

CEETA INDUSTRIES LIMITED

41st Annual General Meeting Notice

NOTICE is hereby given that the 41st Annual General Meeting (AGM) of the members of CEETA INDUSTRIES LIMITED will be held on Thursday, September 18, 2025 at 03.00 P.M. (I.S.T) through Video Conference (VC)/Other Audio Visual Means (OAVM) to transact the following businesses:-

ORDINARY BUSINESS:

1. Adoption of Audited Financial Statements for the Financial Year ended March 31, 2025.

To consider and if thought fit, to pass, the following as an **ORDINARY RESOLUTION:**

“RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.”

2. Appointment of Mr Gautam Modi (DIN 06482645), as a Director, liable to retire by rotation, who has offered himself for re-appointment.

To consider and if thought fit, to pass, the following as an **ORDINARY RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 read with the applicable rules made thereunder and other applicable provisions, if any, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, Mr Gautam Modi (DIN 06482645), Non-Executive Director, who retires by rotation and being eligible, has offered himself for reappointment, be and is hereby re-appointed as a Non-Executive Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS:

3. Approval for re-appointment of Mr. Krishna Murari Poddar (DIN 00028012) as Managing Director of the Company.

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013, and the Companies (Appointment and Qualification of Directors) Rules, 2014, and such other rules as may be applicable (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and further recommendation by the Board of Directors and subject to such other approvals as may be necessary, approval of the members be and is hereby accorded for re-appointment of Mr. Krishna Murari Poddar (DIN 00028012), who has attained the age of 79 years, as the Managing Director of the Company, not liable to retire by rotation, for a term of three (3) consecutive years, commencing from September 8, 2026 and ending on September 7, 2029 on such terms and conditions including remuneration as set out in the explanatory statement annexed to the notice, with liberty to the Board of Directors (hereinafter referred to as “the Board,” which term shall be deemed to include any Committee thereof) to alter and vary the terms and conditions of the said re-appointment including remuneration as may be agreed between the Board and Mr. Krishna Murari Poddar, subject to the provisions of the Act and Schedule V thereto”

“RESOLVED FURTHER THAT in the event of inadequacy or absence of profits in any financial year during the term of Mr. Krishna Murari Poddar’s appointment, the remuneration as approved by the Board and set out in the Explanatory Statement shall be paid to him as minimum remuneration, subject to the provisions of Schedule V of the Companies Act, 2013.”

“RESOLVED FURTHER THAT the Board (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution and for matters connected therewith or incidental thereto.”

4. Re-appointment of Mr. Avinash Kumar Khaitan (DIN: 06936383) as Non-Executive Independent Director of the Company for a second term.

To consider and if thought fit, to pass, the following as a **SPECIAL RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, and the Companies (Appointment and Qualification of Directors) Rules, 2014 and such other rules as may be applicable (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, Mr. Avinash Kumar Khaitan (DIN: 06936383), Non-Executive Independent Director of the Company, be and is hereby re-appointed as a Non-Executive Independent Director of the Company for a second consecutive term of five (5) years commencing from December 14, 2025 till December 13, 2030, not liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution and for matters connected therewith or incidental thereto.”

5. Re-appointment of Mr. Arvind Kejariwal (DIN: 08996095) as Non-Executive Independent Director of the Company for a second term.

To consider and if thought fit, to pass, the following as a **SPECIAL RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV of the Companies

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Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and such other applicable provisions, if any, of the Act and the Rules framed thereunder (including any statutory amendment(s) / modification(s) / re-enactment(s) thereof for time being in force) and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, Mr. Arvind Kejarawal (DIN: 08996095), Non-Executive Independent Director of the Company, be and is hereby re-appointed as a Non-Executive Independent Director of the Company for a second consecutive term of five (5) years commencing from February 10, 2026 till February 09, 2031, not liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution and for matters connected therewith or incidental thereto.”

Date: May 30, 2025

Place: Kolkata

By Order of the Board

Smally Agarwal

Company Secretary & Compliance Officer

ACS56522

NOTES:

- 1) The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Businesses under Item Nos. 3 to 5 as set out in the Notice, along with the relevant details of Directors seeking re-appointment at this Annual General Meeting (AGM), as required 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, are annexed hereto. The requisite declarations have been received from the Directors seeking re-appointment.
- 2) The Ministry of Corporate Affairs (MCA), vide its General Circular No. 09/2024 dated September 19, 2024, read with earlier circulars - No. 20/2020 dated May 05, 2020; No. 14/2020 dated April 08, 2020; No. 17/2020 dated April 13, 2020; No. 02/2021 dated January 13, 2021; No. 19/2021 dated December 08, 2021; No. 21/2021 dated December 14, 2021; No. 10/2022 dated December 28, 2022; and No. 09/2023 dated September 25, 2023 (collectively referred to as “MCA Circulars”)—and the Securities and Exchange Board of India (SEBI), vide its Circular No. SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated October 03, 2024 (“SEBI Circular”), has permitted companies to hold Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM), without requiring the physical presence of Members at a common venue.
Accordingly, in compliance with the provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), and the above-mentioned MCA and SEBI Circulars, the AGM of the Company is being conducted through VC/OAVM.
- 3) The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company, located at Plot No. 34–38, KIADB Industrial Area, Sathyamangala, Tumkur – 572104, which shall be considered the deemed venue of the AGM.
- 4) As this AGM is being held through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by Members will not be available and the Proxy Form, Attendance Slip and the Route Map to the venue are not annexed to this Notice.
However, Institutional/Corporate Shareholders (i.e., entities other than individuals, HUFs, NRIs, etc.) are entitled to appoint authorised representatives to attend the AGM through VC/OAVM, in accordance with Section 113 of the Companies Act, 2013, and participate and vote through remote e-voting or e-voting during the AGM.
- 5) Members attending the AGM through VC/OAVM shall be counted for the purpose of quorum, as per the provisions of Section 103 of the Companies Act, 2013.
- 6) Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), along with applicable circulars issued by the MCA and SEBI, the Company is providing its Members the facility to vote electronically on all resolutions proposed at the AGM.

