the said Act and the Rules made thereunder.

The composition of the Board of the Company post such re-appointment of Mr. Naynesh Pasari, if approved by the Members, will continue to be in compliance with the requirements of Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and the Act. The proposed appointment is in line with the policy on appointment of Directors and Senior Management and Policy on Remuneration of Directors of the Company. His Directorship/ Committee memberships are within the statutory permitted limits.

Broad particulars of the terms of appointment and remuneration payable to Mr. Naynesh Pasari, are as under:

a. Basic Salary: ₹2,00,000/- (Rupees Two Lakh only) per month with an annual increment of such amount per month as per discretion of the Board or any committee thereof.

b. HRA: @50% of the basic salary per month.

c. The Company's contribution to superannuation or annuity fund, gratuity payable, personal and medical insurance and encashment of leave, as per the rules of the Company, shall be in addition to the remuneration under (a) above.

d. Perquisites, allowances and remuneration based on net profit or by way of bonus/ performance linked incentive payable to Mr. Naynesh Pasari, as recommended by NRC, shall be in addition to the remuneration prescribed above. The said perquisites shall be evaluated, wherever applicable, as per the provisions of the Income tax Act, 1961 and rules made thereunder or any statutory modification(s) or re-enactment(s) thereof.

e. Reimbursement of Expenses: Expenses incurred for travelling, boarding and lodging during business trips and provision of car(s) for use on the Company's business and communication expenses shall be reimbursed at actuals and not considered as perquisite.

f. Termination: The appointment may be terminated by giving not less than 30 days prior notice in writing in that behalf to the other party or 30 days salary in lieu thereof.

g. Power of Management: Mr. Naynesh Pasari shall be entrusted with the substantial powers of management subject to the supervision and control of the Board of Directors of the Company. Considering his rich experience and keeping in view of the valuable service and significant contributions to the Company, the Board is of the opinion that the Company shall be benefitted by his appointment on the Board.

The above may be treated as a written memorandum setting out the terms of appointment of Mr. Naynesh Pasari pursuant to the provisions of Section 190 of the Act.

Further, the total managerial remuneration payable to Mr. Naynesh Pasari, along with Whole-time Director or other Executive Director(s) of the Company, in any financial year, may exceed the limit of 10% of net profit and overall managerial remuneration payable to all Director(s) may exceed the limit of 11% of net profit of the Company, as prescribed under Section 197 of the Act, read with rules made thereunder or other applicable provisions or any statutory modifications thereof. Hence, the approval of the Members is sought by way of Special Resolution pursuant to the provisions of Section 197 of the Act and rules made thereunder read with Schedule V to the Act.

Statement of information/ details for the Members pursuant to Section II of Part II of Schedule V to the Act:

I. General Information:

1. Nature of Industry	:	Manufacturing of paper
2. Date of commencement of commercial production	:	Third quarter of the calendar year 1974
3. In case of new company, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	:	N/A

4. Financial performance:

(₹ in Lakhs)

Financial Parameters	2025-26	2024-25	2023-24
Revenue from operations	22,808.36	16,870.84	14,435.22
Net Profit/(Loss) after tax	1,944.69	112.74	38.04
EPS (₹)	14.38	0.83	0.28

5. Foreign Investments or collaborations, if any:

WPS PTE. LTD., Singapore and Mr. Vijay Kumar Gupta, NRI have invested in securities of the Company.

II. Information about the Appointee:

1. Background details:

Mr. Naynesh Pasari possesses extensive experience in the paper industry. During his tenure as Whole-time Director/Managing Director, he has been actively involved in the management of the Company and has made valuable contributions to its growth and development. He is involved in multidisciplinary functions such as policy planning, formulating vision & strategy and long-term development activities of the Group. Being instrumental in the business expansion plans, the Company has made expansive and noteworthy progress.

2. Past remuneration:

i. Salary: ₹ 2,00,000/ (Rupees Two Lakh only) per month

ii. HRA @50% of the salary per month

iii. Perquisites & other benefits: Besides the above gross salary, Mr. Naynesh Pasari was entitled to the perquisites & other benefits which includes medical reimbursement, leave travel concession, club fee, personal accident insurance, leave encashment, provident fund gratuity, car, bonus and telephone etc. as per Company's policy as amended from time to time.

