

Date: July 18, 2025

To,
The Senior General Manager,
(Listing Compliance Manager)
BSE Limited
24th Floor, P.J. Towers,
Dalal Street, Fort,
Mumbai – 400 001
Scrip Code: 506528

Subject: Notice convening the 48th Annual General Meeting of the Company

Reference: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Respected Sir/Madam,

We hereby inform that the 48th Annual General Meeting of the Company is scheduled to be held on Monday, August 11, 2025, at 03.00 P.M. physically at **Taj Residency, M.G. Road, Bengaluru.**

A copy of the Notice convening the 48th Annual General Meeting is attached herewith.

Kindly take the above on your records. Thanking you.

For Keltech Energies Limited

P Prabhudeva
Chief Financial Officer

WE THINK GLOBAL

KELTECH ENERGIES LIMITED

CIN : L30007KA1977PLC031660

Registered Office: Embassy Icon, 7th Floor, No 3, Infantry Road, Bangalore 560001, India
Tel: +91 80 222 57900 / 222 51451 email: info@keltechenergies.com
www.keltechenergies.com



KELTECH ENERGIES LIMITED

48TH ANNUAL REPORT AND ACCOUNTS

FY 2024 – 2025

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BOARD OF DIRECTORS

Name	DIN	Designation
Mr. Vijay Vishwasrao Chowgule	00018903	Non-Executive Director and Chairperson
Mr. Santosh Laxmanrao Chowgule	00097736	Executive Director and Vice-Chairperson
Mr. Mahesh Vijay Wataney	09631354	Managing Director
Mr. Vijay NayakPangal (From 05/11/2024)	09631263	Non-Executive – Independent Director
Mr. Deepak Balkrishna Jadhav	10221697	Non-Executive – Independent Director
Mrs. Janhavi Rajeev Apte Kothari (From 15/07/2024)	00003673	Non-Executive – Independent Director
Mr. Satish Vasant Ghatge (From 14/07/2025)	00329266	Non-Executive – Independent Director
Mr. Vasudev Narayan Tumbe (From 14/07/2025)	10667983	Non-Executive – Independent Director

KEY MANAGERIAL PERSONNELS

Name	Designation
Mr. Prabhudev P	Chief Financial Officer
Ms. Rachana Kanhaiyalal Salawat	Company Secretary and Compliance Officer

AUDITORS

STATUTORY AUDITOR	CNK & Associates LLP Chartered Accountants Address: 501-502, Narian Chambers, M.G. Road, Vile Parle (E), Mumbai – 400 057
SECRETARIAL AUDITOR	Sharvari Kulkarni and Associates Practicing Company Secretaries Address: #108, 4th Cross, LalBahadurShastri Nagar, 11th Block Further Extension Anjanapura, Bengaluru – 560 083
COST AUDITOR	Vikas Vinayak Deodhar Cost Accountant Address: 2503, Shreeji Heights, T.H. Kataria Marg, Opp. Ganga Vihar Hotel, Matunga (W), Mumbai – 400 016
INTERNAL AUDITOR	M/s. Kumar & Jayakrishnan Chartered Accountants Address: 2nd Floor, Padmaraj Complex, Gaddigodam, Kamptee Road, Nagpur – 440 001 M/s. B.P. Rao & Company Chartered Accountants Address: No. 29/1, Race Course Road, High Grounds, Bangalore – 560 001

KELTECH ENERGIES LIMITED

REGISTRAR AND SHARE TRANSFER AGENT (RTA)

Integrated Registry Management Services Private Limited

Bangalore office: No. 30, Ramanna Residency, 4th Cross Sampige Road, Bangalore-560003, Phone No:- 080-23460815, e-mail: irg@integratedindia.in

REGISTERED OFFICE

'Embassy Icon', 7thFloor, No. 3, Infantry Road, Bengaluru – 560 001

UNITS

Name of the Unit	Address
Vishwasnagar	Vishwasnagar – 574 108, Karkala Taluk, Udupi District, Karnataka State
Garamsur	Village Garamsur, P.O. Dudhala – 441 103, Katol Tehsil, Nagpur District, Maharashtra State
Chandrapur	Plot No.B-25/1, M.I.D.C. Industrial Area, Chandrapur – 442 406, Maharashtra State
Bacheli	Akashnagar, Deposit 05 & 10, Bacheli, (Bailadila)-494 553, District Dantewada, Chattishgarh
Koraput	Sy.No.590, Boriguma Road, Mouza Mangara, District Koraput, Orissa – 764 020.
Donimalai	Sy.No.14/B, Donimalai (Narsingapura), Sandur Taluk, Bellary District, Karnataka – 583 118
Mangampet	Sy.No.69/1, Obulavaripalli Village, Mangampet – 516 106, Cudapah District, Andhra Pradesh.
Ramagundam	No.363, Mustyala Village P.O. Godavarikhani – 505 209, District Karimnagar, Telangana
Manuguru	No.1-1-20, Sub Station Road, T.D.P. Center, Bhandarigudem Manuguru-507 117, District Khammam, Telangana
Korba	P.O. Hardi Bazaar-495446, Hardi Murli Road, Tehseel Pali, District Korba, Chattishgarh
Waidhan	Plot:S-3 & S-4, Udyog Deep Industrial Area Waidhan – 486 886, District Singrauli, M.P.
Anuppur	Khasara 381, 382 & 383, Jamudi Gram - 484 224, District Anuppur, M.P.

NOTICE OF 48TH ANNUAL GENERAL MEETING

Notice is hereby given that the FORTY-EIGHTH (48TH) ANNUAL GENERAL MEETING of the Members of **KELTECH ENERGIES LIMITED** will be held on Monday, **August 11th 2025** at Taj Residency, M.G. Road, Bengaluru, 3.00 pm to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2025, Statement of Profit and Loss (including other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statement for the Financial Year ended on 31st March 2025, together with the Reports of the Directors and Auditors thereon and, in this regard, to consider and, if thought fit, pass the following resolution as Ordinary Resolution:

“RESOLVED THAT Audited Balance Sheet of the Company as at 31st March 2025, Statement of Profit and Loss, (including other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statement for the Financial Year ended on 31st March 2025 together with the Reports of the Directors and Auditors there on, be and are hereby received, approved, and adopted by the Members of the Company.”

2. To declare and approve Final Dividend for the Financial Year ended 31st March 2025, and, in this regard, to consider and, if thought fit, to pass the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the recommendation of the Board of Directors, final dividend at the rate of Rs. 1.50 on the Paid-up Equity Share Capital of the Company for the Financial Year ended 31st March 2025, be and is hereby declared out of the current year’s profit of the Company and that the same be paid to those shareholders whose names appear in the Company’s Register of Members as on the record date being Monday, August 04, 2025.”

3. To appoint a Director in place of Mr. Santosh Laxmanrao Chowgule (DIN: 00097736), Executive Director and Vice-Chairperson, who retires by rotation and being eligible offers himself for re-appointment and, in this regard, to consider and, if thought fit, to pass the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to Section 152 of the Companies Act, 2013 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions thereof and relevant provisions of Articles of Association the Company, the consent of the Members be and is hereby accorded for appointment of Mr. Santosh Laxmanrao Chowgule (DIN: 00097736), Executive Director and Vice-Chairperson of the Company, who retires by rotation and being eligible offers himself for re-appointment.”

SPECIAL BUSINESS:

4. To appoint Cost Auditors and fix their remuneration and to consider and, if thought fit, to pass, with or without modifications, the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to Section 148 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit & Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Shri. Vikas Vinayak Deodhar, Practicing Cost Accountant, Membership No. 3813, appointed by the Board of Directors of the Company as Cost Auditor to conduct the audit of the cost records for the Financial Year 2025-26 at its meeting held on May 23, 2025, and the said appointment be and is hereby ratified and shall be paid a remuneration of Rs.60,000/- (Rupees Sixty Thousand Only).”

