KPT®
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KPT Industries **Ltd.**
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KPT POWER TOOLS
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KPT/SECR/STEX/26-27 www.listing.bseindia.com 08th August, 2026

BSE Limited
Corporate Relationship Department
2nd Floor, New Trading Ring,
P.J. Towers, Dalal Street.
MUMBAI 400 001

Dear Sir,

Pursuant to Regulation 30, Schedule III Part-A (A-13) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith Minutes of the 50th Annual General Meeting of the Company held on Saturday, 08th August, 2026.

This is for your information and records.

Thanking you,

Yours faithfully,
For **KPT** Industries **LTD.**,

KPT Industries Ltd. INDIA SHIROL

Aishwarya Toraskar
COMPANY SECRETARY & COMPLIANCE OFFICER

Encl: - a/a..

MINUTES OF THE 50th ANNUAL GENERAL MEETING OF KPT INDUSTRIES LIMITED., HELD AT THE REGISTERED OFFICE OF THE COMPANY AT GAT No.320, MOUJE AGAR, A/P & TALUKA : SHIROL- 416 103, DIST.KOLHAPUR, ON THURSDAY, THE 8th AUGUST, 2026, AT 10:00 A.M.

The following Directors were present:

1. **Mrs.Prabha Kulkarni - Chairperson**
2. **Dr. Shishir Gosavi - Independent Director**
3. **Mr.Dilip Kulkarni - Managing Director**
4. **Mr. Sanjay Buch - Independent Director**
5. **Dr. Ketan Pai - Director**
6. **Mr.Arjun Gadre - Independent Director**
7. **Dr.Nitin Pai - Director**

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Mrs.Prabha Kulkarni, Chairperson, occupied the Chair and the Meeting started at 10:00 a.m.

At the outset, the Chairperson of the meeting welcomed the members and appreciated their attendance for the AGM, by sparing their time.

She, then declared that 22 Members were present in person, 5 Proxy and 4 Authorized Representatives each of KPT Employees Welfare Trust, Suvina Engineers Pvt.Ltd., Prakash Kulkarni Endowment Trust and Prabha Kulkarni Endowment Trust, were present.

The required quorum for the meeting was completed.

The Chairperson informed that Dr.Shishir Gosavi, an Independent Director, who is Chairman of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee, is also present for the 50th Annual General Meeting of the Company.

Mr.Akshay Kotkar, Statutory Auditor, was also present.

The necessary statutory registers and documents required to be kept available for inspection by members, were kept open and were accessible throughout the meeting.

The Notice convening the Annual General Meeting was taken as read.

Mrs.Prabha Kulkarni, the Chairperson, then delivered the Speech to the Shareholders. She paid a profound tribute to her late husband and the Founder of the Company, **Mr.Prakash Kulkarni**, **Executive Chairman**, who passed away on **3rd January, 2026**.

The Chairperson stated that, as the Founder and Promoter, Mr. Kulkarni was the visionary force behind the establishment of the Company and devoted himself tirelessly to nurturing it from its very inception. Having served the Company with exceptional dedication and distinction since its founding, his leadership, values, and unwavering commitment have become an integral part of the Company's legacy. His invaluable contributions will always be remembered with deep respect and gratitude. The Company remains steadfast in its commitment to upholding his vision and carrying forward the mission that he so passionately championed.

The Chairperson further observed that the current year marks the Company's **Golden Jubilee**, a significant milestone in its journey. On this memorable occasion, she also fondly remembered and paid tribute to the former Directors who are no longer with us, acknowledging their invaluable guidance, dedication, and contributions to the Company's growth and success over the years. She expressed that the strong foundation laid by them continues to inspire the Company in its ongoing journey. The progress achieved today stands as a lasting testament to their collective vision, dedication, and unwavering commitment.

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The Directors' Report, Auditor's Report and Financial Statements as circulated to all the Shareholders were taken as read.

The Chairperson then invited the members to offer comments or to ask questions on the Annual Accounts, if any. Some shareholders called for explanation on few items in the report. The Chairperson replied the same, satisfactorily.

The Scrutiniser briefed the Shareholders the procedure of voting on the resolutions during the meeting by using Ballot Forms. The Members who were present in the meeting and did not cast their votes electronically, voted to the resolutions accordingly.

The Chairperson then requested the Scrutinizer, Ms.Nidhi Shree J, Practising Company Secretary, Partner of M/s.V.Sreedharan & Associates, to scrutinize the voting done by the Shareholders, Authorised Persons through Ballot Papers and e-voting to all the Resolutions and to submit his report to Chairperson within 48 hours from the time of the Annual General Meeting held.

The Chairperson thanked all the Shareholders for their presence in the meeting.

The Meeting concluded at 10:30a.m., with a vote of thanks to the Chair and the Shareholders by Mr.Dilip Kulkarni, Managing Director.

The Scrutinizer unblocked the e-voting process at 11:08 a.m. and submitted his report to the Chairperson at 02:30 p.m. The Chairperson noted the details of E-voting and Ballot Papers voting and advised to submit and upload the result with BSE as well as on the website of the Company, respectively.

