

KINECO

ANNUAL GENERAL MEETING OF THE MEMBERS

Date	:	26 th October 2026
Time	:	4:00 PM

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For Kineco Limited



Manisha Naik

Company Secretary & Compliance Officer

Date: 22/09/2026

Place: Pilerne, Goa

Kineco Limited

41, Pilerne Industrial Estate, Bardez, Goa 403 511, INDIA.

Tel : +91-832-6710900, Fax : +91-832-6710910, CIN : U24134GA1994PLC001672

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NOTICE OF 32nd ANNUAL GENERAL MEETING

NOTICE is hereby given that the 32nd Annual General Meeting of the Shareholders of Kineco Limited will be held on Monday, 26th October 2026 at 4 PM at the Registered Office of the Company at Plot No 41, Pilerne Industrial Estate, Pilerne, Bardez, Goa through VC/OAVM, to transact the following business:

ORDINARY BUSINESS

1) TO RECEIVE, CONSIDER AND ADOPT:

- a) The Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2026 which includes the Audited Balance sheet as at 31st March, 2026 and the statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon; and
- b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2026 which includes the Audited Consolidated Balance sheet as at 31st March, 2026 and consolidated statement of Profit and Loss for the year ended on that date together with the Reports of the Auditors thereon;

2) TO APPOINT A DIRECTOR IN PLACE OF MR. VINAY JAGTAP (DIN: 02573058), WHO RETIRES BY ROTATION AND, BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

SPECIAL BUSINESS

3) REGULARIZATION OF ADDITIONAL DIRECTOR, MR. VIVEK SRIVASTAVA (DIN: 09294944) AS DIRECTOR OF THE COMPANY.

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

“RESOLVED THAT Mr. Vivek Srivastava (DIN: 09294944), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 01/01/2026, under section 161(1) of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof) and pursuant to Article 38.1.c of the Articles of Association of the Company, who is eligible for appointment and has consented to act as Director of the Company, be and is hereby appointed as a Director of the Company with immediate effect;

RESOLVED FURTHER THAT the any Director or the Company Secretary and Compliance Officer be and is hereby authorized to do all such acts, deeds, matters and things as may be required to be done to give effect to this resolution.”

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4) TO APPROVE THE REMUNERATION OF THE COST AUDITOR FOR THE FINANCIAL YEAR ENDING MARCH 31, 2027

To consider and, if thought fit, to pass with or with modification(s), the following resolution as **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), CMA Savari Muthu. I (M.No. FICWA 6716), Cost Auditor appointed by the Board of Directors of the Company on the recommendation of the Audit Committee, be paid the remuneration of Rs. 2,18,750/- plus out of pocket expense & GST to conduct the audit of the cost records of the Company for the financial year ending March 31, 2027.

RESOLVED FURTHER THAT any Director or the Company Secretary and Compliance Officer of the Company be and are hereby authorised to do all such necessary acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

5) TO APPROVE TRANSACTIONS UNDER SECTION 185 OF THE COMPANIES ACT, 2013

To consider and, if thought fit, to pass with or with modification(s), the following resolution as **Special Resolution**:

“RESOLVED THAT pursuant to Section 185 and all other applicable provisions of the Companies Act, 2013 read with Companies (Amendment) Act, 2017 and other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), on the recommendation of the Board of Directors, in addition to the Special Resolution passed at the EGM dated 02nd March 2026, the consent of members be and is hereby accorded to the Board of Directors to further give any loan or advance including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken or to be taken by any entity which is a subsidiary, wholly owned subsidiary or associate or joint venture or group entity of the Company, whether existing or proposed to be incorporated, or any other entities or persons in which any of the Director(s) of the Company is interested or deemed to be interested as specified in the explanation to sub-section 2 of section 185 of the Act (collectively referred to as the ‘Entities’), of an amount not exceeding Rs. 30,00,00,000 (Rupees Thirty Crores Only) in their absolute discretion deem beneficial and in the best interest of the Company, provided that such loans or guarantees are utilized by the borrowing company for its principal business activities.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the any Director and the Chief Financial Officer of the Company, jointly be and is hereby authorized to do all such acts, deeds, things and matters as it may in its absolute discretion deem necessary, proper, or desirable and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

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6) TO APPROVE AN ADDITIONAL CORPORATE GUARANTEE AMOUNTING TO RS. 20 CRORES TO BE PROVIDED TO SECURE THE LOAN OF KINECO EXEL COMPOSITES INDIA PRIVATE LIMITED FROM AXIS BANK LIMITED