3. Recognition or awards:

NIL

4. Job Profile and his suitability:

Mr. Naynesh Pasari, as the Managing Director of the Company, has been looking after the overall affairs and operations of the Company guiding the supervision and control of the Board of Directors. He is involved in policy planning, vision and strategy and long-term development activities of the Company. The Company has made enormous progress under the stewardship of Mr. Naynesh Pasari. Considering his rich experience and keeping in view of the valuable service and significant contributions to the Company, the Board is of the opinion that the Company shall be benefitted by his re-appointment on the Board.

5. **Remuneration proposed:**

   As mentioned hereinabove in the Item No. 4 of the Explanatory Statement itself.

6. **Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:**

   Considering Mr. Naynesh Pasari's skills, knowledge, performance and rich experience, the proposed remuneration is commensurate and comparable with the remuneration payable to other Executives in the Industry with similar experience.

7. **Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:**

   Mr. Naynesh Pasari is the son of Mr. Narendra Kumar Pasari, Whole-time Director of the Company. Except this Mr. Naynesh Pasari does not have any other pecuniary relationship with the Company and/ or its managerial personnel apart from his proposed remuneration.

III. Other information:

(i) **Reasons for loss or inadequate profits:** This includes inflation, subdued market demand due to lower discretionary spends by the consumers and tough competitions due to low product pricing of similar products by other market players of the same kind of business.

(ii) **Steps taken or proposed to be taken for improvement:** Cost optimization, introduction of new products, expansion of business and aggressive marketing efforts.

(iii) **Expected increase in productivity and profits in measurable terms:** The productivity will increase with the pickup in sales and the Company is expected to attain reasonable profits in near future.

IV. Disclosures:

Disclosures in the Board of Directors' Report under the heading 'Corporate Governance' included in Annual Report 2025-26: The requisite details of remuneration of managerial persons are included in the Corporate Governance Report, forming part of the Annual Report of FY 2025-26 of the Company.

Mr. Naynesh Pasari, being appointee, is interested in the resolution set-out at Item No. 3 of this Notice. The relatives of Mr. Naynesh Pasari may be deemed to be interested in the resolution to the extent of their shareholding, if any, in the Company. Mr. Naynesh Pasari is son of Mr. Narendra Kumar Pasari, Whole-time Director of the Company. Save and except the above, none of the other Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution, set-out at Item No. 3.

All relevant documents and papers relating to Item No. 3 and referred to in this Notice and Explanatory Statement shall be available for inspection without any fee by the Members, as provided in Note No. 8 of the Notes to this AGM Notice.

The Board of Directors of the Company recommends the resolution set out at Item No. 3 for approval of the Members as a **Special Resolution**.

Item No. 4

Gopala Sales Private Limited is a related party of the Company as defined under Regulation 2(1)(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR').

Pursuant to Regulation 23 and Schedule XII of the LODR, as amended, and Section 188 of the Companies Act, 2013 ("the Act") read with the applicable Rules framed thereunder, prior approval of the Members of the Company is required for transactions with a related party exceeding 10% of the annual consolidated turnover of a Company as per the last audited financial statements during a financial year (for companies having annual consolidated turnover up to ₹ 20,000 Crore).

Considering the business phenomenon being dynamic and the nature of industry / business in which the Company operate and where demand can not be predicted in advance, the Company expects the level of transactions in FY 2026-27 with Gopala Sales Private Limited to exceed 10% of the turnover of the Company as per last audited financial statements as prescribed under the LODR and in order to enable the business and smooth operations, approval of the Members of the Company is being sought for the same for an aggregate value of these transactions to be entered during FY 2026-27 which are expected to be up to ₹ 100 Crore.

SEBI vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/

CIR/2025/93 dated June 26, 2025, ('Circular') has mandated listed companies to follow Industry Standards on 'Minimum Information to be provided to the Audit Committee and Members for approval of Related Party Transactions' ('RPTs') ('ISF Note').

The Management of the Company has provided to the Audit Committee the relevant details as required under the ISF Note. The Audit Committee has reviewed and taken note of the certificate provided by the Managing Director and the Chief Financial Officer of the Company, confirming that the proposed RPT(s) are in the interest of the Company.

