KOTHARI
PRODUCTS LIMITED

NOTICE OF THE BOARD MEETING

TO ALL THE DIRECTORS

Dear Sir,

Notice is hereby given that a Meeting of the Board of Directors of the Company, bearing Serial No.3/2026-27 will be held on Thursday, 13th August, 2026 at 12:00 Noon at its Registered Office at Pan Parag House, 24/19, The Mall, Kanpur-208001 to transact the following businesses:

1. To grant leave of absence, as sought, to the Directors not attending the meeting, if any.
2. To confirm and sign the minutes of the last Board Meeting.
3. To take note of the Minutes of the Board Meetings of the Subsidiary Companies held after the last Board Meeting of the Company.
4. To take note of the minutes of the Stakeholders Committee Meeting held after the last Board Meeting.
5. To consider, approve and sign the Un-audited Standalone & Consolidated Financial Results for the quarter ended on 30th June, 2026.
6. To take note of the SEBI Compliance Reports for the quarter ended on 30th June, 2026.
7. To ratify the investment made with M/s.Hinduja Leyland Finance Ltd.
8. To ratify the additional ICD granted of Rs.10 Crores and to authorize Sri Deepak Kothari, Chairman & Managing Director & Sri Mitesh Kothari, Executive Director severally to grant additional ICD limit upto such maximum amount and on such terms & conditions as may be approved by the Board to M/s.J.P. Infra Realty Pvt. Ltd.
9. To authorize Sri Deepak Kothari, Chairman & Managing Director & Sri Mitesh Kothari, Executive Director to borrow money on behalf of the Company upto such maximum amount as may be approved by the Board.
10. To consider any other item with the permission of the Chair.

The detailed notes on the aforesaid Agenda items are enclosed herewith for your reference.

You are requested to kindly make it convenient to attend the meeting.

For Kothari Products Limited

(Raj Kumar Gupta)
CS & Compliance Officer

Date: 5th August, 2026
Place: Kanpur

Encls: as above

Regd. Off.: "Pan Parag House", 24/19, The Mall, Kanpur - 208 001 (INDIA)
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CIN No. : L 16008 UP 1983 PLC 006254

KOTHARI
PRODUCTS LIMITED

NOTES ON AGENDA OF THE MEETING OF THE BOARD OF DIRECTORS OF THE COMPANY TO BE HELD ON 13th AUGUST, 2026

1. **ITEM NO.1:** Section 167 of The Companies Act, 2013, stipulates that if a Director absents himself/herself from all the Board Meetings of the Company held in a period of 12 months from the last Board Meeting attended by him/her, either with or without seeking leave of absence of the Board, then he/she shall automatically vacate his/her office of Director in the Company. Hence, you are advised to ensure that if you are not able to attend the Board meeting you must seek leave of absence from the Board and simultaneously also ensure that you attend at least one of the Board Meetings of the Company held in a period of 12 months from the last meeting attended by you. Hence, Item No.1 of the Notice.

2. **ITEM NOS.2, 3 & 4:** As per provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is mandatory for the Company to place before the Board Meeting the minutes of the last Board meeting and minutes of the Committee Meetings held between the last Board meeting and this meeting and minutes of the Board meetings of the subsidiary companies, if any, held after the last Board meeting of the Company. Hence, the Item Nos.2, 3 & 4 of the Notice.

3. **ITEM NO.5:** Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Un-audited Standalone & Consolidated Financial Results for the quarter ended on 30th June, 2026 are required to be placed before the Board of Directors for their approval. These results are also to be informed to the stock exchanges and the same are also required to be published in newspapers. Hence, Item No.5 of the Notice.

4. **ITEM NO.6:** Pursuant to the provisions of SEBI Regulations the SEBI Quarterly/Yearly Compliance Reports are to be placed before the Board of Directors for its information and noting. Hence, Item No.6 of the Notice.

5. **ITEM NO.7:** In this item investment made by the Company with M/s. Hinduja Leyland Finance Ltd. of Rs.2.10 Cr. is proposed to be placed before the Board of Directors for its ratification. Hence Item No.7 of the Notice.

6. **ITEM NO.8:** In this item the Company had granted an additional ICD of Rs.10 Crores to M/s.J.P.Infra Realty Pvt. Ltd. which is proposed to be placed before the Board of Directors for its ratification. Further, it is also proposed to authorize Sri Deepak Kothari, Chairman & Managing Director & Sri Mitesh Kothari, Executive Director severally to grant additional ICD to the aforesaid M/.s. J.P Infra Realty Pvt. Ltd. upto such maximum amount on such terms & conditions as may be approved by the Board. Hence Item No.8 of the Notice.

7. **ITEM NO.9:** In this item it is proposed to authorize severally Sri Deepak Kothari, Chairman & Managing Director & Sri Mitesh Kothari, Executive Director of the Company to borrow money, on behalf of the Company, upto such amount & on such terms as may be thought fit by the Board. Hence Item No.9 of the Notice.

8. **ITEM NO.10:** In this item if any Director wants to propose any item before the Board other than those mentioned above for consideration then the same can be proposed with the permission of the Chair. Hence, Item No.10 of the Notice.

For Kothari Products Limited

Date: 5th August, 2026
Place: Kanpur

(Raj Kumar Gupta)
CS & Compliance Officer

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