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

5. To Appointment of Ms Sharvari Sham Kulkarni Prop. Of M/s SharvariKulkarni and Associates, Practicing Company Secretaries as Secretarial Auditors for conducting Secretarial Audit of the Company for a period of five consecutive years commencing from FY 2025-26 till FY 2029-30.

“RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure

Requirements) Regulations, 2015, as amended, and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, consent of the Company be and is hereby accorded for appointment of Ms Sharvari Sham Kulkarni Prop. of M/s Sharvari Kulkarni and Associates, Practicing Company Secretaries, (Sole proprietorship Number: S2025KR1021100, M No: 55902) as the Secretarial Auditor of the Company for a period of five (5) consecutive financial years, commencing on April 01, 2025, until March 31, 2030, to conduct a Secretarial Audit of the Company and to furnish the Secretarial Audit Report.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to fix the annual remuneration plus applicable taxes and out-of-pocket expenses payable to them during their tenure as the Secretarial Auditors of the Company, as determined by the Audit Committee in consultation with the said Secretarial Auditors”.

“RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to take such steps and do all such acts, deeds, matters, and things as may be considered necessary, proper, and expedient to give effect to this Resolution”.

6. To consider and approve the appointment of Mr. Satish Vasant Ghatge (DIN:00329266) as Non-Executive – Independent Director and, if thought fit, to pass, with or without modifications, the following resolution as Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 149(6), 152, read with Schedule IV of the Companies Act, 2013 and Rule 4, 5, and 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulations 16(1)(b), 17 and 25(2A) of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions thereof and relevant provisions of Articles of Association the Company, the consent of the Members be and is hereby accorded for appointment of Mr. Satish Vasant Ghatge (DIN:00329266) as Non-Executive – Independent Director on the Board of the Company for a term of five consecutive years with effect from July 14, 2025 till July 13, 2030., whose term shall not be subject to retirement by rotation.”

“RESOLVED FURTHER THAT Mr. Satish Vasant Ghatge (DIN:00329266) has submitted a declaration that he meets the criteria of Independence as provided in section 149(6) of the Act & Regulation 16(1)(b)(ii) to (viii) of SEBI (Listing Obligations & Disclosure Requirement 2015”.

“RESOLVED FURTHER THAT an Appointment Letter detailing the Terms and Conditions be issued to Mr. Satish Vasant Ghatge (DIN:00329266) which shall be signed by Mr. Vijay V Chowgule, Non-Executive Director and Chairperson.”

“RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and are hereby severally authorized to sign and file necessary Forms and Documents with the Regulatory Authorities to take such steps, as may be required, for obtaining necessary approvals, if any, and further to do all such acts, deeds, and things as may be necessary to give effect to this resolution.”

7. To consider and approve the appointment of Mr. Vasudev Narayan Tumbe (DIN:10667983) as Non-Executive – Independent Director and, if thought fit, to pass, with or without modifications, the following resolution as Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 149(6), 152, read with Schedule IV of the Companies Act, 2013 and Rule 4, 5, and 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulations 16(1)(b), 17 and 25(2A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions thereof and relevant provisions of Articles of Association the Company, the consent of the Members be and is hereby accorded for appointment of Mr.Vasudev Narayan Tumbe (DIN:10667983) as Non-Executive – Independent Director on the Board of the Company for a term of five consecutive years with effect from July 14, 2025 till July 13, 2030, whose term shall not be subject to retirement by rotation.”

“RESOLVED FURTHER THAT Mr. Vasudev Narayan Tumbe (DIN:10667983) has submitted a declaration that he meets the criteria of Independence as provided in section 149(6) of the Act & Regulation 16(1)(b)(ii) to (viii) of SEBI (Listing Obligations & Disclosure Requirement 2015”.

“RESOLVED FURTHER THAT an Appointment Letter detailing the Terms and Conditions be issued to Mr. Vasudev Narayan Tumbe (DIN: 10667983) which shall be signed by Mr. Vijay V Chowgule, Non-Executive Director and Chairperson.”

“RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and are hereby severally authorized to sign and file necessary Forms and Documents with the Regulatory Authorities to take such steps, as may be required, for obtaining necessary approvals, if any, and further to do all such acts, deeds, and things as may be necessary to give effect to this resolution.”

8. To appoint a Director in place of Mr. Vijay Vishwasrao Chowgule (DIN: 00018903), Non-Executive–Non- Independent Director, who retires by rotation and being eligible offers himself for re-appointment and, in this regard, to consider and, if thought fit, to pass, with or without modifications, the following resolution as Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions thereof and relevant provisions of Articles of Association the Company and with reference to resolution passed by the Members in its Annual General Meeting, the consent of the Members be and is hereby accorded for appointment of Mr. Vijay Vishwasrao Chowgule (DIN: 00018903), Non-Executive – Non-Independent Director of the Company, who retires by rotation and being eligible offers himself for re-appointment.”

“RESOLVED FURTHER THAT Mr. Vijay Vishwasrao Chowgule (DIN: 00018903), Non-Executive – Non-Independent Director of the Company, shall be liable to retire by rotation with prospective effect in accordance with the applicable provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, and that any resolution earlier passed by the members shall not be binding.”

9. To consider and approve the Managerial Remuneration to be paid to Mr. Santosh Laxmanrao Chowgule (DIN: 00097736), Executive Director and Vice-Chairperson of the Company and, if thought fit, to pass, with or without modifications, the following resolution as Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 152, 188, 196, 197, 203 read with Schedule V of the Companies Act, 2013 and applicable Rules made thereunder and Regulations 17 and 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions thereof and relevant provisions of Articles of Association the Company and as per recommendation of the Board of Directors, the consent of the Members be and is hereby accorded for Managerial Remuneration paid to Mr. Santosh Laxmanrao Chowgule (DIN: 00097736), Executive Director and Vice-Chairperson of the Company, as under:

Sr. No.	Particulars	Amount (in Rs.) (Per Annum) (with prospective effect)
1	Basic Salary	Rs. 1,20,00,000
2	Reimbursement of Watchman, Sweeper and Gardener Charges	Rs. 1,44,000
3	Company's Contribution to Provident Fund	Rs. 14,40,000
4	Special Allowance	Rs. 8,40,000
5	Leave Travel Allowance (LTA)	Rs. 60,000
6	Medical Reimbursement	Rs. 96,000
7	Superannuation Fund @ 15%	Rs. 18,00,000
8	Gratuity @4.80%	Rs. 5,76,000
9	Electricity Charges	on actual basis
10	Petrol reimbursement of Car	on actual basis
11	Telephone Reimbursement- One Mobile and One Landline Phone Charges	on actual basis
12	Club Facilities - Upto 2 Clubs	on actual basis
	Total :- (Per Annum)	Rs. 1,69,56,000/-

KELTECH ENERGIES LIMITED

“**RESOLVED FURTHER THAT**, the Board has decided to continue with the same remuneration structure for Mr. Santosh Laxmanrao Chowgule (DIN: 00097736), Executive Director and Vice-Chairperson as approved for the previous financial year.”

“**RESOLVED FURTHER THAT** the above Managerial Remuneration, being exceeding the limit prescribed under Section 195, 197 and other applicable Sections read with Schedule V of the Companies Act, 2013, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such other provisions as may be applicable to the Company, be and is hereby approved by the Members by way of Special Resolution.”

