#### **NOTICE**

Notice is hereby given that the 15<sup>th</sup> Annual General Meeting of the members of M/s. KUNDAN EDIFICE LIMITED is scheduled to be held on Tuesday, 30<sup>th</sup> September, 2025 at 02:30 p.m. IST through Video Conferencing "VC"/ Other Audio-Visual Means ("OAVM") to transact, with or without modifications 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, 2025 together with the Reports of the Board of Directors and the Auditors thereon.

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

**"RESOLVED THAT** the Audited Financial Statements of the Company for the year ended March 31, 2025, together with the reports of the Board of Directors and the Auditors thereon be and is hereby received and adopted."

2. To appoint Ms. Mallika Mukesh Gupta (DIN: 07961410), who retires by rotation and being eligible, offers herself for re-appointment.

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

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Ms. Mallika Mukesh Gupta (DIN: 07961410) who retires by rotation at this ensuing annual general meeting, subject to members approval, be and is hereby re- appointed as a Director of the Company as approved by Board of Directors and Nomination & Remuneration Committee."

3. To re-appoint M/s. Valawat & Associates, Chartered Accountants (Firm Registration No. 003623C) as the Statutory Auditors of the Company.

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

"RESOLVED THAT pursuant to the provisions of sections 139, 142 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 amendment(s) thereto or re-enactment(s) thereof, for the time being in force] and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. Valawat & Associates, Chartered Accountants (Firm Registration No. 003623C), be and are hereby re-appointed as the Statutory Auditors of the Company to hold office for a second term of 5 consecutive financial years from the conclusion of this 15<sup>th</sup> Annual General Meeting (AGM) until the conclusion of the 19<sup>th</sup> AGM to be held in the year 2030, on such remuneration as may be mutually agreed between the Board of Directors/ Audit Committee of the company in consultation with the Statutory Auditors.

**FURTHER RESOLVED THAT** the Board of Directors of the Company (including any Committee thereof), be authorised on behalf of the Company, including but not limited to determine role and responsibilities/scope of work of the Statutory Auditors, to negotiate, finalise,

amend, sign, deliver and execute the terms of reappointment, including any contract or document in this regard and to alter and vary the terms and conditions of remuneration arising out of increase in scope of work, amendments to the Accounting Standards or the Companies Act, 2013 or Rules framed thereunder or Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other requirements resulting in any change in the scope of work, etc., without being required to seek any further consent or approval of the Members of the Company and to do all such acts, deeds, matters and things as it may, in its absolute discretion deem necessary or desirable for the purpose of giving effect to this Resolution and with power to the Board to settle all questions, difficulties or doubts that may arise in respect of the implementation of this Resolution."

#### **SPECIAL BUSINESS:**

4. To Appoint M/s. M.K. Saraswat & Associates LLP, Company Secretaries (COP: 10856) as Secretarial Auditors of the Company:

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

"RESOLVED THAT pursuant to provisions of Sections 204 and 179(3) of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 framed thereunder, Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), re-enactment thereof for time being in force) and circulars issued thereunder from time to time, and based on the recommendation of the Audit Committee and the Board of Directors, M/s. M.K. Saraswat & Associates LLP, Company Secretaries, a peer reviewed firm (COP: 10856), be and are hereby appointed as the Secretarial Auditors for the Company, to hold office for a term of five consecutive years i.e. from the financial year 2025-26 till 2029-30, on such remuneration as may be mutually agreed between the Board of Directors and the Secretarial Auditors.

**RESOLVED FURTHER THAT** the Board or any duly constituted Committee of the Board, be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

5. To increase in the limit of managerial remuneration of Mr. Divyansh Mukesh Gupta (DIN: 06846463), Managing Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 196 and 197 read with Schedule V and other applicable provisions of the Companies Act, 2013 ("the Act"), if any, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the enabling provisions of Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee ("NRC") and the Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded to increase the remuneration of Mr. Divyansh Mukesh Gupta (DIN: 06846463), Managing Director of the Company from Rs. 75,00,000/- per annum to 90,00,000/- per annum, commission, perquisites and other benefits as detailed in the explanatory statement enclosed with this Notice, for the remaining period of his present term of appointment.