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

“RESOLVED THAT in terms of provision of Section 185 and other applicable provision, if any, of the Companies Act, 2013 read with Articles of Association of the Company, Consent of the Shareholders be and is hereby accorded to provide security in form of a Corporate Guarantee for an amount not exceeding Rs. 20,00,00,000 (Rupees Twenty Crores Only) in connection with a loan availed by Kineco Exel Composites India Private Limited, a Joint Venture/ Associate Company, from Axis Bank Ltd, for the purpose of availing additional Working Capital Loan facility(ies) amounting to Rs. 20,00,00,000 (Rupees Twenty Crores Only);

RESOLVED FURTHER THAT any of the Directors of the Company and Mr. Vivekanand Pauskar, Chief Financial Officer or Ms. Manisha Naik, Company Secretary and Compliance Officer of the Company, be and are hereby jointly authorised to execute the Deed of Guarantee and such other documents, including any modification/alteration/amendments thereto, as may be required, and to do all necessary acts which are required, consequential or deemed expedient for providing the guarantee to Axis Bank and also authorised to file necessary document and e-form for registration of charge with concern Registrar of the Company.”

By order of the Board of Directors
For Kineco Limited



Manisha Naik
Company Secretary and Compliance Officer
Place: Pilerne, Goa
Date: 22/09/2026

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Notes:

1. Pursuant to General Circulars No.14/2020 dated April 8, 2020, No.17/2020 dated April 13, 2020, No.20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021, No. 2/2022 dated May 5, 2022, No. 10/2022 dated December 28, 2022, No.09/2023 dated September 25, 2023, No 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (collectively 'MCA Circulars'), the Company is convening the Annual General Meeting ('AGM') through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), without the physical presence of the Members at a common venue. Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. The proceedings of the AGM will be conducted at the registered Office of the Company at Plot 41, Pilerne Industrial Estate, Pilerne, Bardez, Goa 403511, which shall be the deemed venue of the AGM.
3. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with MUFG Intime India Pvt Ltd. ('MUFG') for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by MUFG.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.kinecogroup.com.
7. In terms of the MCA Circulars, the Company is sending this AGM Notice in electronic form only to those Members whose email addresses are registered with the Company/ RTA and/or National Securities Depository Limited ('NSDL') or Central Depository Services Limited ('CDSL').

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8. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.
9. Members desirous of inspecting the Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, and other relevant documents referred to in the Notice or Explanatory Statement will be available at the registered office address of the Company for inspection by the Members during business hours. Members may send their requests to legal@kinecogroup.com with cc to manisha@kinecogroup.com from their registered email addresses mentioning their name, Folio numbers/DP ID and Client ID.
10. Since the AGM will be held through VC in accordance with the Circulars, proxy form and attendance slip are not attached to this Notice.
11. Mr. Shivaram Bhat, Company Secretary, Goa, has been appointed as the Scrutinizer to scrutinize the remote e-Voting process and casting vote through the e-Voting system during the meeting in a fair and transparent manner.
12. The Scrutinizer shall after the conclusion of e-Voting at the AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting and shall make a consolidated scrutinizer's report of the total votes cast in favour or against, invalid votes, if any, and whether the resolution has been carried or not, and such report shall then be sent to the Chairperson or a person authorized by him, within 3 (Three) days from the conclusion of the AGM, who shall then countersign and declare the result of the voting forthwith. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.Kinecogroup.com.
13. All documents referred to in the accompanying Notice and the explanatory statement shall be open for inspection at the Registered and Corporate Offices of the Company during normal business hours (9.00 a.m. to 5.00 p.m.) on all working days except Sundays upto and including the date of the AGM of the Company.
14. In terms of Section 102 of the Companies Act, 2013, an explanatory statement setting out the material facts concerning special business to be transacted at the Meeting is annexed and forms part of this Notice.
15. The holder of such share as on record date of **23/09/2026** shall be entitled to attend the AGM and vote in proportion of their shares. Such shareholders can opt for voting in the manner set out for participation and voting through Video Conferencing (VC).

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16. Corporate member(s) intending to send their authorised representative(s) to attend and vote at the Meeting, pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
17. Members are requested to promptly notify in writing any changes in their address. All such communication shall be addressed to the Company Secretary and shall be deposited at the registered office of the Company. Members holding shares in the dematerialized (electronic) form are also requested to intimate address notifications to their respective Depository Participants.
18. In case of Joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
19. Remote E-voting instructions, Instameet VC Instructions detailing login method, instructions to speak and instructions to vote at the AGM is detailed in Annexure 1.