After considering the details as provided by the Management, the Audit Committee has granted prior approval for entering into RPTs with Gopala Sales Private Limited for an aggregate amount up to ₹ 100 Crore to be entered during FY 2026-27, subject to the approval by the Members at the ensuing Annual General Meeting. The Audit Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of the Company. Based on the approval of the Audit Committee, the Board of Directors of the Company has also reviewed and approved the same.

As per Regulation 23 of the SEBI Listing Regulations, related parties shall abstain from voting on the resolution, whether the entity is a related party to the particular transaction or not.

In addition to the transactions set out in the tables below, approval of the members is also sought for any other transactions between the parties for transfer of resources, services and obligations in the ordinary course of business, on arm's length basis and in compliance with applicable laws, as approved by the Audit Committee. The values of such additional transactions are included in the values set out in each of the tables below.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ("SEBI Master Circular") along with details as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are set forth below:

Annexure-A

Minimum information to be provided to the Audit Committee and Shareholder for approval of Related Party Transactions as per RPT Industry Standards:

Part A1 to A5 Minimum information of the proposed RPT, applicable to all RPTs

A1. Basic details of the related party

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	Gopala Sales Private Limited
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Sale and Purchase of Paper and other allied products and/or receipt/ payment of commission

A2. Relationship and ownership of the related party

S. No.	Particulars of the information	Information provided by the management
1.	Relationship between the listed entity and the related party – including nature of its concern (financial or otherwise) and the following:	Mr. Naynesh Pasari, Managing Director of our Company, is the Director and Member of Gopala Sales Private Limited. Mrs. Shilpa Pasari, relative of Mr. Narendra Kumar Pasari and Mr. Naynesh Pasari, is also Director in Gopala Sales Private Limited to the extent of their shareholding, if any, may be deemed to be concerned or interested, in the transactions.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	NIL

	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NIL
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	5.55%

A3. Details of previous transactions with the related party

S. No.	Particulars of the information	Information provided by the management
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	Sr. No / Nature of Transactions / FY 2025-26 (₹ in Lakhs) 1. Purchase of Paper and other allied products. — 1,043.61 Sales of Paper and other allied products — 3,132.01
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought. i.e. upto June 30, 2026.	Sr. No / Nature of Transactions / (₹ in Lakhs) 1. Purchase of Paper and other allied products. — 319.64 Sales of Paper and other allied products — 627.00
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No

A4. Amount of the proposed transaction(s)

S. No.	Particulars of the information	Information provided by the management
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	₹ 100 Crore
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	43.84%
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable as the Company does not have any subsidiary.

5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	282.65%
6.	Financial performance of the related party for the immediately preceding financial year:	**Particulars** / **(₹ in Lakhs)**: Turnover: 3,534.73 Profit After Tax: 77.95 Net worth: 1,146.00 These particulars are provided based on the latest available audited figures for financial year 2024-25.

A5. Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1.	Specific type of the proposed transaction (e.g. sale of goods/ services, purchase of goods/services, giving loan, borrowing etc.)	As mentioned in the resolution.
2.	Details of each type of the proposed transaction	As mentioned in the resolution.
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	1 Year
4.	Whether omnibus approval is being sought?	Yes
5.	Value of the proposed transaction during a financial year. *If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year wise.*	₹ 100 Crore
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Company has been buying, selling goods and also availing/rendering services from/to the related party in normal course of business, with assured quality & delivery at competitive prices and at arm's length basis. In view of such arrangement being beneficial to the Company in the long-term, it is proposed to seek approval of the Members for Related Party Transactions to be entered into between the Company and its related party, i.e. Gopala Sales Private Limited.
7.	Details of the promoter(s)/ director(s)/key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	
	a. Name of the Director /KMP	Mr. Naynesh Pasari, Managing Director of our Company, is the Director and Member of Gopala Sales Private Limited. Mrs. Shilpa Pasari, relative of Mr. Narendra Kumar Pasari and Mr. Naynesh Pasari, is also Director in Gopala Sales Private Limited.
	b. Shareholding of the Director / KMP, whether direct or indirect, in the related party	Mr. Naynesh Pasari holds 25% of the shareholding of Gopala Sales Private Limited (2500 shares of ₹ 10 each)

8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable
9.	Other information relevant for decision making.	All relevant information have been appropriately disclosed herein for informed decision making.

Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A

S. No.	Particulars of the information	Information provided by the management
B1.	**Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances**	
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	These related party transactions are in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments and the market that the Company operates in.
2.	Basis of determination of price	The pricing has been determined on an arm's length basis and in the ordinary course of business, having regard to the commercial terms of the transaction, prevailing market conditions.
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following a) Amount of Trade advance b) Tenure c) Whether same is self-liquidating?	Not Applicable

Minimum Information for Members for approval of RPTs

S. No.	Description as per ISF Note	Details
1.	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Refer above table of minimum information placed before the Audit Committee for approval of RPTs
2.	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	The proposed Related Party Transactions are in the ordinary course of business and will be entered into on an arm's length basis, in compliance with applicable regulatory requirements. The transactions leverage operational synergies and the related parties' expertise, ensuring efficiency, cost optimization and business continuity. The Board is of the view that these arrangements are in the best interest of the Company and its shareholders.
3.	Disclosure of the fact that the Audit Committee has reviewed the certificates provided by the CEO / Managing Director / Whole-time Director / Manager and CFO of the listed entity as required under the RPT Industry Standards	The Audit Committee has reviewed the certificate issued by the Managing Director and Chief Financial Officer of the Company, as required under the RPT Industry Standards.
4.	Disclosure that the material RPT or any material modification thereto has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the Members	The proposal for material RPTs has been approved by the Audit Committee and the Board of Directors recommend the proposed transactions to the Members for approval.

5.	Web-link and QR Code, through which Members can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT	Not Applicable.
6.	Affirmation that the Audit Committee and Board of Directors, while providing information to the Members, have redacted the commercial secrets and such other information that would affect competitive position of listed entity and in its assessment, the redacted disclosures still provide all the necessary information to the Members for informed decision making	All such information as is necessary for Members to make informed decisions has been provided to them in this Notice.
7.	Any other information that may be relevant	The Members may note that the Company has not breached the material threshold limits for RPTs with Gopala Sales Private Limited as on the date of this Notice and the Company will not breach the said limit till the date of Members' approval.

These proposed RPTs are necessary, normal and incidental to business and also play a significant role in the Company's business operations and be considered as enabling resolution to aid operational efficiency and achieve business objectives. These proposed RPTs are not prejudicial to the interest of the public shareholders.

Except as mentioned above, none of the Directors, KMPs and/or their respective relatives are, in any way, concerned or interested, either directly or indirectly, financially or otherwise in the Resolution set out at Item No. 4 of the accompanying Notice.

Pursuant to Regulation 23 of the Listing Regulations, members may also note that no related party of the Company shall vote to approve the Ordinary Resolution set out at Item No. 4 whether the entity is a related party to the particular transaction or not.

The Board of Directors of the Company on the basis of review and approval of the Audit Committee, recommends the resolution set out at Item No. 4 for approval of the Members as an **Ordinary Resolution.**

Item No. 5

The Board of Directors of the Company, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s. Vijender Sharma & Co., Cost Accountants, Delhi (Firm Registration No.: 000180) to conduct the audit of the cost records of the Company for the financial year ending March 31, 2027 at a remuneration of ₹100,000/- (Rupees One Lakh only) per annum plus taxes at the applicable rates and reimbursement of out of pocket expenses in connection with the audit, subject to ratification by members.

In terms of the provisions of Section 148(3) of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is to be approved by the members of the Company. Accordingly, the members are requested to ratify the remuneration payable to the Cost Auditors during the year 2026-27 as set out in the resolution for the aforesaid services to be rendered by them.

None of the Directors, Key Managerial Personnel or their relatives are interested in this resolution.

The Board of Directors of the Company recommends the resolution set out at Item No.5 for approval of the Members as an **Ordinary Resolution.**

By order of the Board of Directors
For Shree Krishna Paper Mills & Industries Ltd.

Ritika Priyam
Company Secretary
Membership No. A53502

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Place: New Delhi
Date: August 12, 2026