**RESOLVED FURTHER THAT** the aggregate amount of remuneration payable to Mr. Divyansh Mukesh Gupta (DIN: 06846463) in a financial year may exceed the maximum admissible limits as prescribed in Section 197 of the Act, and the terms and remuneration as set out in the explanatory statement of this resolution shall be deemed to form part hereof and in the event of inadequacy or absence of profits arising in any financial year, Mr. Divyansh Mukesh Gupta (DIN: 06846463) shall be entitled to receive remuneration, commission, perquisites and other benefits etc. up to the limit as approved by the members herein above, as minimum remuneration.

**RESOLVED FURTHER THAT** in the event of any statutory amendment or modification or relaxation in the provisions of Schedule V of the Act, relating to the payment of remuneration to the managerial personnel, the Board of Directors of the Company, (including its committees thereof), subject to the recommendations of the Nomination and Remuneration Committee be and is hereby authorized to vary the remuneration, commission, perquisites and other benefits etc. within such prescribed limits.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to revise, enhance, alter and vary from time to time the terms and conditions of appointment and remuneration by seeking further consent and approval of the shareholders of the Company and to do all necessary acts, deeds and things as it may, in its absolute discretion, and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto."

6. To increase in the limit of managerial remuneration of Ms. Mallika Mukesh Gupta (DIN: 07961410), Whole Time Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 196 and 197 read with Schedule V and other applicable provisions of the Companies Act, 2013 ("the Act"), if any, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the enabling provisions of Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee ("NRC") and the Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded to increase the remuneration of Ms. Mallika Mukesh Gupta (DIN: 07961410), Whole Time Director of the Company from Rs. 50,00,000/- per annum to 75,00,000/- per annum, commission, perquisites and other benefits as detailed in the explanatory statement enclosed with this Notice, for the remaining period of her present term of appointment.

**RESOLVED FURTHER THAT** the aggregate amount of remuneration payable to Ms. Mallika Mukesh Gupta (DIN: 07961410), in a financial year may exceed the maximum admissible limits as prescribed in Section 197 of the Act, and the terms and remuneration as set out in the explanatory statement of this resolution shall be deemed to form part hereof and in the event of inadequacy or absence of profits arising in any financial year, Ms. Mallika Mukesh Gupta (DIN: 07961410) shall be entitled to receive remuneration, commission, perquisites and other benefits etc. upto the limit as approved by the members herein above, as minimum remuneration.

**RESOLVED FURTHER THAT** in the event of any statutory amendment or modification or relaxation in the provisions of Schedule V of the Act, relating to the payment of remuneration to the

managerial personnel, the Board of Directors of the Company, (including its committees thereof), subject to the recommendations of the Nomination and Remuneration Committee be and is hereby authorized to vary the remuneration, commission, perquisites and other benefits etc. within such prescribed limits.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to revise, enhance, alter and vary from time to time the terms and conditions of appointment and remuneration by seeking further consent and approval of the shareholders of the Company and to do all necessary acts, deeds and things as it may, in its absolute discretion, and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto."

For and on Behalf of the Board of Directors KUNDAN EDIFICE LIMITED

Sd/-

Divyansh Mukesh Gupta Chairman & Managing Director

(DIN: 06846463)

**Date: 03/09/2025 Place: Vasai** 

#### **NOTES:**

- 1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.
- 2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through evoting.
- 3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- 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) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time 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 National Securities Depository Limited (NSDL) 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 e-voting on the date of the AGM will be provided by NSDL.
- 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 https://kundanedifice.com/investors. The Notice can also be accessed from the websites of the Stock Exchanges National Stock Exchange of India Limited www.nseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. <a href="https://www.evoting.nsdl.com">www.evoting.nsdl.com</a>.

7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

# THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Saturday, the 27<sup>th</sup> September 2025 at 09:00 A.M. and ends on Monday, 29<sup>th</sup> September, 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Tuesday, 23<sup>rd</sup> September 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, 23<sup>rd</sup> September 2025.