“**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any financial year during the tenure of Mr. Santosh Laxmanrao Chowgule as Executive Director and Executive Vice-Chairperson, shall be paid remuneration by way of salary and perquisites as set out above, as minimum remuneration, subject to restrictions, if any, set out in Section 197 and Schedule V to the Companies Act, 2013, from time to time.”

“**RESOLVED FURTHER THAT** the Managerial Remuneration of Mr. Santosh Laxmanrao Chowgule shall be reviewed by the Nomination and Remuneration Committee, Audit Committee and Board of Directors on Year-on-Year basis and any modifications shall be recommended and approved by the Board of Directors and shall be final subject to the approval of members of the Company in the General Meeting of the Company.”

“**RESOLVED FURTHER THAT** any director(s) of the Company be and is hereby authorized to file necessary Forms and Documents with the Regulatory Authorities and to do all such acts and deeds as may be deemed necessary to give effect to the above resolution.”

10. To consider and approve the Managerial Remuneration to be paid to Mr. Mahesh Vijay Wataney (DIN: 09631354), Managing Director of the Company and if thought fit, to pass, with or without modifications, the following resolution as Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 152, 188, 196, 197, 203 read with Schedule V of the Companies Act, 2013 and applicable Rules made thereunder and Regulations 17 and 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions thereof and relevant provisions of Articles of Association the Company and as per recommendation of the Board of Directors, the consent of the Members be and is hereby accorded for revision in the Managerial Remuneration paid to Mr. Mahesh Vijay Wataney (DIN: 09631354), Managing Director of the Company, as under:

Sr. No.	Particulars	Amount (in Rs.) - Per Annum (with prospective effect)
1	Basic Salary	Rs. 57,00,000
2	HRA (25% of Basic)	Rs. 14,25,000
3	Special Allowance	Rs. 1,03,20,000
4	Conveyance Reimbursement	Rs. 4,80,000
5	Company's Contribution to Provident Fund	Rs. 6,84,000
6	Leave Travel Allowance (LTA)	Rs. 3,00,000
7	Annual / Performance Bonus	Rs. 49,75,000
8	Gratuity @4.80%	Rs. 2,73,600
	Total :- (Per Annum)	Rs. 2,41,57,600/-

“**RESOLVED FURTHER THAT** the above Managerial Remuneration, being exceeding the limit prescribed under Section 195, 197 and other applicable Sections read with Schedule V of the Companies Act, 2013, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such other provisions as may be applicable to the Company, be and is hereby approved by the Members by way of Special Resolution.”

“**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any financial year during the tenure of Mr. Mahesh Vijay Wataney as Managing Director, shall be paid remuneration by way of salary and perquisites as set out above, as minimum remuneration, subject to restrictions, if any, set out in Section 197 and Schedule V to the Companies Act, 2013, from time to time.”

“**RESOLVED FURTHER THAT** any director(s) of the Company be and is hereby authorized to file necessary Forms and Documents with the Regulatory Authorities and to do all such acts and deeds as may be deemed necessary to give effect to the above resolution.”

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself/themselves and the proxy need not be a member of the company. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the company. Member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder. Proxies in order to be effective must be deposited at the registered office of the company, duly completed and signed not less than 48 (forty eight) hours before the annual general meeting. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.
2. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days' written notice is given to the Company.
3. If a Proxy is appointed for more than fifty(50) Members, he/she shall choose any fifty(50) Members and confirm the same to the Company before the commencement of period specified for inspection of proxy lodgement. In case the Proxy fails to do so, the Company shall consider only the first fifty proxies received as valid.
4. An instrument of Proxy duly filled, stamped, and signed is valid only for this Annual General Meeting including any adjournment thereof.
5. Corporate/ Institutional Members are entitled to appoint authorized representatives to attend the AGM on their behalf and cast votes through remote e-voting or at the AGM. Corporate/Institutional Members intending to authorize their representatives to participate and vote at the Meeting are requested to send a certified copy of the Board Resolution / Authorization letter to the Company at compliance@keltechennergies.com, authorizing its representative(s) to attend and vote on their behalf at the Meeting, pursuant to Section 113 of the Act.
6. Members/Proxies/Representatives are requested to bring the attendance slip, annexed herewith, for attending the meeting, duly completed, and signed mentioning therein details of their DP ID and Client ID/ Folio No.
7. In case of joint holders attending the Meeting, only such a joint holder whose name appears as the first holder in the Register of Members will be entitled to vote at the Meeting.
8. To support this green initiative of the Government, in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to update with the Company or irg@integratedindia.in. RTA. The Annual Report of the Company circulated to the members of the Company, is available on the Company's website: www.keltechennergies.com.
9. Rule 3 of Companies (Management and Administration) Rules, 2014 (as amended) prescribes that Register of Members should include details pertaining to e-mail, PAN/CIN, UID, Occupation, Status and Nationality. We request all the Members of the Company to update the said details with their respective depository participants in case of shares held in electronic form and with the Company's Registrar and Transfer Agents in the case of physical holding.
10. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("Act"), in respect of the Special Business to be transacted at the Annual General Meeting ("AGM") is annexed hereto as "Annexure-I to the AGM Notice".

Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 05th August, 2025 to Monday, 11th August, 2025 (both days inclusive).
11. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has also extended e-voting facility, for its Members to enable them to cast their votes electronically on the proposed resolutions in this notice.

12. Pursuant to SEBI Circular No. SEBI/HO/CFD/ CMD/ CIR/P/2020/242 dated December 09, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/ retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ web sites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the e-voting service providers, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process. 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.
13. The resolutions as set out in this Notice are being conducted through e-voting. The said resolutions will not be decided by show of hands at the AGM. The members can opt for only one mode of voting i.e. either by remote e-voting or by electronic ballot at the meeting. The members who have cast their vote by remote e-voting are eligible to attend the AGM but shall not be entitled to cast their vote again. In case of any unforeseen technical failure or eventuality resulting into non- functionality of the electronic voting system at the meeting, members would be provided the ballot paper for casting their vote at the meeting.
14. The Company has fixed Monday, August 04, 2025, as the 'Record Date' for determining entitlement of members to final dividend, if declared at the AGM. If the final dividend, as recommended by the Board of Directors, is declared at 48th AGM, payment of such dividend subject to deduction of tax at source will be made by Monday, September 08, 2025.
15. Pursuant to the provisions of the Income Tax Act, 1961 ("the IT Act"), dividend income is taxable in the hands of the members and the Company is required to deduct tax at source ("TDS") from dividend paid to the members at rates prescribed in the IT Act. In general, to enable compliance with TDS requirements, members are requested to complete and/ or update their Residential Status, PAN, Category as per the IT Act with their Depository Participant(s) or in case shares are held in physical form, with the Company's Registrar and Share Transfer Agents, Integrated Registry Management Services Pvt. Ltd, by sending email at irg@integratedindia.in. For details, members may refer to the "Communication on TDS on Dividend Distribution" appended to this Notice of 48th AGM.
16. **ELECTRONIC CREDIT OF DIVIDEND** SEBI has made it mandatory for all companies to use the bank account details furnished by the Depositories and the bank account details maintained by the Registrar and Share Transfer Agents for payment of dividend to Members electronically. The Company has extended the facility of electronic credit of dividend directly to the respective bank accounts of the Member(s) through the Electronic Clearing Service (ECS)/ National Electronic Clearing Service (NECS)/ National Electronic Fund Transfer (NEFT)/ Real Time Gross Settlement (RTGS)/Direct Credit, etc.
- Members holding shares in demat form are requested to update their bank account details with their respective Depository Participant. The Company or Integrated Registry Management cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes should be intimated only to the Depository Participants by the Members. Further, instructions, if any, already given in respect of shares held in physical form will not be automatically applicable to shares held in the electronic mode. Members are requested to ensure that their bank account details in their respective demat accounts are updated, to enable the Company to provide timely credit of dividend in their bank accounts.
17. Kindly note that pursuant to the SEBI Master Circular No.: SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7th May, 2024 read with SEBI Circular SEBI/HO/MIRSD/ POD-1/P/CIR/2024/81 dated 10th June, 2024 w.e.f. 1st April, 2024, the Dividend will be paid only through Electronic mode to the security holders holding securities in physical form, only after furnishing mandatory KYC details (i.e. Valid PAN, contact details, bank account details and specimen signature) against their folios. In the absence of KYC details, the Company shall withheld dividend till the date of Updation of KYC details and the said dividend payment shall be made through Electronic Mode

only upon complying with the requirements of updation of KYC as provided in the aforesaid SEBI Circulars. As directed by SEBI, the Members holding shares in physical form are requested to submit duly filled in form ISR I inter-alia with the original cancelled cheque in the manner as provided below herein below to Integrated Registry Management to update their KYC details at irg@integratedindia.in latest by Monday, July 28, 2025.

