



KRANTI INDUSTRIES LIMITED

NOTICE OF THE 25TH ANNUAL GENERAL MEETING

Notice is hereby given that the **25th Annual General Meeting** of the members of **KRANTI INDUSTRIES LIMITED** ('the Company') will be held on Friday, September 18, 2020 at 03.30 P.M. IST through video conferencing ("VC") or other audio visual means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

Item No.1 → Adoption of financial statements

To receive, consider and adopt:

- a. The audited financial statements of the Company for the financial year ended March 31st, 2020 together with the reports of Board of Directors ('the Borad') and auditors thereon.
- b. The audited consolidated financial statements of the Company for the financial year ended March 31st, 2020 together with auditors' report thereon.

Item No.2 → Appointment of Sumit Subhash Vora (DIN: 02002416) as a Director liable to retire by rotation.

To consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, **Sumit Subhash Vora (DIN: 02002416)**, who retires by rotation at this meeting be and is hereby appointed as a Director of the Company."

SPECIAL BUSINESS:

Item No.3 → Increase in the authorised share capital of the Company

To consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 61 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed there under(including any amendment thereto or re-enactment thereof for the time being in force), the consent of the members of the Company be and is hereby accorded to increase the Authorised Share Capital of the Company from Rs. 10,00,00,000 (Rupees Ten Crore only) divided into 1,00,00,000 (One Crore) Equity Shares of Rs. 10 (Rupees Ten only) each to Rs.15,00,00,000 (Rupees Fifteen Crore only) divided into 1,50,00,000 (One Crore Fifty Lakh) Equity Shares of Rs. 10 (Rupees Ten only) each, , by way of creation of



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50,00,000 (Fifty Lakh) Equity Shares of Rs 10/- (Rupees Ten only) each, ranking pari passu in all the respect with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT Sachin Subhash Vora (DIN: 02002468), Chairman and Managing Director of the Company be and is hereby authorised to execute, sign, file and submit all necessary documents, and e-Forms as may be required and also authorised to do all such acts, deeds, matters and things as may be required for giving necessary effect to the above mentioned resolution.”

Item No.4 → Alternation in the Capital Clause of Memorandum of Association of the Company

To consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 13, 61 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made framed thereunder (including any amendment thereto or re-enactment thereof for the time being in force), the consent of the members of the Company be and is hereby accorded for alteration in the Capital Clause of the Memorandum of Association of the Company by substituting the Clause V(a) of the Memorandum of Association of the Company with the following clause:

V (a) The Authorised Share Capital of the Company is Rs.15,00,00,000/- (Rupees Fifteen Crore only) divided into 1,50,00,000 (One Crore Fifty Lakh) Equity Shares of Rs.10/- (Rupees Ten only) each.’

RESOLVED FURTHER THAT Sachin Subhash Vora (DIN: 02002468), Chairman and Managing Director of the Company be and is hereby authorised to execute, sign, file and submit all necessary documents, and e-Forms as may be required and also authorised to do all such acts, deeds, matters and things as may be required for giving necessary effect to the above mentioned resolution.”

Item No.5 → Approval for granting loans, giving guarantee or providing security in respect of any loan to ‘Wonder Precision Private Limited’

To consider and if thought fit, to pass with or without modifications, the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 185 of the Companies Act, 2013, as amended by the Companies (Amendment) Act, 2017, and such other applicable provisions if any, of the Companies Act, 2013 read with related rules made there under and as may be amended from time to time (‘the Act’), consent of the members of the Company, be and is hereby accorded to grant loan or give guarantee or provide any security in connection with any loan taken/to be taken by **Wonder Precision Private**



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Limited, a Subsidiary Company, being entities covered under the category of 'a person in whom any of the director of the Company is interested' as specified in the explanation to sub-section 2 of the said Section 185, for an aggregate amount not exceeding Rs.1,00,00,000/- (Rupees One Crore only).

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (Hereinafter referred to as "the Board", which term shall be deemed to include any committee thereof), be and is hereby authorized to negotiate, finalise and agree to the terms and conditions of the aforesaid Loan/ Guarantee/ Security, and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deed, matters and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds, matters or things incidental or expedient thereto and as the Board may think fit and suitable for the purpose of giving effect to this resolution in the interest of the Company."