#### How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

#### Step 1: Access to NSDL e-Voting system

# A) <u>Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode</u>

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method							
Individual Shareholders	1.	For	OTP	based	login	you	can	click
holding securities in		on <u>httr</u>	os://eservi	ices.nsdl.co	m/Secure	Web/evot	<u>ing/evoti</u>	<u>nglogi</u>
demat mode with NSDL.		<u>n.jsp</u> . `	You will l	have to ent	er your 8-	digit DP l	ID,8-digi	t Client
		Id, PA	N No., V	erification	code and	generate	OTP. E	nter the
		OTP r	eceived o	n registere	d email id/	mobile n	umber aı	nd click
		on lo	gin. Afte	er success	ful authe	ntication,	you v	will be
		redirec	eted to N	SDL Depo	sitory site	wherein	you car	see e-
		Voting	g page. C	Click on co	mpany na	ame or e	-Voting	service
		provid	ler i.e. N	SDL and	you will b	oe redirec	eted to e	-Voting
		websit	e of NSI	DL for cast	ing your v	ote durin	g the re	mote e-
		Voting	g period o	or joining v	rirtual mee	eting & v	oting du	ring the
		meetin	ıg.					
	2.	Existir	ng IDeAs	S user car	n visit the	e e-Servi	ices web	osite of
		NSDL	Viz. htt	tps://eservi	ces.nsdl.co	<u>m</u> either	on a F	Personal
		Comp	uter or on	a mobile.	On the e-S	Services 1	home pag	ge click
		on the	"Benefi	icial Owne	er" icon ı	under "L	ogin" w	hich is

available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

- 3. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>
- 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
- 5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.









Individual Shareholders holding securities in demat mode with CDSL

- 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
- 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
- 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="www.cdslindia.com">www.cdslindia.com</a> and click on login & New System Myeasi Tab and then click on registration option.
- 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders (holding securities in demat mode) login through their depository participants

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding	Members facing any technical issue in login can contact
securities in demat mode with	NSDL helpdesk by sending a request at
NSDL	evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding	Members facing any technical issue in login can
securities in demat mode with	contact CDSL helpdesk by sending a request at
CDSL	helpdesk.evoting@cdslindia.com or contact at toll free
	no. 1800-21-09911.

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

#### How to Log-in to NSDL e-Voting website?

- 1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile.
- 2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
- 3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

  Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
- 4. Your User ID details are given below:

Manner of holding shares i.e.  Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12*****.

b)	For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12********** then your user ID is 12************************************
c)	For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

- 5. Password details for shareholders other than Individual shareholders are given below:
- a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- (ii) If your email ID is not registered, please follow steps mentioned below in **process** for those shareholders whose email ids are not registered.
- 6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- 8. Now, you will have to click on "Login" button.
- 9. After you click on the "Login" button, Home page of e-Voting will open.

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

#### How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

- 1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
- 2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
- 3. Now you are ready for e-Voting as the Voting page opens.
- 4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- 5. Upon confirmation, the message "Vote cast successfully" will be displayed.
- 6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- 7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **General Guidelines for shareholders**

- 1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer Mr. Mukesh Saraswat by e-mail to cs.mukeshsaraswat@gmail.com with a copy marked to <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a>. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
- 2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
- 3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of <a href="https://www.evoting.nsdl.com">www.evoting.nsdl.com</a> or call on.: 022 4886 7000 or send a request to Sagar S. Gudhate, Senior Manager at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a>

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

- 1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to <a href="mailto:cs@kundanedifice.com">cs@kundanedifice.com</a>.
- 2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to <a href="mailto:cs@kundanedifice.com">cs@kundanedifice.com</a>. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. <a href="Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode">Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode</a>.
- 3. Alternatively shareholder/members may send a request to <a href="evoting@nsdl.com">evoting@nsdl.com</a> for procuring user id and password for e-voting by providing above mentioned documents.
- 4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

# THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

- 1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- 2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
- 3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