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ANNEXURE 1

REMOTE E-VOTING INSTRUCTIONS

The remote e-voting period begins **Friday, 23rd October 2026 at 9:00 A.M. (IST)** and **ends on Sunday, 25th October 2026 at 5:00 P.M. (IST)**. The remote e-voting module shall be disabled by MUFG for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. **19th October, 2026**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

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.

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Shareholders not registered for IDeAS facility:

- 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>
- Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on “Submit”.
- Enter the last 4 digits of your bank account / generate ‘OTP’
- Post successful registration, user will be provided with Login ID and password.
- 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.



METHOD 3 - NSDL e-voting website

- Visit URL: <https://www.evoting.nsdl.com>
- Click on the “Login” tab available under ‘Shareholder/Member’ section.
- 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”.
- 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.
- 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

- Visit URL: <https://www.cdslindia.com>.
- Go to e-voting tab.
- Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- 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.

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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/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

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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 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no., registered 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.
 - 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).

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no., registered with the Company

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

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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 Company at legal@kinecogroup.com and scrutinizer at cs.sbhat@gmail.com with a copy marked to RTA at enotices@in.mpms.mufg.com.

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

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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).

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NOTE: Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the Company at legal@kinecogroup.com and scrutinizer at cs.sbhat@gmail.com with a copy marked to RTA at enotices@in.mpms.mufg.com.

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”.

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

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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

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
2. For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
3. 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 PROCESS INSTRUCTIONS DETAILING LOGIN METHOD, INSTRUCTIONS TO SPEAK AND INSTRUCTIONS TO VOTE AT THE AGM IS DETAILED BELOW:

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

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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 i.e. legal@kinecogroup.com.
- 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 panellist 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 panellist 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

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“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.

Any query / grievance with regard to e-voting may be addressed to Mr. Ashish Upadhyay, Sr. Associate – E-voting. Address: MUFG Intime India Private Limited, C-101, Embassy 247, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083, Email: enotices@in.mpms.mufg.com, Ph No: +91 22 4918 6000 (2505)

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following is the Explanatory Statement as required by Section 102 of the Companies Act, 2013, sets out all material facts relating to Special Business mentioned in the accompanying Notice for convening the Annual General Meeting of the members of the Company:

ITEM NO. 03:

The Board of Directors of the Company, at its meeting held on 31st October 2025, had appointed Mr. Vivek Srivastava an Additional Director and as the Group Chief Executive Officer and Executive Director of the Company, with effect from 1st January 2026, for a period of 5 years commencing from 1st January 2026 and ending on 31st December 2031, subject to the approval of the Members of the Company.

The appointment of Mr. Vivek Srivastava as Group Chief Executive Officer and Executive Director was subsequently approved by the Members of the Company at the Extra-Ordinary General Meeting held on 2nd March 2026.

As per Sec 161 of the Companies Act 2013, an additional director holds office only until the date of the next Annual General Meeting (AGM) or the last date on which the AGM should have been held, whichever comes first. Hence the Members have to necessarily regularise the appointment of the Additional Director as a Director of the Company.

About Mr. Srivastava

A seasoned business leader with over three and half decades of experience across the energy, mobility, infrastructure, and advanced manufacturing sectors, Mr. Srivastava joins Kineco at a pivotal time as the Group scales its operation and global presence in high-performance composites for the aerospace, defence, railways & niche industrial sectors.

Mr. Srivastava has served as the CEO of Suzlon Energy, where he led the company through a critical phase of business transformation, operational consolidation, and stakeholder realignment. Under his leadership, Suzlon regained market confidence and secured strategic projects. His ability to navigate complex, capital-intensive, and uncertain regulatory environments has earned him widespread respect across India's industrial ecosystem.

Mr. Srivastava brings a rare blend of operational acumen, strategic foresight, and policy influence, positioning him strongly to lead Kineco Limited's next phase of growth and transformation.

Personal Details and Work Experience

Sr No	Particulars	Details
1.	Name	Vivek Srivastava
2.	Date of Birth	22.03.1969
3.	Educational Qualification	Bachelor of Engineering – CIVIL (Malaviya National Institute of Technology – Jaipur – 1990 pass out)
4.	Work Assignments	➤ Accomplished & driven CEO with proven track record in leading & scaling businesses