The Securities and Exchange Board of India (SEBI) has mandated furnishing of PAN, KYC details (i.e. Postal Address with Pin Code, email address, mobile number, bank account details) and Nomination details by shareholders holding shares in physical form, in the requisite forms, ISR-1, ISR-2, ISR-3 or SH-13. Necessary intimations has been sent by the Company to the shareholders as per SEBI Guidance. The said forms are available on the website of the Company www.keltechenergies.com.

18. Members may please note that SEBI, vide its Circular No. SEBI /HO / MIRSD/MIRSD_ RTAMB/P/CIR/2022/8 dated 25th January, 2022, has mandated the listed Companies to issue securities in dematerialized form only while processing service requests, viz., Issue of duplicate securities certificate; renewal / exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/ folios; transmission and transposition. Further, SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_ RTAMB/P/ CIR/2022/65 dated 18th May, 2022, has simplified the procedure and standardized the format of documents for transmission of securities. Accordingly, members are requested to make service requests by submitting a duly filled and signed Form ISR-4 & ISR-5, as the case may be. The said Form can be downloaded from the website of the Company www.keltechenergies.com, and RTA.

19. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ('IEPF'). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/Claimants are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority, in Form No. IEPF-5 available on www.iepf.gov.in. The attention of Members is particularly drawn to the Corporate Governance Report forming part of the Annual Report 2024-25 in respect of unclaimed dividends and transfer of dividends/shares to the IEPF.
20. **Route Map:** Since this AGM is held physically, Route Map showing the location of and directions to reach the venue of the 48th AGM is attached, pursuant to Secretarial Standard-2 on General Meetings.
21. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under section 189 of the Companies Act, 2013 and relevant documents referred to in this Notice of AGM and explanatory statement, will be available electronically for inspection by the members during the AGM. Members seeking to inspect such documents can send an email to compliance@keltechenergies.com.
22. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023, Notice of the AGM along with the Annual Report for Financial Year 2024-25 is being sent only through electronic mode to those Members whose email addresses are registered with the Company or CDSL / NSDL ("Depositories"). Members may note that the Notice and Annual Report for financial year 2024-25 will also be available on the Company's website at www.keltechenergies.com, websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com.
23. In order to enable the Company to promptly send the general meeting notices, annual reports and other shareholder communications in electronic form, Members are requested to register/update their e-mail addresses as under:
- In case shares are held in dematerialized form: Updated details to be sent to their respective Depository Participant with whom members have opened Demat account; and
 - In case of shares held in physical form: Updated details to be sent to irg@integratedindia.in.
24. The Company has engaged the services of National Securities Depository Limited (NSDL), for providing e-voting facility.

25. As mandated by SEBI, effective from April 1, 2019, securities of listed companies shall be transferred only in dematerialised form. In view of the above and to avail various benefits of dematerialisation, Members are advised to dematerialise share(s) held by them in physical form.
26. The period of e-voting shall be comencing from Friday, 09:00 AM of 8th August, 2025 to Sunday, 05:00 PM of 10th August, 2025 (both days inclusive); such voting period shall be completed a day prior to the date of the general meeting. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting is given along with attendance/proxy form
27. Instructions for Members for remote e-voting are as under
- i) The remote e-voting period begins on Friday, August 08 2025, at 9:00 A.M. and ends on Sunday, August 10, 2025 at 5:00 P.M.(both days inclusive)The remote e-votingmodule 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. Monday, August 04, 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 Monday, August 04, 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) Login method for e-Voting for Individual shareholders holding securities in demat mode

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 holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. For OTP based login you can click on https://eservices.nsdl.com/Secure Web/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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. NSDLand you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which 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. NSDLand you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/Secure Web/Ideasdirectreg.jsp

Step 1: Access to NSDL e-Voting system (Contd...)

Type of shareholders	Login Method
	<p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ 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. NSDLand you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; align-items: center; gap: 20px;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: center; align-items: center; gap: 20px; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 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. 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 www.cdslindia.com and click on login & New System My easi 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 www.cdslindia.com 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.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>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.</p>

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Step 1: Access to NSDL e-Voting system (Contd...)

Important Note: 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 securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com 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 a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-0991

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: <https://www.evoting.nsdl.com/> 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 I2***** then your user ID is IN300***I2*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is I2***** then your user ID is I2*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 101456 then user ID is 101456001***.

5. Password details for shareholders other than Individual shareholders are given below:

1. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote
2. 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
3. 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.**

Step 1: Access to NSDL e-Voting system (Contd...)

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 evoting@nsdl.co.in 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 by e-mail to contact. cscharvari@gmail.com with a copy marked to evoting@nsdl.com. 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 www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to Falguni Chakraborty at evoting@nsdl.com

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 compliance@keltechenergies.com.
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 compliance@keltechenergies.com. 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. Login method for e-Voting for Individual shareholders holding securities in demat mode.

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

3. Alternatively shareholder/members may send a request to evoting@nsdl.com 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/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.
28. Corporate Members are required to send scanned copy (PDF / JPG format) of the relevant Board or governing body Resolution/ Authorisation together with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to compliance@keltechenergies.com.
29. The voting rights of the Members shall be in proportion to the number of shares held by them in the equity share capital of the Company as on the cut-off date being August 04, 2025.
30. Pursuant to Rule 22(5) of the Rules, the Board of Directors of your Company at its meeting held on February 12th 2025 has appointed Ms.Sharvari Sham Kulkarni, Proprietor, M/s. SharvariKulkarni& Associates, Practicing Company Secretaries, (Membership No. ACS 55902) as the Scrutinizer to scrutinize the voting process in a fair and transparent manner.
31. The Scrutinizer, after the conclusion of voting at the AGM, shall first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
32. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.keltechenergies.com and shall also be immediately forwarded to the Stock Exchanges.
33. In case of any query pertaining to e-voting, please visit Help and FAQs section available at NSDL website www.nsdl.com.
34. The Company's securities are listed on the following Stock Exchange:

Name & Address of the Stock Exchange	Nature of Security
BSE Limited Add: PhirozeJeejeebhoy Towers, Dalal Street, Mumbai – 400 001	Equity Shares

The Company has paid Annual Listing fees to the above Stock Exchanges upto 31st March 2025.

35. Details of Directors as required to be given pursuant to the SEBI Listing Regulations, and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India in respect of director seeking appointment/ reappointment at the AGM, is attached as "Annexure-2 to the AGM Notice".

On behalf of the Board

Mr. Vijay Vishwasrao Chowgule

Non-Executive Director and Chairperson

(DIN: 00018903)

Date: July 07, 2025

Place: Mumbai

ANNEXURE-I TO THE AGM NOTICE

Explanatory Statement as required under Section 102(1) of the Companies Act, 2013: In conformity with the provisions of Section 102 of the Companies Act, 2013, the following Explanatory Statement sets out all material facts relating to Item No. 4,5, 6, 7, 8, 9 and 10 contained in the accompanying Notice.