Company	Kundan Edifice Limited
	Address: A - 201, 2nd Floor, Prime Trade Centre, Above Model Co-Op Bank,
	Sativali, Satiwai, Palghar, Vasai (East), Palghar 401208.
	Tel No. +91 – 7030919707;
	Email Id: cs@kundanedifice.com; web site: www.kundanedifice.com
Registrar &	Cameo Corporate Service Limited
Transfer Agent	Address: Subramanian Building No. 1, Club House Road, Chennai 600 002
	Tel No.: 9940077422 Email Id: priya@cameoindia.com.
e-Voting Agency	Email: evoting@nsdl.co.in
& VC/OAVM	NSDL help desk 1800-222-990
Scrutinizer	M. K. Saraswat & Associates LLP
	Address: 419, 4th Floor, Atlanta Estate, Near Virwani Industrial Estate, Opp.
	Oberoi Mall, Western Express Highway, Goregaon (E), Mumbai-400063.
	Tel NO.: +91 9022661290 Email Id: cs.mukeshsaraswat@gmail.com

# INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

- 1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
- 2. Members are encouraged to join the Meeting through Laptops for better experience.
- 3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- 5. Members are encouraged to submit their questions in advance with regard to the financial statements or any other matter to be placed at this AGM, from their registered e-mail address, mentioning their name, DP ID and Client ID number/ folio number and mobile number, to reach the Company's e-mail address at cs@kundanedifice.com. before 5.00 p.m. (IST) on Friday, September 26th 2025. Such queries will be appropriately responded by the Company.
- 6. Shareholders who would like to express their views/ ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/ folio number, PAN and mobile number at cs@kundanedifice.com. Pre-registration should be done between Wednesday, September 24, 2025 (9:00 a.m. IST) and Monday, September 29, 2025 (5:00 p.m. IST). The same will be replied by the company suitably.

#### ANNEXURE TO THE NOTICE

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (THE "ACT") AND THE SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI") (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ("LISTING REGULATIONS").

#### Item No. 3:

Members of the Company at the 14<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2024 approved the appointment of M/s. Valawat & Associates, Chartered Accountants (Registration No. 003623C) as the Auditors of the Company to hold office for a term of 1 (one) year from the conclusion of said Annual General Meeting till the conclusion of ensuing 15<sup>th</sup> Annual General Meeting to be held in the year 2025. M/s. Valawat & Associates will complete their present term on conclusion of ensuing Annual General Meeting.

The Board of Directors of the Company ("the Board"), at its meeting held on 3<sup>rd</sup> September, 2025 has considered the experience and expertise and on the recommendation of the Audit Committee, proposed to the Members of the Company for re-appointment of M/s. Valawat & Associates, Chartered Accountants (Registration No. 003623C) as Statutory Auditors of the Company for a term of 5 (Five) years from the conclusion of this 15<sup>th</sup> Annual General Meeting (AGM) until the conclusion of the 19<sup>th</sup> AGM to be held in the year 2030, at such remuneration as may be mutually agreed between the Board of Directors/ Audit Committee of the company in consultation with the Statutory Auditors.

M/s. Valawat & Associates is a firm of Chartered Accountants (CA Priyansh Valawat being the Partner) registered with The Institute of Chartered Accountants of India (ICAI) bearing ICAI Firm Registration No. 003623C. The firm was established in the year 1987 and rendering un-interrupted value-added services to the incorporated bodies, reputed business houses and High Net worth (HNI) individuals. There are 4 partners namely Mr. Narendra Kumar Valawat, Mr. Jinendra Jain, Mr. Rajnish Karnawat and Mr. Priyansh Valawat. It has strength of 15 employees. M/s. Valawat & Associates has head office at Udaipur, Rajasthan and Branch Office at Mumbai, Maharashtra.

The Partners of the firm are well experienced in field of audit, taxation, company law matters, Central Excise, Custom Laws, Sales tax and Project financing. Firm has served many manufacturing and trading industries over the years some of major industries are as: NBFC, Insurance Sector, Chemical Industries, Education Industries, Retail & Consumer Industries, Media & Entertainment Sector, Construction Sector, Hospitality Sector, Technology Sector and Banking Sector. The firm has been providing diverse and specialized services in the following areas:

- •Review & setting up of systems and procedures with adequate internal controls and preparation of operational manual for various departments of an organization;
- •Management audit/ internal audit & statutory audit of the industry;
- •Financial and Management consultation;

•Taxation matters including tax consultation, appearance for assessment, appeal, etc., Corporate & mercantile law consultation.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution at Item No. 3 of the Notice of the 15<sup>th</sup> AGM.

The Board recommends the passing of Ordinary Resolution as set out at Item No. 3 of the accompanying Notice for member's approval.