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		in the Energy and Mobility space, delivering consistent growth in revenue and augmenting market share, margins & profits. ➤ Business professional with demonstrated proficiency in conceptualizing and executing technologically complex billion-dollar projects with many “Firsts in the Indian Energy Industry”. ➤ Versatile global experience of over thirty years with Industry leaders in creating & improving shareholder returns, establishing new businesses, acquisitions, partnerships, profitable divestments, strong policy advocacy & balanced navigation through market downturns and turnarounds for underperforming operations. ➤ An astute thought leader adept in establishing trusting partnerships through exceptional relationship-building and interpersonal skills to secure employee and management trust and deliver multiple initiatives successfully.
5.	Shareholding in Other Companies (material shareholding above 2 %)	NIL
6.	Professional Experience	Suzlon Energy Ltd (Feb 2024–Present) – CEO, India Business • Spearheading operational turnaround targeting 4X topline growth in 2 years. • Secured multi-year order book and expanded manufacturing capacity for 6000 MW. • Strengthened governance, human capital, and risk management frameworks. Waaree Group (Aug 2021–Dec 2023) – Group CEO & Board Member • Drove 2.2X revenue growth, EBITDA from 6% to 14%, and PAT from 2.4% to 7.4%.

		• Raised ₹3200 Cr PE funding, scaled manufacturing 5X, and boosted ROCE to 35%. • Established one of the world's largest "Sand-to-Module" renewable manufacturing hubs. • Championed ESG and sustainability initiatives. Reliance Industries Ltd (2001–2021) – Senior Leadership Roles • Key architect of India's largest fuel retail rollout (1400 stations in 26 months). • Led JV formation with bp, expanding the network 5X and Aviation Fuel business to 27 airports. • Delivered successful international acquisitions and divestments (9X valuation uplift). • Founded and led the New Energy Business; pioneered patented automation technologies. Bharat Petroleum Corp. Ltd (1991–2001) – Early career in Retail Strategy. Industry Leadership & Contributions • Board roles: Norfund Global, Waaree Technologies Ltd. • Chair/Co-chair: ASSOCHAM National Council on Renewable Energy; multiple GOI task forces on energy standards and policy. • Frequent speaker and contributor to India's renewable energy roadmap and policy framework.
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The shareholding of Mr. Vivek Srivastava in the Company 23.09.2026 is as follows:

Sr No	Name of the Shareholder	Shares held in the Company	% Shareholding
1.	Mr. Vivek Srivastava	6,600	0.09%

It is proposed that the shareholders regularize the appointment of Mr. Vivek Srivastava as a Director by passing an Ordinary Resolution.

None of the Directors of the Company except Mr. Vivek Srivastava, are concerned or interested in the proposed resolutions in Item No 03 of the Notice.

ITEM NO. 04:

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board of Directors, requires to be ratified by the Members of the Company at the General Meeting.

The Company has received the Auditor's Letter of Consent from CMA Savari Muthu (M.No. FICWA 6716), who is free from disqualifications specified under Section 139, 141 and 142 of the Companies Act, 2013.

The fees of CMA Savari Muthu is Rs. 2,18,750 to conduct the cost audit of the Company for the FY ending 31/03/2027. The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of CMA Savari Muthu (M.No. FICWA 6716), Cost Auditor as Rs. 2,18,750 (Rupees Two Lakhs Eighteen Thousand Seven hundred and fifty Only) plus out of pocket expenses and GST.

Accordingly, ratification by the Members is being sought on the remuneration payable to the Cost Auditors for the financial year ending March 31, 2027 by way of an Ordinary Resolution as set out in Item No. 04 of the Notice.

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

ITEM NO. 05:

The Company may have to render support from time to time, for the business requirements of its Subsidiaries, or Associate or Joint Venture or group entity or any other person in whom any of the Director of the Company is interested or deemed to be interested (collectively referred to as the 'Entities'), from time to time.

The Board of Directors seeks consent of the Members by way of a Special Resolution pursuant to Section 185 of the Act (as amended by the Companies (Amendment) Act, 2017) for making loan(s) or providing financial assistance or providing guarantee or securities in connection with the loans taken or to be taken by the Entities for the capital expenditure of the projects and/or working capital requirements as may be required from time to time for the expansion of its business activities and other matters connected and incidental thereon for their principal business activities.

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The Members of the Company, at the Extra-Ordinary General Meeting held on 2nd March 2026, had accorded their consent for making loan(s) or providing financial assistance or providing guarantee(s) or security(ies) in connection with the loans taken or to be taken by the entities for the capital expenditure of the projects and/or working capital requirements, as may be required from time to time, for expansion of their business activities and for matters connected therewith and incidental thereto, for their principal business activities.

Pursuant to the aforesaid approval, the Company had provided a Corporate Guarantee of Rs. 15 Crores to Zoltek Corporation, a supplier of raw materials on behalf of Kinenco Exel Composites India Private Limited ("KECI"), a Joint Venture of the Company, towards its business requirements. Further, approval was also provided by the members for an amount not exceeding Rs. 10 Crores, in case of any urgent financial support in form of any loan, advance, guarantee or security that any of the Group Companies/Entities as defined above, as may be required from time to time for the purpose of its principal business activities.