By order of the Board of Directors
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SACHIN SUBHASH VORA
CHAIRMAN & MANAGING DIRECTOR
(DIN: 02002468)

DATE: 17TH AUGUST, 2020
PLACE: PUNE



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NOTES:

1. Considering the present Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated May 5, 2020 read together with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as “MCA Circulars”) permitted convening the Annual General Meeting (“AGM” / “Meeting”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without the physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 (‘the Act’) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. A statement pursuant to Section 102(1) of the Act, relating to the Special Business to be transacted at the AGM is annexed hereto.
3. The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away with vide notification dated 07th May, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors, who were appointed at the Annual General Meeting of the Company held on 23rd August, 2019.
4. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and the proxy need not be a member of the company. Since this AGM is being held, pursuant to the MCA Circulars, through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed hereto.
5. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.
6. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company’s website at www.krantiindustries.com, websites of Stock Exchanges i.e. BSE Limited, www.bseindia.com Members holding shares in dematerialized mode are



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requested to register / update their email addresses with the relevant Depository Participant.

7. For receiving all communication (including Annual Report) from the Company electronically:
Members holding shares in dematerialized mode are requested to register / update their email addresses with the relevant Depository Participant.
8. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM
9. Register of Members and Share Transfer Books will remain closed from 11th September, 2020 to 18th September, 2020 (both days inclusive) for the purpose of Annual General Meeting.
10. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the Notice of AGM and holding shares as of the Cut-off date may obtain the login ID and password by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 -4918 6000.
11. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the meeting for limited time each, once the floor is open for shareholder queries. The Company reserves the right to restrict the number of speakers and number of questions depending on the availability of time for the AGM.
12. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before 1 week in advance through email on cs@krantiindustries.com. The same will be replied by the Company suitably.
13. The members are requested to notify change of address, if any, to the Company's Registrar and Transfer Agent.
14. Members attending the Meeting through VC/OAVM will be counted for the purposes of reckoning of Quorum under Section 103 of the Companies Act, 2013.
15. Institutional / Corporate Members are requested to send a scanned copy (PDF / JPEG format) of the Board Resolution authorising its representatives to attend and vote at the AGM, pursuant to Section 113 of the Act, at cs@krantiindustries.com



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16. Members who are shareholders as on September 11, 2020 can join the AGM 15 minutes before the commencement of the AGM i.e at 3.15 P.M and till the time of the conclusion of the Meeting by following the procedure mentioned in this Notice.
17. The information required to be provided under the SEBI (Listing Obligations and Disclosure Requirement Regulations), 2015 and the Secretarial Standards on General Meetings and the related Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the business under items No.3, 4 & 5 set out above are annexed hereto.
18. In compliance with the Circulars, the Annual Report 2019-20, the Notice of the 25th AGM, and instructions for e-voting are being sent only through electronic mode to those members whose email addresses are registered with the Company / depository participant(s).
19. We urge members to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in demat mode, who have not registered their email addresses are requested to contact their respective DP and register their email addresses with their respective depository participants, as per the process advised by their respective DP.
20. Investor Grievance Redressal: The Company has designated an exclusive e-mail id viz. investor@krantiindustries.com to enable Investors to register their complaints, if any.
21. As per Securities and Exchange Board of India (SEBI) notification, submission of Permanent Account Number (PAN) is compulsorily required for participating in the securities market, deletion of name of deceased shareholder or transmission/ transposition of shares. Members holding shares in dematerialized mode are requested to submit PAN details to their Depository Participant, whereas Members holding shares in physical form are requested to submit the PAN details to the Company's Registrar & Transfer Agent.
22. The Board of Directors of the Company have appointed Mr. Siddharth Bogawat, Chartered Accountant (ICAI Membership No. 134134) as Scrutiniser to scrutinise the remote e-voting process as in a fair and transparent manner, and he has communicated his willingness to be appointed and will be available for the said purpose.

After the completion of the scrutiny of the e-voting (votes casted during the AGM and votes casted through remote e-voting), the Scrutinizer will submit his report to the Chairman of the Company ('the Chairman') or to any other person authorized by the Chairman. The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges, and RTA and will also be displayed on the Company's website.



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INSTRUCTIONS FOR E-VOTING AND ATTENDING THE AGM THROUGH VC/OAVM:

Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Act read with Rule 20 the Companies (Management and Administration) Rules, 2014, and the provisions of Regulation 44 of the SEBI Listing Regulations, Members are provided with the facility to cast their vote on all items/resolutions set forth in this Notice, through remote e-voting (i.e. facility of casting votes by using an electronic voting system from a place other than the venue of AGM) or e-voting during the AGM, at Link Intime India Pvt. Ltd.'s e-voting platform. Members are provided with facility to attend the AGM through VC/OAVM facility provided by Link Intime India Pvt. Ltd.