#### Item No. 4:

The Board of Directors at their meeting held on 3<sup>rd</sup> September, 2025 has approved the appointment of M. K. Saraswat & Associates LLP to conduct secretarial audit in accordance with the provisions of Section 204(1) read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for a term of 5 (Five) Consecutive years from the financial year 2025-2026 till 2029-2030.

M. K. Saraswat & Associates LLP, is a peer reviewed firm. The firm is professionally managed and currently based at Mumbai. The firm provides comprehensive Legal, Secretarial and Management Advisory Services in the field of Corporate Laws, SEBI Laws, RBI Laws, Listing Regulations, Business Management, IPO, Mergers Amalgamation & Acquisition, etc.

M. K. Saraswat Associates LLP have confirmed that they are eligible for appointment as Secretarial Auditors, are free from any disqualifications, are working independently and maintaining arm's length relationship with the Company.

Accordingly, the Board recommends the passing of Resolution as set out in the Item No. 4 of the Notice with respect to appointment of secretarial auditors for a period of 5 years from the financial year 2025-2026 till 2029-30 as set out at Item Nos. 4 for approval by the Shareholders of the Company.

None of the Directors or Key Managerial Personnel of the Company and their relatives, other than Independent Director for his respective appointment, is concerned or interested, financially or otherwise, in the aforesaid Ordinary Resolution.

#### Item No. 5:

Based on the recommendation of Nomination and Remuneration Committee and the Board, the members had authorised the Board to increase the remuneration on the terms and conditions including remuneration and incremental thereof, from time to time for Mr. Divyansh Mukesh Gupta, but such remuneration payable shall be within the limits specified in the Section 197 and other applicable provisions of the Companies Act, 2013 ('the Act').

The Managing Director has provided dedicated and meritorious services and significant contribution to the overall growth of the Company. Therefore, the Board is of the view that the existing upper limit remuneration in respect of Mr. Divyansh Mukesh Gupta, Managing Director of the Company may not be sufficient enough to pay the increased remuneration over a period of his term, therefore the approval of the members of the Company is sought for revision in the maximum limit of remuneration, in terms of the

applicable provisions of the Companies Act, 2013 (the "Act") & SEBI LODR Regulations 2015.

Broad particulars of the terms of remuneration payable to Mr. Divyansh Mukesh Gupta is stated in the employment agreement and brief particulars are mentioned as under:

#### Salary, Perquisites and Allowances per annum:

Salary, Perquisites and Allowances shall not any time in any financial year during his tenure, shall not exceed Rs. 90,00,000/- per Annum.

#### **Commission/performance linked incentive:**

Mr. Divyansh Mukesh Gupta shall not be entitled to any Commission/performance linked incentive.

#### **Annual Leaves:**

Earned/Privilege leave on full pay and allowances as per rules of the company but not more than 30 days for every twelve months of service. Leave accumulated shall be encash able at the end of the tenure. Encashment of leave at the end of the tenure will not be included in the computation of the ceiling on perquisites.

#### **Reimbursements:**

Mr. Divyansh Mukesh Gupta shall be entitled to be reimbursed the travelling and entertainment expenses actually and properly incurred by him in or about the business of the Company and approved by the Board.

#### **Minimum Remuneration:**

Where in any financial year during the currency of tenure of the Managing Director, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites not exceeding the limits as specified above. The Board of Directors shall have liberty to alter and vary the aforesaid terms and conditions relating to remuneration in line with such amendments as may be made from time to time to the Companies Act, 2013.

# THE STATEMENT CONTAINING ADDITIONAL INFORMATION AS REQUIRED IN SCHEDULE V OF THE COMPANIESACT, 2013

I. General information:	
(1) Nature of industry	Our Company was originally incorporated as "Kundan Edifice Private Limited" under the provisions of the Companies Act, 1956 on 12 August, 2010. Thereafter, our Company was converted from a private limited company to a public limited company, pursuant to a resolution passed in the extraordinary general meeting of our Shareholders held on April 05, 2023, and consequently, the name of our Company was changed to 'Kundan Edifice Limited', and a fresh certificate of incorporation consequent upon conversion from private company to public company dated May 08, 2023, was issued by the ROC to our Company. Our Company is engaged into manufacturing, assembly and sale of light