Now, there are discussions ongoing with Zoltek Corporation for provision of additional Corporate Guarantee of up to Rs. 20 Crores on behalf of Kinenco Exel Composites India Private Limited, on such terms and conditions as may be agreed between the parties and as may be considered appropriate by the Board of Directors of the Company.

Accordingly, the members may note that the approval for an additional amount not exceeding INR 30 Crores is being sought under Section 185 of the Companies Act, 2013, towards the following transactions, as detailed below:

- Upto Rs. 20 Crores may most likely be utilized towards issuance of Corporate Guarantee from Kinenco Limited on behalf of its JV, Kinenco Exel Composites India Pvt Ltd (KECI), to Zoltek Corporation, a supplier of raw material to KECI. This is still under discussions and the Company may need to provide this, if not this may also be used for other general corporate purposes.
- Rs. 10 Crores is an additional approval sort by the Board and may be used in case of any urgent financial support in form of any loan, advance, guarantee or security that any of the Group Companies/Entities as defined above, may require from time to time for the purpose of its principal business activities.

The Members may note that Board of Directors would carefully evaluate proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, only for principal business activities of such Entities.

The resolution as set forth in Item no. 05 of this Notice has been recommended by the Audit Committee and upon such recommendation, the Board has approved the same at their respective meetings. Therefore, it is placed before the members for their approval by way of special resolution.

Except Mr. Shekhar Sardesai, Mr. Vivek Srivastava and Mr. Vinay Jagtap, Directors and Mr. Vivekanand Pauskar, CFO of the Company and Mr. Lalit Agrawal, Director of Semvac A/S, Wholly-Owned Subsidiary of Kinenco Limited, none of the other Directors, Key Managerial Personnel, or their respective relatives in any way, financially or otherwise, concerned or interested in the said resolution.

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ITEM NO. 06:

Kineco Exel Composites India Private Limited ("KECI"), incorporated on 5th October 2021 is a Joint Venture Company, having its registered office at Pilerne Industrial Estate in Goa and Factory at Banda, Sindhudurg, Maharashtra, in which your Company Kineco Limited holds 45% equity stake, while its Joint Venture Partner Exel Composites Oyj holds 55% of the equity stake in the said Joint Venture.

The JV Company is engaged in designs, engineers, and manufactures composites solutions using continuous pultrusion manufacturing technology for applications across a wide range of industries, from panels for bus & rail coaches, to critical structural components for wind turbine blades and radomes for telecommunications.

The Company's core focus is on the wind energy segment. Based on the projected revenues from the wind order as well as existing revenue from other segments, the Company is expected to turnaround its financial performance and hence, there is a need to augment the working capital of the Company.

At the request of KECI, Axis Bank Limited has agreed to extend various credit facilities including cash credit facilities, EPC, FBP, LC back Bill discounting, Bank guarantees LC aggregating to Rs. 55,00,00,000/- (Rupees Fifty-Five Crores only).

Out of the aforesaid, Kineco Limited has agreed to provide a Corporate Guarantee in favour of Axis Bank Limited towards aggregate credit facilities for an amount of Rs. 20,00,00,000/- (Rupees Twenty Crores only), as security for the said Cash Credit Facility sanctioned by Axis Bank Limited to KECI.

The said credit facilities would be used towards the KECI's working capital requirements and shall be utilised by the JV Company for its principal business activities.

Now, under sub section (2) of Section 185 of the Companies Act 2013, a company may advance any loan including any loan represented by a book debt, or **give any guarantee** or provide any security in connection **with any loan taken by any person in whom any of the director of the company is interested**, subject to the condition that a special resolution is passed by the company in general meeting:

Since, Mr. Shekhar Sardessai, Chairman and Managing Director and Mr. Vivek Srivastava, Group CEO and ED of the Company are Directors in KECI, we seek approval of the members under Section 185 of the Companies Act 2013 as stated above.

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None of the Directors or KMP except Mr. Shekhar Sardessai, Chairman and Managing Director and Mr. Vivek Srivastava, Group CEO and ED of the Company, are concerned or interested in the proposed resolution, except to the extent of their shareholding in the Company.

Your Directors recommend passing of the Special Resolution at Item No. 06.

By the Order of the Board of
Kinenco Limited



Manisha Naik
Company Secretary and Compliance Officer
Place: Pilerne, Goa
Date: 22/09/2026

The Financials are uploaded on the following Link:

[Financial Results](#)

The Director's Report is uploaded on the following Link:

[Director's Report](#)