The remote e-voting period will begin on **Tuesday, 15th September, 2020 at 9:00 a.m.** and end on **Thursday, 17th September, 2020 at 5:00 pm.** During this period, Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date** i.e. **Friday, 11th September 2020** may cast their vote electronically. The e-Voting module shall be disabled by Link Intime India Pvt. Ltd. (LIPL) for voting thereafter. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting facility during the AGM.

Detailed Instructions for casting votes through e-voting system and attending the AGM through VC/OAVM are as:

REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS:

1. **Open the internet browser and launch the URL:**
<https://instavote.linkintime.co.in>

Those who are first time users of LIPL e-voting platform or holding shares in physical mode have to mandatorily generate their own Password, as under:

- Click on **"Sign Up"** under **'SHARE HOLDER'** tab and register with your following details: -

A. **User ID:** Enter your User ID

- Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**



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- Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
 - Shareholders/ members holding shares in **physical form shall provide Event No + Folio Number** registered with the Company
- B. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable.
- C. **DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP /Company - in DD/MM/YYYY format)
- D. **Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/ Company.
- Shareholders/ members holding shares in **CDSL demat account shall provide either 'C' or 'D', above**
 - Shareholders/ members holding shares in **NSDL demat account shall provide 'D', above**
 - Shareholders/ members holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above
 - Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
 - Click "confirm" (Your password is now generated).

NOTE: If Shareholders/ members are holding shares in demat form and have registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier event of any company then they can use their existing password to login

2. Click on '**Login**' under '**SHARE HOLDER**' tab
3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'.
4. After successful login, you will be able to see the notification for e-voting. Select '**Kranti Industries Limited/ Event number 200163**'.
5. E-voting page will appear.



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6. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
7. After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.
8. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

If you have forgotten the password:

- Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'
- Enter **User ID**, select **Mode** and Enter Image Verification (CAPTCHA) Code and Click on '**Submit**'.
- In case shareholders/ members is having valid email address, Password will be sent to his / her registered e-mail address.
- Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
- The password should contain minimum 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice. During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event". Shareholders/ members holding multiple



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folios/demat account shall choose the voting process separately for each of the folios/demat account. In case shareholders/ members have any queries regarding e-voting, they may refer the Frequently Asked Questions ('FAQs') and InstaVote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or send an email to enotices@linkintime.co.in or contact on: - Tel: 022 -4918 6000.

PROCESS AND MANNER FOR ATTENDING THE ANNUAL GENERAL MEETING THROUGH INSTAMEET:

1. Open the internet browser and launch the URL:
<https://instameet.linkintime.co.in>

• Select the “**Company**” and ‘**Event Date**’ and register with your following details: -

A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No.

• Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**

• Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**

• Shareholders/ members holding shares in **physical form shall provide Folio Number** registered with the Company

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. Mobile No.: Enter your mobile number.

D. Email ID: Enter your email id, as recorded with your DP/Company.

• Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting)

Members can log in and join 15 minutes prior to the schedule time of the AGM and window for joining the meeting shall be kept open till the expiry of 15 minutes after the scheduled time. The Company shall provide VC/OAVM facility to Members to attend the AGM. The said facility will be available for 1000 Members on first come first served basis. This will not include large Members



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(i.e. Members with 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, chairpersons of the audit committee, nomination & remuneration committee and stakeholders' relationship committee, auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

Please refer the instructions (annexure) for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

INSTRUCTIONS FOR SHAREHOLDERS/ MEMBERS TO SPEAK DURING THE ANNUAL GENERAL MEETING THROUGH INSTAMEET:

1. Shareholders who would like to speak during the meeting must register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at investor@krantiindustries.com from 10th of September, 2020 to 13th of September, 2020.

Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.
3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.



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INSTRUCTIONS FOR SHAREHOLDERS/ MEMBERS TO VOTE DURING THE ANNUAL GENERAL MEETING THROUGH INSTAMEET:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on ‘Submit’.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting. Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting. Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to



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mitigate any kind of aforesaid glitches. In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

ANNEXURE

Guidelines to attend the AGM through InstaMEET:

For a smooth experience of viewing the AGM proceedings, shareholders/ members who are registered as speakers at the AGM are requested to download and install the Webex application in advance by following the instructions as under:

- a) Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/>
- b) If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

Step 1	Enter your First Name, Last Name and Email ID and click on Join Now.
1 (A)	If you have already installed the Webex application on your device, join the meeting by clicking on Join Now
1 (B)	If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or <u>Run a temporary application</u> . Click on <u>Run a temporary application</u> , an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now.