(2) Date or expected date of commencement of commercial production  (3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions	emitting diode ("LED") strip lights. We are original design manufacturer ("ODM") as we design, develop, manufacture and supply our products to customers who then further distribute these products under their own brands. We focus on unconventional form of lighting products i.e., LED strip lights that have varied application across industries such as real estate, railways, automobiles, decorative lighting, etc.  The Company was incorporated on 12 August, 2010 with Registration No. 206541, in the State of Maharashtra under the Companies Act, 1956. Further, the Company had commenced its business on the same date i.e. 12 August, 2010.  Not applicable			
appearing				
in the prospectus		- at - c	Lauta - :	
(4) Financial performance based on given indicators.	Partic	31 <sup>st</sup> March 2025	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
Amount in Lakhs.	ulars PBT	1053.22	435.70	694.66
Amount in Lakiis.	PAT	786.09	300.25	509.26
(5) Foreign investments or	Not app		300.23	307.20
collaborations, if any.	P			
II. Information about the appointee:				
(1) Background details	Mr. Divyansh Mukesh Gupta holds a bachelor's degree in commerce from the University of Mumbai.			
(2) Past remuneration	Rs 75,00,000 per annum			
(3) Recognition or awards	Not app	olicable		
(4) Job profile and his suitability	Mr. Divyansh Mukesh Gupta has been serving on the Board of the Company as a Director, since 30 <sup>th</sup> September, 2015 and Mr. Divyansh Mukesh Gupta has been serving as a Managing Director of the Company since 10 <sup>th</sup> May, 2023 for a period of 5 (Five) consecutive years.  With in-depth knowledge and wide experience of			
	8 years, Mr. Divyansh Mukesh Gupta has been very instrumental in executing the strategy of converting the Company into total solution provider for Lighting industry.  Under Mr. Divyansh Mukesh Gupta astute leadership, Amber not only became multi location organization in India but also diversified into various product categories for India.			
	Mr. Div	yansh Mukesh	ı Gupta has pr	ovided keen

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(5) Remuneration proposed (6) Comparative remuneration profile with respect to industry, size of the	and commendable contribution to overall growth of the Company.  Mr. Divyansh Mukesh Gupta leadership skills and meticulous attention to execution, enabled the Company towards operational excellence, technological advancements, new product line up, and continuous innovation.  Rs 90,00,000 per annum  Mr. Divyansh Mukesh Gupta, has been drawing remuneration in this range for the past several
company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	years, therefore, retaining him at this remuneration is imperative.
(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any.	Mr. Divyansh Mukesh Gupta is holding 48,32,400 Equity Shares in the Company i.e. 47.04% of the Paid-Up Capital of the Company.
	Mr. Divyansh Mukesh Gupta is the son of Ms. Vijaya Mukesh Gupta [Promoter] & Brother of Ms. Mallika Mukesh Gupta [Director and Promoter] and Mr. Shubhang Mukesh Gupta [Promoter].
III. Other information:	
(1) Reasons of loss or inadequate profits	As the Company's focus is growth oriented, it is majorly incurring capital expenditures for its capacity expansion for coping up with the ever-increasing customer demands.
(2) Steps taken or proposed to be taken for improvement	expansion of its business;  > Adding new customer's base;
(3) Expected increase in productivity and profits in measurable terms	In view of the steps taken by the Company as stated above, the Company believes that there will be significant increase in productivity and profitability in the years to come.

Mr. Divyansh Mukesh Gupta being interested in the resolution set out in item no. 5. Ms. Vijaya Mukesh Gupta being Mother of Mr. Divyansh Mukesh Gupta and Ms. Mallika Mukesh Gupta being Sister of Mr. Divyansh Mukesh Gupta and Mr. Shubhang Mukesh Gupta being Brother of Mr. Divyansh Mukesh Gupta and their relatives may be deemed to be interested in the said resolution, to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel(s) of the Company or their relatives are in any way, concerned or interested either financially or otherwise, in the resolution set out in item no. 5.

The Company has disclosed all the related information and to the best of understanding of the Board of Directors, no other information and facts are required to be disclosed that may enable members to understand the meaning, scope, and implications of the items of business and to take decision thereon.