Item No. 4

Based on the recommendations of the Audit Committee, the Board of Directors of the Company, at its Meeting held on May 23, 2025, has appointed Shri. Vikas Vinayak Deodhar, Practicing Cost Accountant Membership No. 3813 as the "Cost Auditors" of the Company for the Financial Year (F.Y.) 2025-26, pursuant to Section 148 and other applicable provisions of the Companies Act, 2013 ("the Act"), the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014. The remuneration of 60,000/- (Rupees (Rupees Sixty Thousand Only)). Pursuant to Rule 14 of the Companies (Audit and Auditors) Rules, 2014, payment of such remuneration to the Cost Auditors shall require subsequent ratification by the Members.

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

The Board recommends the Ordinary Resolution set forth in Item No. 4 for approval of the Members.

Item No. 5

Pursuant to provisions of Section 204 of the Companies Act, 2013, and relevant rules thereunder, read with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015"), every listed Company was required to annex with its Board's Report, a secretarial audit report, issued by a Practising Company Secretary. SEBI vide Notification dated December 12, 2024, amended the SEBI Listing Regulations, 2015 requiring companies to obtain shareholders' approval for appointment of Secretarial Auditors, in addition to approval by the Board of Directors. Further, such Secretarial Auditor must be a peer reviewed company secretary and should not have incurred any of the disqualifications as specified by SEBI.

The Board of Directors of the Company on the recommendation of the Audit Committee at its meeting held on 23.05.2025 have recommended appointment of Ms Sharvari Sham Kulkarni Prop. Of M/s Sharvari Kulkarni and Associates, Practising Company Secretaries of the Company for a term of upto 5 (Five) consecutive financial years, commencing on April 01, 2025, until March 31, 2030, at such remuneration as may be fixed by the Board of Directors of the Company. M/s. Sharvari Kulkarni and Associates (Sole Proprietorship Number S2025KR1021100) specialized in Secretarial Audit, Secretarial Compliance and other corporate law matters. She holds a valid Peer Review Certificate and are eligible for appointment.

M/s Sharvari Kulkarni and Associates have given their consent to act as Secretarial Auditors of the Company and confirmed that their aforesaid appointment (if made) would be within the prescribed limits under the Act & Rules made thereunder and SEBI LODR Regulations. They have also confirmed that they are not disqualified to be appointed as Secretarial Auditors in terms of provisions of the Act & Rules made thereunder and SEBI LODR Regulations.

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

The Board recommends the Ordinary Resolution set out in Item No. 5 of this Notice for the approval of the Members.

Item No. 6:

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Director of the Company at it's meeting held on Monday 7th July. 2025 approved the appointment of Mr. Satish Vasant Ghatge w.e.f. 14th July, 2025. pursuant to the provisions of Section 149, 150, and 152 of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company, had appointed Mr. Satish Vasant Ghatge (DIN: 00329266) as Non-Executive – Independent Director on the Board of the Company for a term of five consecutive years with effect from July 14, 2025 till July 13, 2030. The Company has also received a declaration from Mr. Satish Vasant Ghatge (DIN: 00329266) that he meets with the criteria of Independence as prescribed, both under Section 149(6) of the Act and under Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is not disqualified from being appointed as a director in terms of Section 164 of the Act.

In the opinion of the Board, Mr. Satish Vasant Ghatge (DIN:00329266) fulfils the conditions specified in the Companies Act, 2013, rules made thereunder and SEBI (LODR) Regulations 2015, for his re-appointment as an Independent Director of the Company and is independent of the management.

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ANNEXURE-I TO THE AGM NOTICE (CONT...)

Details of Mr. Satish Vasant Ghatge (DIN:00329266) is provided in “Annexure 2” to this Notice pursuant to the provisions of:

I. SEBI (LODR) Regulations, 2015 and

II. Secretarial Standards on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India.

Except Mr. Satish Vasant Ghatge (DIN: 00329266), being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the Resolution set out at Item No. 6. This Explanatory Statement may also be regarded as a disclosure under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

The Board recommends the Special Resolution set out in Item No. 6 of this Notice for the approval of the Members.

Item No. 7:

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company vide Circular Resolution dated July 09, 2025, approved on July 11, 2025, pursuant to the provisions of Section 149, 150, and 152 of the Companies Act, 2013 (“the Act”) and the Articles of Association of the Company, had appointed Mr. Vasudev Narayan Tumbe (DIN: 10667983) as Non-Executive – Independent Director on the Board of the Company for a term of five consecutive years with effect from July 14, 2025 till July 13, 2030. The Company has also received a declaration from Mr. Vasudev Narayan Tumbe (DIN: 10667983) that he meets with the criteria of Independence as prescribed, both under Section 149(6) of the Act and under Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is not disqualified from being appointed as a director in terms of Section 164 of the Act.

In the opinion of the Board, Mr. Vasudev Narayan Tumbe (DIN: 10667983) fulfils the conditions specified in the Companies Act, 2013, rules made thereunder and SEBI (LODR) Regulations 2015, for his re-appointment as an Independent Director of the Company and is independent of the management.

Details of Mr. Vasudev Narayan Tumbe (DIN: 10667983) is provided in “Annexure 2” to this Notice pursuant to the provisions of:

I. SEBI (LODR) Regulations, 2015 and

II. Secretarial Standards on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India.

Except Mr. Vasudev Narayan Tumbe (DIN: 10667983), being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the Resolution set out at Item No. 7. This Explanatory Statement may also be regarded as a disclosure under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

The Board recommends the Special Resolution set out in Item No. 7 of this Notice for the approval of the Members.

Item No. 8:

Mr. Vijay Vishwasrao Chowgule (DIN: 00018903) was appointed as Non-Executive – Non-Independent Director and Chairperson of the Company with effect from January 29, 2021. The appointment was approved by the members of the Company in its Annual General Meeting held in the year 2021 and 2022 in accordance with the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

Accordingly, the appointment of Mr. Vijay Vishwasrao Chowgule (DIN: 00018903) is due and require approval of its members.

Further, Mr. Vijay Vishwasrao Chowgule (DIN: 00018903) shall be liable to retire by rotation with prospective effect in accordance with the applicable provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, and that any resolution earlier passed by the members shall not be binding and that the requirement of passing special resolution at every Annual General Meeting is done away.

Details of Mr. Vijay Vishwasrao Chowgule is provided in “Annexure 2” to this Notice pursuant to the provisions of:

I. SEBI (LODR) Regulations, 2015 and

II. Secretarial Standards on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India.

Except Mr. Vijay Vishwasrao Chowgule, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the Resolution set out at Item

No. 8. This Explanatory Statement may also be regarded as a disclosure under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

The Board recommends the Special Resolution set out in Item No. 8 of this Notice for the approval of the Members.

Item No. 9:

Mr. Santosh Laxmanrao Chowgule (DIN: 00097736) was elevated as an Executive Director – Vice-Chairperson of the Company with effect from May 12, 2023. He has held position of Managing Director of the Company since 1994.

Based on the recommendation of the Nomination and Remuneration Committee and Audit Committee, the Board of Directors of the Company in its Meeting held on May 23, 2025, had decided to continue with same the Managerial Remuneration as last year to be paid to Mr. Santosh Laxmanrao Chowgule for the FY 2025-26.

The details of the Managerial Remuneration has been set out in the Item No. 9. The Managerial Remuneration, being exceeding the limit prescribed under Section 195, 197 and other applicable Sections read with Schedule V of the Companies Act, 2013, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such other provisions as may be applicable to the Company, requires approval of members.