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STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Items No.3 & 4

Currently, the Company's Equity Shares are listed on SME platform of BSE Ltd., since 28th February, 2019. With a view to migrate to Main Board platform of BSE Ltd. and considering the related norms stipulated for such migration, one of the eligibility criteria for the Company is to have paid up share Capital more than Rs.10 Crores. Therefore, the Board of Directors has thought fit to propose and increase the existing Authorised Share Capital of the Company from Rs. 10,00,00,000 (Rupees Ten Crore only) divided into 1,00,00,000 (One Crore) Equity Shares of Rs. 10 (Rupees Ten only) each to Rs.15,00,00,000 (Rupees Fifteen Crore only) divided into 1,50,00,000 (One Crore Fifty Lakh) Equity Shares of Rs. 10 (Rupees Ten only) each, by way of creation of 50,00,000 (Fifty Lakh) Equity Shares of Rs 10/- (Rupees Ten only) each, ranking pari passu in all the respect with the existing Equity Shares of the Company.

Pursuant to the provisions of Section 13, 61 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made framed thereunder (including any amendment thereto or re-enactment thereof for the time being in force), the consent of the members of the Company is mandatory to obtain for such increase in Authorised Share Capital of the Company as well as alteration in Capital Clause of the Memorandum of Association of the Company.

Accordingly, the Resolutions set forth in Items 3 & 4 seek the approval of Members of the Company for increase in Authorised Share Capital of the Company as well as for consequential amendments in the Capital Clause of the Memorandum of Association of the Company. Your Directors recommend the said resolutions to be passed as an Ordinary Resolutions by the members of the Company.

None of the Directors, Key Managerial Personnels of the Company and their relatives is in any way interested or concerned in the Resolutions set forth in Items No.3 & 4 of the Notice, except to the extent of their shareholding in the Company.

Item No.5

The Company is having a Subsidiary Company named 'Wonder Precision Private Limited' (Hereinafter referred to as "Wonder Precision"). In wake of COVID-19 pandemic, the Government of India (GoI) had announced Nationwide Lockdown, which not only disrupt the business cycle but also broke the industries/ Companies economically, and this was faced by almost all kinds of business entities in the country, including our Subsidiary Company namely 'Wonder Precision Private Limited'.



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Currently, Wonder Precision is in need of financial assistance for their working capital requirement, for which Wonder Precision have also applied for availing loan or credit facility from banks/financial institutions, and respective Banks/ Financial Institutions need Corporate Guarantee of your Company (Kranti industries Limited). And being a Holding Company, the Board of Directors had thought fit to support the Subsidiary Company by providing required Corporate Guarantee against the loan availed by Wonder Precision. Accordingly the Resolution set forth in Item No.5 seeks approval of members.

'Wonder Precision' covered under the category of 'a person in whom any of the director of the Company is interested' as specified in the explanation to sub-section 2 of the Section 185 of the Companies Act, 2013, and hence the consent of members is being sought by way of a Special Resolution pursuant to Section 185 of the Companies Act, 2013 (as amended by the Companies (Amendment) Act, 2017) for making of loan(s) to, or giving of guarantee(s) or providing of security(ies) in connection with any Loan taken/to be taken by Wonder Precision for an aggregate amount not exceeding Rs.1,00,00,000/- (Rupees One Crore only) and necessary delegation of authority to the Board for this purpose.

Hence your Directors recommend the said resolution to be passed as a Special Resolution by the members of the Company in ensuing Annual General Meeting.

Following are the brief particulars of Loan proposed to be given or guarantee to be given or security to be provided by your company to its Subsidiary Company:

Name of the Company	Particulars of Loans to be given, or guarantee to be given or security to be provided	Purpose
Wonder Precision Private Limited	Aggregate amount of loans to be given or guarantee to be given or securities to be provided shall not exceed Rs.1,00,00,000/- (Rupees One Crore only)	For Working Capital

Except Indubala Subhash Vora, Sachin Subhash Vora and Sumit Subhash Vora, being common Directors between the Company and Wonder Precision Private Limited, and the Company and Indubala Subhash Vora, Sachin Subhash Vora and Sumit Subhash Vora to the extent of their shareholding in the Company, if any, None of the Directors, Key Managerial Personnels of the Company and their relatives is in any way interested or



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concerned in the Resolutions set forth in Items No.5 of the Notice, except to the extent of their shareholding in the Company.

By order of the Board of Directors
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SACHIN SUBHASH VORA
CHAIRMAN & MANAGING DIRECTOR
(DIN: 02002468)

DATE: 17TH AUGUST, 2020
PLACE: PUNE