The Board of Directors of your Company recommends that the Special Resolution under Item No. 5 be passed in the interest of your Company.

#### Item No. 6:

Based on the recommendation of Nomination and Remuneration Committee and the Board, the members had authorised the Board to increase the remuneration on the terms and conditions including remuneration and incremental thereof, from time to time for Ms. Mallika Mukesh Gupta, but such remuneration payable shall be within the limits specified in the Section 197 and other applicable provisions of the Companies Act, 2013 ('the Act').

The Whole Time Director has provided dedicated and meritorious services and significant contribution to the overall growth of the Company. Therefore, the Board is of the view that the existing upper limit remuneration in respect of Ms. Mallika Mukesh Gupta, Whole Time Director of the Company may not be sufficient enough to pay the increased remuneration over a period of her term, therefore the approval of the members of the Company is sought for revision in the maximum limit of remuneration, in terms of the applicable provisions of the Companies Act, 2013 (the "Act") & SEBI LODR Regulations 2015.

Broad particulars of the terms of remuneration payable to Ms. Mallika Mukesh Gupta is stated in the employment agreement and brief particulars are mentioned as under:

#### Salary, Perquisites and Allowances per annum:

Salary, Perquisites and Allowances shall not any time in any financial year during her tenure, shall not exceed Rs. 75,00,000/- per Annum.

#### **Commission/performance linked incentive:**

Ms. Mallika Mukesh Gupta shall not be entitled to any Commission/performance linked incentive.

#### **Annual Leaves:**

Earned/Privilege leave on full pay and allowances as per rules of the company but not more than 30 days for every twelve months of service. Leave accumulated shall be encash able at the end of the tenure. Encashment of leave at the end of the tenure will not be included in the computation of the ceiling on perquisites.

#### **Reimbursements:**

Ms. Mallika Mukesh Gupta shall be entitled to be reimbursed the travelling and entertainment expenses actually and properly incurred by her in or about the business of the Company and approved by the Board.

#### **Minimum Remuneration:**

Where in any financial year during the currency of tenure of the Whole Time Director, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites not exceeding the limits as specified above. The Board of Directors shall have liberty to alter and vary the aforesaid terms and conditions relating to remuneration in line with such amendments as may be made from time to time to the Companies Act, 2013.

# THE STATEMENT CONTAINING ADDITIONAL INFORMATION AS REQUIRED IN SCHEDULE V OF THE COMPANIESACT, 2013

I. General information:				
(1) Nature of industry  (2) Date or expected date of commencement of commercial production	"Kunda provisio August convert public resolution meeting 2023, Compare Limited incorporated from public dated Mour Commanuface emitting original design, product distributed brands. lighting have varied as redecorated The Co 2010 word Mahar Further meeting the converse of Mahar Further meeting and provide the converse of Mahar Further meeting and provide the converse of the conver	ration consectorivate comparation consectorivate comparation (as properties of the comparation of the compar	vate Limited' npanies Act, after, our Co ate limited con at limited con at limited and at limited con at limited at lim	y under the 1956 on 12 mpany was ompany to a part to a part of a p
(3) In case of new companies, expected	Not app	s on the same of	date 1.e. 12 Au	ıgust, 2010.
date of commencement of activities as per project approved by financial institutions appearing in the prospectus				
(4) Financial performance based on given indicators. Amount in Lakhs.	Partic ulars	31 <sup>st</sup> March 2025	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
	PBT	1053.22	435.70	694.66
	PAT	786.09	300.25	509.26
(5) Foreign investments or collaborations, if any.	Not app	licable		
II. Information about the appointee:				