Except Mr. Santosh Laxmanrao Chowgule, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the Resolution set out at Item No. 9. This Explanatory Statement may also be regarded as a disclosure under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

The Board recommends the Special Resolution set out in Item No. 9 of this Notice for the approval of the Members.

Item No. 10:

Mr. Mahesh Vijay Wataney (DIN: 09631354) was appointed as Managing Director of the Company with effect from May 12, 2023. He has held position of Chief Executive Officer (CEO) of the Company since July 2020.

Based on the recommendation of the Nomination and Remuneration Committee and Audit Committee, the Board of Directors of the Company in its Meeting held on May 23, 2025, had revised the Managerial Remuneration to be paid to Mr. Mahesh Vijay Wataney for the FY 2025-26.

The details of the revised Managerial Remuneration has been set out in the Item No. 10. The revised Managerial Remuneration, being exceeding the limit prescribed under Section 195, 197 and other applicable Sections read with Schedule V of the Companies Act, 2013, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such other provisions as may be applicable to the Company, requires approval of members.

Except Mr. Mahesh Vijay Wataney, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the Resolution set out at Item No. 10. This Explanatory Statement may also be regarded as a disclosure under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

The Board recommends the Special Resolution set out in Item No. 10 of this Notice for the approval of the Members.

KELTECH ENERGIES LIMITED

ANNEXURE-2 TO THE AGM NOTICE

Information required to be furnished under Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

Name of Director	Mr. Santosh Laxmanrao Chowgule	Mr. Satish Vasant Ghatge	Mr. Vijay Vishwasrao Chowgule	Mr. Vasudev Narayan Tumbe
DIN	00097736	00329266	00018903	10667983
Age	66	69	78	68
Date of Birth	July 11, 1958	February 05, 1956	August 22, 1946	December 07, 1957
Nationality	Indian	Indian	Indian	Indian
Date of first appointment on the Board	April 29, 1994	July 14, 2025	January 15, 1988	July 14, 2025
Relationship with other directors and KMPs	None (Except being Cousin brother of Mr. Vijay V. Chowgule)	None	None (Except being Cousin brother of Mr. Santosh Chowgule)	None
Qualification	Bachelors in Arts	BSC in Materials, Mechanical and Aerospace Engineering	B.S. (Textile Chemistry) & B.S.(Industrial Management) of Georgia Tech., Atlanta, USA.	M. Com, A.C.M.A (Cost Accountant)
Terms and condition of appointment/ re-appointment	Executive Director liable to retire by rotation.	Will be made available on website on approval of Shareholders.	Non-Executive Director liable to retire by rotation.	Will be made available on website on approval of Shareholders.
Remuneration sought to be paid	Refer Item No. 9 of this Notice.	None except Sitting Fees	None except Sitting Fees	None except Sitting Fees
Remuneration last drawn	Remuneration paid in FY 2023-24 is given in the Corporate Governance Report.	NIL	NIL	NIL
Nature of expertise in specific functional areas	He is an industrialist having diversified experience of more than 38 years in the areas of Explosives & Perlite. He joined Keltech Energies Limited in the year 1985.	He has experience of over 40 in managing Group Companies which are involved in logistics and Auto dealership.	He is an industrialist having diversified experience of more than 50 years in the areas of Explosives, Shipbuilding, Ports and Infrastructure, Chemicals etc. He joined Keltech Energies Limited in the year 1978.	He has experience of 37 years in managing Automotive Division, Finance & Accounts, Costing, Budgeting & MIS

ANNEXURE-2 TO THE AGM NOTICE (Contd..)

Name of Director	Mr. Santosh Laxmanrao Chowgule	Mr. Satish Vasant Ghatge	Mr. Vijay Vishwasrao Chowgule	Mr. Vasudev Narayan Tumble
In the case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable	Business Finance and General Management of Business	Not Applicable	Applying the Financial and Accounting concepts. Experience of Large Companies and understanding of the changing regulatory landscape.
Number of shares & % of Holding	NIL	NIL	39,722 (3.97%)	NIL
List of directorships held in other Companies	<u>Listed Entities:</u> None	<u>Listed Entities:</u> None	<u>Listed Entities:</u> Chowgule Steamships Limited	<u>Listed Entities:</u> None
	<u>Unlisted Entities:</u> Chowgule ABP Coatings (India) Private Limited Kolhapur Oxygen and Acetylene Private Limited Chowgule Construction Chemicals Private Limited Chowgule Bros Pvt. Ltd. Jhelum Investments and Trading Private Limited Abihayat Investments and Trading Private Limited Nishat Investments and Trading Private Limited	<u>Unlisted Entities:</u> KGP Auto Limited, Ghatge Motors Private Limited, Kolhapur Oxygen & Acetylene Private Limited, Sadhana Automobile LLP, MVG Automobiles LLP, Chowgule Construction Chemicals Private Limited, Chowgule ABP Coatings (India) Private Limited,	<u>Unlisted Entities:</u> Chowgule Construction Technologies Private Limited Kolhapur Oxygen and Acetylene Private Limited Spandan Eco Foundation Chowgule ABP Coatings (India) Private Limited Chowgule Bros. Pvt. Ltd. Chowgule Industries Private Limited Jaigad Logistics Private Limited, Dharini Educational Foundation Chowgule Fiberglass Ships Private Limited Chowgule Prestige Private Limited Chowgule Lavgan Shiprepair Private Limited Chowgule Shipbuilding Private Limited	<u>Unlisted Entities:</u> Chowgule Construction Chemicals Private Limited, Chowgule ABP Coatings (India) Private Limited, Kolhapur Oxygen And Acetylene Private Limited

KELTECH ENERGIES LIMITED

ANNEXURE-2 TO THE AGM NOTICE (Cont..)

Name of Director	Mr. Santosh Laxmanrao Chowgule	Mr. Satish Vasant Ghatge	Mr. Vijay Vishwasrao Chowgule	Mr. Vasudev Narayan Tumbe
			<u>Unlisted Entities:</u> Goa Cold Storage Pvt. Ltd., Chowgule Construction Chemicals Private Limited Angre Port Private Limited Chowgule Mediconsult Private Limited	
Names of Listed Entities from which resigned in the past 3 years	None	None	None	None
Chairmanships/ memberships of committees in Listed Entities (includes audit committee [AC] and stakeholders' relationship committee [SRC])	None	None	Chowgule Steamships Limited: Stakeholders Relationship Committee – Member	None
Number of Board Meetings attended during the FY 2024-2025	Held – 5 Attended – 5	Not Applicable	Held – 5 Attended – 5	Not Applicable

On behalf of the Board

Mr. Vijay Vishwasrao Chowgule

Non-Executive Director and Chairperson

(DIN: 00018903)

Date: July 07, 2025

Place: Mumbai

COMMUNICATION ON TAX DEDUCTION AT SOURCE (TDS) ON DIVIDEND DISTRIBUTION

Pursuant to the provisions of the Income Tax Act, 1961 (“the IT Act”), dividend income is taxable in the hands of the members and the Company is required to deduct tax at source (“TDS”) from dividend paid to the members at prescribed rates in the IT Act. Please take note of the below TDS provisions and information/document requirements for each member:

Section I: For all Members - Details that should be completed and /or updated, as applicable

- a. All Members are requested to ensure that the below details are completed and/or updated, as applicable, in their respective demat account/s maintained with the Depository Participant/s; or in case of shares held in physical form, with the Company, by August 04, 2025 (“Record Date”). Please note that these details as available on Record Date in the Register of Members/ Register of Beneficial Ownership will be relied upon by the Company, for the purpose of complying with the applicable TDS provisions:
 - I. Valid Permanent Account Number (PAN).
 - II. Residential status as per the Act i.e. Resident or Non-Resident for FY 2024-25.
 - III. Category of the Member:
 - i. Mutual Fund
 - ii. Insurance Company
 - iii. Alternate Investment Fund (AIF) Category I and II
 - iv. AIF Category III
 - v. Government (Central/State Government)
 - vi. Foreign Portfolio Investor (FPI)/ Foreign Institutional Investor (FII): Foreign Company
 - vii. FPI/FII: Others (being Individual, Firm, Trust, AJP, etc.)
 - viii. Individual
 - ix. Hindu Undivided Family (HUF)
 - x. Firm
 - xi. Limited Liability Partnership (LLP)
 - xii. Association of Persons (AOP), Body of individuals (BOI) or Artificial Juridical Person (AJP)
 - xiii. Trust
 - xiv. Domestic company
 - xv. Foreign company.
 - IV. Email Address.
 - V. Address.