The following resolutions were passed by the members as per the report of the Scrutinizer:

1] Receive, consider & adopt the Audited Financial Statements for the year ended on 31st March, 2026 and the Board's and Auditor's Reports, thereon.

13 Members holding 10,21,512 shares assented through e-voting process and 23 Members holding 3,62,961 shares assented through ballot process.

2 Member dissented through e-voting holding 27 shares.

Thereafter, the following resolution was declared as passed by majority, as an Ordinary Resolution:

"**RESOLVED THAT** the Audited Financial Statements for the year ended on 31st March, 2026 and the Board's and Auditor's Reports, thereon, be and are hereby adopted."

2] Declare dividend for the financial year ended on 31st March, 2026.

13 Members holding 10,21,512 shares assented through e-voting process and 23 Members holding 3,62,961 shares assented through ballot process.

2 Member dissented through e-voting holding 27 shares.

Thereafter, the following resolution was declared as passed by majority, as an Ordinary Resolution:

"**RESOLVED THAT** the dividend as recommended by the Board of Directors for the year ended on 31st March, 2026, at the rate of 60% i.e.Rs.3.00 per Equity Share of Rs.5/- each of the Company, be and is hereby declared and that the same be paid to those shareholders whose names appear on the Register of Members as on 31st July, 2026."

3] **Appoint a Director in place of Mr. Dilip Kulkarni, Director (DIN: 00184727), who retires by rotation and, being eligible, seeks reappointment.**

13 Members holding 10,21,512 shares assented through e-voting process and 23 Members holding 3,62,961 shares assented through ballot process.

2 Member dissented through e-voting holding 27 shares.

Thereafter, the following resolution was declared as passed by majority, as an Ordinary Resolution:

"**RESOLVED THAT** Mr.Dilip Kulkarni, Director (DIN: 00184727), retiring by rotation and who has offered himself for reappointment, be and is hereby re-appointed as a Director of the Company."

4] **Appoint a Director in place of Mrs. Prabha Kulkarni, Director (DIN: 00053598), who retires by rotation and, being eligible, seeks reappointment.**

13 Members holding 10,21,512 shares assented through e-voting process and 23 Members holding 3,62,961 shares assented through ballot process.

2 Member dissented through e-voting holding 27 shares.

Thereafter, the following resolution was declared as passed by majority, as an Ordinary Resolution:

"**RESOLVED THAT Mrs**.Prabha Kulkarni (DIN : 00053598), retiring by rotation and who has offered herself for re-appointment, be and is hereby re-appointed as a Director of the Company."

5] **Approve the revision in the Commission of Mr.Dilip Kulkarni, Managing Director, for the remaining 1 year period of his tenure as a Managing Director i.e. from 1st April, 2026 to 31st March, 2027**

13 Members holding 10,21,512 shares assented through e-voting process and 23 Members holding 3,62,961 shares assented through ballot process.

2 Member dissented through e-voting holding 27 shares.

Thereafter, the following resolution was declared as passed by majority, as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V thereto (including any statutory modification(s) or re-enactment thereof for the time being in force),pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to such approvals as may be necessary, the consent of the shareholders be and is hereby accorded to revise the commission payable to Mr. Dilip Kulkarni (DIN: 00184727), Managing Director of the Company, from the existing 4% to 10% of the net profits of the Company, computed in accordance with the provisions of Section 198 of the Companies Act, 2013.

"**RESOLVED FURTHER THAT** except for the aforesaid revision in the percentage of commission, all other terms and conditions of his reappointment as Managing Director as approved earlier by the Members, shall remain unchanged and continue to be in full force and effect.

RESOLVED FURTHER THAT the revised commission shall be effective from1st April, 2026, and shall be subject to the overall limits prescribed under Section 197 of the Companies Act, 2013 read with Schedule V thereof.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, the remuneration payable to the Managing Director shall be governed by the provisions of Schedule V of the Companies Act, 2013, as amended from time to time i.e. Rs. 84.00 lacs, per annum, with a maximum ceiling, as per Section II of Part II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT consent of the shareholders be and is hereby accorded to the draft supplementary agreement to be entered into with Mr.Dilip Kulkarni, containing terms and conditions, including remuneration, as placed before the meeting, with a liberty to the Board of Directors to alter and vary the terms and conditions with any revised terms and conditions as may be prescribed under the provisions of Sections 196 and 197 along with Section II of Part II of Schedule V of the Companies Act, 2013, or any modification(s) thereto, as may be agreed to, between the Board of Directors and Mr. Dilip Kulkarni.

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

6] <u>Reappoint Mr.Sanjay Ramakant Buch (DIN: 00391436), as an Independent Director of the Company.</u>

13 Members holding 10,21,512 shares assented through e-voting process and
23 Members holding 3,62,961 shares assented through ballot process.

2 Member dissented through e-voting holding 27 shares.

Thereafter, the following resolution was declared as passed by majority, as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Rules made thereunder, read with applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and based on the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. Sanjay Ramakant Buch (DIN: 00391436), Independent Director of the Company, who has submitted a declaration confirming that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and who is eligible for reappointment, be and is hereby reappointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years with effect from 1st April, 2027 up to 31st March, 2032.