(1) Background details	Ms. Mallika Mukesh Gupta holds a bachelor
	degree in art from the University of Arts
	London. She has also completed level 4 diploma
	in art and design foundation studies (QCF) from
	Cambridge School of Visual and Performing
	Arts.
(2) Past remuneration	Rs 50,00,000 per annum
(3) Recognition or awards	Not applicable
(4) Job profile and his suitability	Ms. Mallika Mukesh Gupta has been serving on the Board of the Company as a Director, since 30 <sup>th</sup> September, 2017 and Ms. Mallika Mukesh Gupta has been serving as a Whole Time Director of the Company since 10 <sup>th</sup> May, 2023 for a period of 5 (Five) consecutive years.
	With in-depth knowledge and wide experience of 7 years, Ms. Mallika Mukesh Gupta has been very instrumental in executing the strategy of converting the Company into total solution provider for Lighting industry.
	Ms. Mallika Mukesh Gupta has provided keen and commendable contribution to overall growth of the Company.
	Ms. Mallika Mukesh Gupta leadership skills and meticulous attention to execution, enabled the Company towards operational excellence, technological advancements, new product line up, and continuous innovation.
(5) Remuneration proposed	Rs 75,00,000 per annum
(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Ms. Mallika Mukesh Gupta, has been drawing remuneration in this range for the past several years, therefore, retaining her at this remuneration is imperative.
(7) Pecuniary relationship directly or	Ms. Mallika Mukesh Gupta is holding 7,82,400
indirectly with the company, or	Equity Shares in the Company i.e. 7.62 % of the
relationship with the managerial personnel	1 0
or other director, if any.	2 ma op capital of the company.
or other director, if diff.	Ms. Mallika Mukesh Gupta is the Daughter of Ms. Vijaya Mukesh Gupta [Promoter] & Sister of Mr. Divyansh Mukesh Gupta [Director and Promoter] and Mr. Shubhang Mukesh Gupta [Promoter].
III. Other information:	-

	(1) Reasons of loss or inadequate profits	As the Company's focus is growth oriented, it is majorly incurring capital expenditures for its capacity expansion for coping up with the everincreasing customer demands.
	(2) Steps taken or proposed to be taken for improvement	
(3) Expected increase in productivity and profits in measurable terms		In view of the steps taken by the Company as stated above, the Company believes that there will be significant increase in productivity and profitability in the years to come.

Ms. Mallika Mukesh Gupta being interested in the resolution set out in item no. 6. Ms. Vijaya Mukesh Gupta being Mother of Ms. Mallika Mukesh Gupta and Mr. Divyansh Mukesh Gupta and Mr. Shubhang Mukesh Gupta being Brothers of Ms. Mallika Mukesh Gupta and their relatives may be deemed to be interested in the said resolution, to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel(s) of the Company or their relatives are in any way, concerned or interested either financially or otherwise, in the resolution set out in item no. 6.

The Company has disclosed all the related information and to the best of understanding of the Board of Directors, no other information and facts are required to be disclosed that may enable members to understand the meaning, scope, and implications of the items of business and to take decision thereon.

The Board of Directors of your Company recommends that the Special Resolution under Item No. 6 be passed in the interest of your Company.

For and on Behalf of the Board of Directors KUNDAN EDIFICE LIMITED

Sd/-

Divyansh Mukesh Gupta Chairman & Managing Director (DIN: 06846463)

**Date: 03/09/2025 Place: Vasai** 

#### "ANNEXURE - A"

DETAILS OF DIRECTOR SEEKING APPOINTMENT/RE-APPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING [PURSUANT TO REGULATION 36(3) OF SEBI (LISTING AND OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS-2 ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA]

Name of Director	Ms. Mallika Mukesh Gupta
DIN	07961410
Date of Birth	04/03/1996
Age	29 Years
Tenure of re – appointment	NA
Reason for re- appointment	Retire by Rotation
Brief resume & Nature of expertise in specific functional areas	She is associated with the Company since 2017. She holds a bachelor's degree in art from the University of Arts London.
Disclosure of relationship	Ms. Vijaya Mukesh Gupta – Mother Mr. Divyansh Mukesh Gupta – Brother Mr. Shubhang Mukesh Gupta – Brother
Names of listed entities in which the person also holds the directorship except Kundan Edifice Limited	N.A.
No. of Equity Shares held in the Company	7,82,400
Membership & Chairmanships of Committees of the Board	CSR Committee.

Note: Membership/Chairmanship in Committees including Kundan Edifice Limited has been considered.

For and on Behalf of the Board of Directors Kundan Edifice Limited

Sd/-

Mallika Mukesh Gupta Whole Time Director

DIN: 07961410

Date: 03/09/2025 Place: Vasai