Section 2: TDS provisions and documents required, as applicable for relevant category of Members

Members are requested to take note of the TDS rates and document/s, if any, required to be submitted to the Company by the Record Date their respective category, in order to comply with the applicable TDS provisions.

I. For Resident Members:

- i. **Mutual Funds:** No TDS is required to be deducted as per section 196(iv) of the IT Act subject to specified conditions. Self-attested copy of valid SEBI registration certificate needs to be submitted.
- ii. **Insurance companies:** No TDS is required to be deducted as per section 194 of the IT Act subject to specified conditions. Self-attested copy of valid IRDA registration certificate needs to be submitted.
- iii. **Category I and II Alternative Investment Fund:** No TDS is required to be deducted as per section 197A (1F) of the IT Act subject to specified conditions. Self-attested copy of valid SEBI registration certificate needs to be submitted.
- iv. **Recognised Provident Funds:** No TDS is required to be deducted as per Circular No.18/2017 subject to specified conditions. Self-attested copy of a valid order from Commissioner under Rule 3 of Part A of Fourth Schedule to the IT Act, or Self-attested valid documentary evidence (e.g. relevant copy in support of the provident fund being established under a scheme framed under the Employees’ Provident Funds Act, 1952 needs to be submitted.

KELTECH ENERGIES LIMITED

COMMUNICATION ON TAX DEDUCTION AT SOURCE (TDS) ON DIVIDEND DISTRIBUTION (Cont..)

- v. **Approved Superannuation Fund:** No TDS is required to be deducted as per Circular No.18/2017 subject to specified conditions. Self-attested copy of valid approval granted by Commissioner under Rule 2 of Part B of Fourth Schedule to the IT Act needs to be submitted.
- vi. **Approved Gratuity Fund:** No TDS is required to be deducted as per Circular No.18/2017 subject to specified conditions. Self-attested copy of valid approval granted by Commissioner under Rule 2 of Part C of Fourth Schedule to the IT Act needs to be submitted.
- vii. **National Pension Scheme:** No TDS is required to be deducted as per Sec 197A (1E) of the IT Act.
- viii. **Government (Central/State):** No TDS is required to be deducted as per Sec 196(i) of the IT Act.
- ix. Any other entity entitled to exemption from TDS: Valid self-attested documentary evidence (e.g. relevant copy of registration, notification, order, etc.) in support of the entity being entitled to exemption from TDS needs to be submitted.
- x. Other resident Members:
- a) TDS is required to be deducted at the rate of 10% under u/s 194 of the IT Act.
- b) No TDS is required to be deducted, if aggregate dividend distributed or likely to be distributed during the financial year to individual member does not exceed Rs. 5,000.
- c) No TDS is required to be deducted on furnishing of valid Form 15G (for individuals, with no tax liability on total income and income not exceeding maximum amount which is not chargeable to tax) or Form 15H (for individual above the age of 60 years with no tax liability on total income).
- d) TDS is required to be deducted at the rate of 20% u/s 206AA of the IT Act, if valid PAN of the member is not available.
- e) As per Section 206AB of the ITA Act, in respect of non-filers of income tax return for the preceding financial year for which the time limit has expired, tax is required to be deducted at the highest of following rates:
- at twice the rate specified in the relevant provision of the IT Act; or
 - at twice the rate or rates in force; or
 - at the rate of 5%
- In this regard, the Company would rely on Compliance Check Utility made available by Central Board of Direct Taxes
- f) TDS is required to be deducted at the rate prescribed in the lower tax withholding certificate issued u/s 197 of the Act, if such valid certificate is provided.

II. For Non-resident Members:

- i. Any entity entitled to beneficial rate/ exemption from TDS: Valid self-attested documentary evidence (e.g. relevant copy of registration, notification, order, etc. by Indian tax authorities) in support of the entity being entitled to beneficial rate/ exemption from TDS needs to be submitted.
- ii. Other non-resident Members:
- a) TDS is required to be deducted at the rate of 20% (plus applicable surcharge and cess) u/s 196D of the IT Act (For FPI and FII) and u/s 195 of the IT Act for other non-resident members.
- b) Member may be entitled to avail lower TDS rate as per Agreement For Avoidance Of Double Taxation (DTAA) between India and the country of tax residence of the member, on furnishing the below specified documents.
- 1) Self-attested copy of PAN. In case PAN is not available, provide details as per Rule 37BC of the Income-Tax Rules, 1962.
 - 2) Self-attested copy of valid Tax Residency Certificate (TRC) obtained from the tax authorities of the country of which the member is a resident;
 - 3) Self-declaration in Form 10F; and
 - 4) Self-declaration on letterhead of having no Permanent Establishment in India, Beneficial ownership of shares and eligibility to claim treaty benefits (as per Annexure I to this Communication).

COMMUNICATION ON TAX DEDUCTION AT SOURCE (TDS) ON DIVIDEND DISTRIBUTION (Cont..)

- c) TDS is required to be deducted at the rate prescribed in valid lower tax with holding certificate issued u/s 197 of the IT Act, if such valid certificate is provided. Details and/ or documents as mentioned above in Section 1 and Section 2, as applicable to the Member, need to be sent, duly completed and signed, through registered email address of the Member with PAN being mentioned in the subject of the email to reach **compliance@keltechenergies.com** by Record Date. Please note that no communication in this regard, shall be accepted post Record Date.

Section 3: Other general information for the Members

- I. For all self-attested documents, members must mention on the document “certified true copy of the original”. For all documents being sent/ accepted by email, the Member undertakes to send the original document/s on the request by the Company.
- II. TDS will be deducted based on details of registered member only. Once TDS is deducted in the name of Registered of Members/ Beneficial Owners as appearing on Record Date, no transfer of such TDS in the name of another person shall be entertained under any circumstances.
- III. TDS deduction certificate will be sent to the members’ registered email address in due course.
- IV. Surcharge rates applicable for financial year 2024 - 25 for non-residents (Old Regime).
 - (i) Individual, HUF, AOP, BOI, AJP,

Dividend Income	Rate
Upto Rs. 50 Lakhs	NIL
Income exceeds Rs. 50 Lakhs but does not exceed Rs. 1 Crore	10%
Income exceeds Rs. 1 crore but does not exceed Rs. 2 crore	15%
Income exceeds Rs. 2 crore but does not exceed Rs. 5 crore	25%
Income exceeds Rs. 5 crore	37%

Provided that where the income of such person is chargeable to tax under sub-section (1A) of section 115BAC of the Income-tax Act, the rate of surcharge shall not exceed twenty-five per cent.

Highest surcharge rate for dividend income shall be 15%.