RESOLVED FURTHER THAT the said reappointment shall be upon such remuneration by way of sitting fees, commission and reimbursement of expenses, as may be determined by the Board of Directors from time to time, within the limits prescribed under the Companies Act, 2013 and SEBI Listing Regulations.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to take all such steps, actions and to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

7] **Reappoint Mr.Niraj Shishir Shirgaokar (DIN: 00254525), as an Independent Director of the Company.**

13 Members holding 10,21,512 shares assented through e-voting process and 23 Members holding 3,62,961 shares assented through ballot process.

2 Member dissented through e-voting holding 27 shares.

Thereafter, the following resolution was declared as passed by majority, as a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Rules made thereunder, read with applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and based on the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. Niraj Shishir Shirgaokar (DIN: 00254525), Independent Director of the Company, who has submitted a declaration confirming that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and who is eligible for reappointment, be and is hereby reappointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years with effect from 1st April, 2027 up to 31st March, 2032.

RESOLVED FURTHER THAT the said reappointment shall be upon such remuneration by way of sitting fees, commission and reimbursement of expenses, as may be determined by the Board of Directors from time to time, within the limits prescribed under the Companies Act, 2013 and SEBI Listing Regulations.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to take all such steps, actions and to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

8] **Reappoint Ms.Rama Sanjay Kirloskar (DIN: 07474724), as an Independent Director of the Company:**

13 Members holding 10,21,512 shares assented through e-voting process and 23 Members holding 3,62,961 shares assented through ballot process.

2 Member dissented through e-voting holding 27 shares.

Thereafter, the following resolution was declared as passed by majority, as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Rules made thereunder, read with applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and based on the recommendation of the Nomination & Remuneration Committee and of the Board of Directors, Ms. Rama Sanjay Kirloskar (DIN: 07474724), Independent Director of the Company, who has submitted a declaration confirming that she meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and who is eligible for reappointment, be and is hereby reappointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years with effect from 1st April, 2027 up to 31st March, 2032.

RESOLVED FURTHER THAT the said reappointment shall be upon such remuneration by way of sitting fees, commission and reimbursement of expenses, as may be determined by the Board of Directors from time to time, within the limits prescribed under the Companies Act, 2013 and SEBI Listing Regulations.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to take all such steps, actions and to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

9] **Appoint Dr. Nitin Vikas Pai (DIN: 08638303) as Non-Executive Director of the Company.**

13 Members holding 10,21,512 shares assented through e-voting process and
23 Members holding 3,62,961 shares assented through ballot process.

2 Member dissented through e-voting holding 27 shares.

Thereafter, the following resolution was declared as passed by majority, as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Dr. Nitin Vikas Pai (DIN: 08638303), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 29-05-2026 and who holds office up to the date of this General Meeting pursuant to Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT Mr. Dilip Kulkarni, (DIN: 00184727) Managing Director, and/or Ms. Aishwarya Toraskar (M No. A54931) the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things and to file all necessary forms, returns and documents with the Registrar of Companies and other authorities as may be required to give effect to this resolution."

10] **Ratify the remuneration of Cost Auditor of the Company for the financial year 2026-27.**

13 Members holding 10,21,512 shares assented through e-voting process and
23 Members holding 3,62,961 shares assented through ballot process.

2 Member dissented through e-voting holding 27 shares.

Thereafter, the following resolution was declared as passed by majority, as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148(3) read with Rule 14 of Companies (Audit and Auditors) Rules, 2014, of the Companies Act, 2013, and other applicable provisions of the Companies Act, 2013, read with rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s R. C. K & Co. Cost Accountants, Pune, having Firm Registration No. 002587, the Cost Auditors appointed by the Board of Directors of the Company, on the recommendation of the Audit Committee, as Cost Auditors of the Company, to conduct the audit of the cost records maintained by the Company, as prescribed under the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, for the Financial year 2026- 27, on such remuneration as may be mutually agreed between M/s R. C. K & Co. Cost Accountants, Pune and Mr. Dilip Kulkarni, Managing Director (DIN: 00184727) of the Company, be and is hereby ratified/approved by the Members of the Company."

"RESOLVED FURTHER THAT Mr. Dilip Kulkarni (DIN: 00184727), Managing Director of the Company, be and is hereby authorized to do all acts and take all such steps as may be necessary, or expedient to give effect to this resolution."
Thereafter, the following resolution was declared as passed by majority, as a Special Resolution:

Thereafter, scrutinizer provided their consolidated scrutinizer's report on remote e-voting and ballot process conducted at the Annual General Meeting. All the 10 (Ten) resolutions were passed with requisite majority.

Prabha Kulkarni

KPT Industries Ltd. INDIA * SHIROL *

Mrs. Prabha Kulkarni
<u>Chairperson</u>

Signed on: 08-08-2026
Place : Shirol-416103, Dist.Kolhapur

<u>Date of Entry in Minutes Book:</u> 08-08-2026