- (ii) Co-operative society or Firm, registered under applicable Indian law

Aggregate Income	Rate
Income exceeds Rs. 1 Crore but does not exceed Rs. 10 Crore	7%
Income exceeds Rs. 10 Crore	12%

- (iii) Foreign company

Aggregate Income	Rate
Income exceeds Rs. 1 Crore but does not exceed Rs. 10 Crore	2%
Income exceeds Rs. 10 Crore	5%

V. Normal dividend/s declared in the preceding Financial Year 2024-2025 would be considered as the basis to determine applicability of the surcharge rate.

KELTECH ENERGIES LIMITED

COMMUNICATION ON TAX DEDUCTION AT SOURCE (TDS) ON DIVIDEND DISTRIBUTION (Cont..)

- VI. Health and Education Cess of 4% is applicable for non-residents.
- VII. Equity shares of the Company, which were transferred by the Company in the name of Investor Education and Protection Fund ('IEPF') in terms of Section 124(6) of the Companies Act 2013 and Rules framed thereunder, the TDS shall be deducted basis the available details of the underlying members.
- VIII. Application of TDS rate is subject to necessary due diligence and verification by the Company of the member details as available in register of members on the Record Date, documents, information available in public domain, etc. In case of ambiguous, incomplete or conflicting information, or the valid information/documents not being provided, the Company will arrange to deduct tax at the maximum applicable rate.
- IX. In case TDS is deducted at a higher rate, an option is still available with the member to file the return of income and claim an appropriate refund, if eligible. Once deducted, no claim shall lie against the Company in relation to TDS.
- X. In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided/ to be provided by the Member/s, such Member/s will be responsible to indemnify the Company and also, provide the Company with all information/ documents and co-operation in any appellate proceedings.

Note: Above communication on TDS sets out the provisions of law in a summary manner only, as on the date of the communication, and does not purport to be a complete analysis or listing of all potential tax consequences. Members should consult with their own tax advisors for the tax provisions applicable to their particular circumstances.

Annexure I

FORMAT FOR DECLARATION FOR CLAIMING BENEFITS UNDER DTAA

Date:

To

Keltech Energies Limited,
'Embassy Icon', 7th Floor,
No. 3, Infantry Road,
Bengaluru – 560 001

Subject: Declaration for eligibility to claim benefit under Agreement For Avoidance Of Double Taxation between Government of India and Government of <mention country of tax residency> (“DTAA”), as modified by Multilateral Instrument (“MLI”), if applicable.

With reference to above, I/We wish to declare as below:

1. I / We,.....<Full name of the member>, having permanent account number (PAN) under the Indian Income tax Act, <mention PAN >, and holding..... <mention number of shares held> number of shares of the Company under demat account number/ folio number..... as on the record date, am/ are a tax resident of <country name> in terms of Article 4 of the DTAA as modified by MLI (if applicable) and do not qualify as a 'resident' of India under section 6 of the Indian Income-tax Act, 1961 (“the IT Act”). A copy of the valid tax residency certificate for <period>, which is valid as on the Record Date, is attached herewith.
2. I/We am/are eligible to be governed by the provisions of the DTAA as modified by MLI (if applicable), in respect of the dividend income and meet all the necessary conditions to claim treaty rate.
3. I/We am/are the legal and beneficial owner of the dividend income to be received from the Company.
4. I/We do not have a Permanent Establishment (“PE”) in India in terms of Article 5 of the DTAA as modified by MLI (if applicable) or a fixed base in India and the amounts paid/payable to us, in any case, are not attributable to the PE or fixed base, if any, which may have got constituted otherwise.
5. I/We do not have a PE in a third country and the amounts paid/payable to us, in any case, are not attributable to a PE in third jurisdiction, if any, which may have got constituted otherwise.
6. I/We do not have a Business Connection in India according to the provision of section 9(1)(i) of the Act and the amounts paid/ payable to us, in any case, are not attributable to business operations, if any, carried out in India.
7. I/We confirm that my affairs/affairs of<Full name of the member> were arranged such that the main purpose or the principal purpose thereof was not to obtain tax benefits available under the applicable tax treaty.
8. Further, our claim for relief under the tax treaty is not restricted by application of Limitation of Benefit clause, if any, the reunder.

I/We hereby certify that the declarations made above are true and bonafide. In case in future, any of the declarations made above undergo a change, we undertake to promptly intimate you in writing of the said event. You may consider the above representations as subsisting unless intimated otherwise.

I/we in the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by me, I will be responsible to pay and indemnify such income tax demand (including interest, penalty, etc.) and provide the Company with all information/ documents that may be necessary and co-operate in any proceedings before any income tax/ appellate authority.

For:<Mention the name of the payee>

Authorised Signatory

<Name of the person signing>

<Designation of the person signing>

KELTECH ENERGIES LIMITED

CNI : L30007KAI977PLC031660

'Embassy Icon' 7th Floor, No. 3, Infantry Road, Bangalore - 560 001**PROXY FORM**

(Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies [Management and Administration] Rules 2014)

Name of the Member(s)			
Registered Address			
Email ID			
Folio No. / Client ID		DP ID	

I/We, being the member(s) of Keltech Energies Limited, hereby appoint:

- 1) _____ of _____ having e-mail ID _____ or failing him/her
- 2) _____ of _____ having e-mail ID _____ or failing him/her
- 3) _____ of _____ having e-mail ID _____

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Forty-Eight Annual General Meeting of the Company, to be held on 11th August, 2025 at 15.00 hrs., IST, at Taj Residency, M.G. Road, Bengaluru to transact the following business.

** I/We appoint my / our above Proxy to vote in the manner as indicated in the box below:

	Resolutions	For	Against
1.	Consider and adopt the Audited Balance Sheet of the Company as at March 31, 2025 and the Statement of Profit and Loss for the year ended on that date together with the reports of Directors and Auditors thereon.		
2.	Declaration of Dividend		
3.	Appointment of Shri. Santosh L.Chowgule as a Director, liable to retire by rotation		
4.	Appointment of Cost Auditors and fix his remuneration for the current financial year		
5.	Appointment of Ms. Sharvari Sham Kulkarni Prop. Of M/s Sharvari Kulkarni and Associates, Practicing Company Secretaries as Secretarial Auditors for conducting Secretarial Audit of the Company for a period of five consecutive years commencing from FY 2025-26 till FY 2029-30.		
6.	To consider and approve the appointment of Mr. Satish Vasant Ghatge (DIN:00329266) as Non-Executive – Independent Director		
7.	To consider and approve the appointment of Mr. Vasudev Narayan Tumbe (DIN:10667983) as Non-Executive – Independent Director		
8.	To appoint a Director in place of Mr. Vijay Vishwasrao Chowgule (DIN: 00018903), Non-Executive–Non- Independent Director, who retires by rotation and being eligible offers himself for re-appointment		

9.	To consider and approve the Managerial Remuneration to be paid to Mr. Santosh Laxmanrao Chowgule (DIN: 00097736), Executive Director and Vice-Chairperson of the Company.		
10.	To consider and approve the Managerial Remuneration to be paid to Mr. Mahesh Vijay Wataney (DIN: 09631354), Managing Director of the Company		

* Applicable for investors holding share in electronic form.

Signed this.....day of.....2025

Signature of Shareholder.....

Affix
Revenue
Stamp

Signature of First Proxy Holder

Signature of Second Proxy Holder

Signature of Third Proxy Holder

Route Map to venue of the 48th Annual General Meeting:

Venue: 'Kensington Hall', Taj MG Road, 41/3 MG Road, Bengaluru 560001

Date: Monday, 11th August, 2025 at 3:00 PM

Landmark: Opp: One MG Mall

MAP : From Nadaprabhu Metro Station to Trinity Metro Station. Five minutes' walk to TAJ MG ROAD Hotel