The Company has engaged Central Depository Services (India) Limited (CDSL) as the authorized e-voting

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agency to facilitate both remote e-voting and e-voting during the AGM. Members may cast their votes electronically either during the remote e-voting period or at the AGM. Detailed instructions for remote e-voting and participation in the AGM through VC/OAVM are annexed to this Notice.

- 7) In compliance with the MCA Circulars and SEBI Circulars, electronic copies of the Annual Report for the financial year 2024–25 and the Notice of the 41st Annual General Meeting (AGM) are being sent to all Members whose email addresses are registered with the Company, its Registrar and Transfer Agent (RTA), or Depository Participant(s).

Members are requested to note that the Notice convening the AGM and the Annual Report for FY 2024-25 will also be available on the Company's website at www.ceeta.com, the websites of the Stock Exchanges—BSE Limited at www.bseindia.com—and on the website of Central Depository Services (India) Limited (CDSL) at www.evotingindia.com.

Further, the Annual Report for FY 2024-25 and the Notice of the 41st AGM will be sent to those members whose names appear in the Register of Members as at the close of business hours on August 08, 2025.

In accordance with Regulation 36(1)(b) of the SEBI Listing Regulations, a letter containing the web link with the exact path where the complete details of the Annual Report FY 2024-25 are available will be sent to members who have not registered their email addresses with the Company, its Registrar and Transfer Agent (RTA), or Depository Participant(s).

Members are requested and encouraged to register / update their email addresses, with their Depository Participant (in case of Shares held in dematerialised form) or with Registrar and Share Transfer Agents (RTA-Niche Technologies Private Limited (in case of Shares held in physical form).

Any member desiring a physical copy of the Annual Report for FY 2024-25 may request the same by sending an email to kolkata@ceeta.com, quoting their Folio Number/DP ID and Client ID.

- 8) Investors who became members of the Company after the dispatch of the AGM Notice and hold shares as of the cut-off date, i.e., September 11, 2025, are requested to send a written or email communication to the Company at kolkata@ceeta.com or nichetechpl@nichetechpl.com, mentioning their Folio Number / DP ID and Client ID, to obtain their Login ID and Password for e-voting.
- 9) The relevant Registers and documents referred to in the Notice will be available electronically for inspection by the Members during the AGM. Members seeking to inspect these documents may send a request via email to kolkata@ceeta.com.
- 10) The Register of Members and Share Transfer Books will remain closed from September 12, 2025 to September 18, 2025 (both days inclusive) for the purpose of the AGM.
- 11) Institutional Members/Bodies Corporate (i.e., other than individuals, HUFs, NRIs, etc.) are required to send a scanned copy (in PDF/JPG format) of the relevant Board Resolution or Authority Letter, along with the attested specimen signature(s) of the duly authorized signatory(ies) authorized to vote, via email to droliapravin@yahoo.co.in, with a copy marked to helpdesk.evoting@cdslindia.com, on or before September 17, 2025, up to 5:00 p.m. Votes received without such authorization shall not be considered valid.
- 12) The Board of Directors have appointed Mr Pravin Kumar Drolia (Prop. of M/s. Drolia & Company), Kolkata, Practising Company Secretaries (C.P. No. 1362) as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer, after scrutinizing the e-voting completed at the Meeting and through remote e-voting will not later than 48 (Forty-Eight) hours of conclusion of the Meeting, make the consolidated Scrutinizer's Report and submit the same to the Chairperson or a person duly authorised by the Chairperson, who shall countersign the same and declare the result of the voting forthwith. The Results shall be declared within 48 (Forty-Eight) hours after the conclusion of the AGM. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the AGM.
- 13) The results declared along with the Scrutinizer's Report shall be placed on the Company's website at www.ceeta.com and will simultaneously be communicated to CDSL, viz., www.evotingindia.com and the websites of the Stock Exchanges—BSE Limited at www.bseindia.com, where the company shares are listed.
- 14) Voting Rights shall be reckoned on the paid-up value of equity shares, registered in the name of the Members as on the cut-off date i.e., September 11, 2025. A person, whose name is recorded in the Register of Members or in the Register of beneficial owners (in case of electronic shareholding) maintained by the

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depositories as on the cut-off date, i.e., September 11, 2025, only shall be entitled to avail the facility of remote e-voting.

- 15) The Securities and Exchange Board of India (SEBI) vide Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 07, 2024, have mandated furnishing of PAN, KYC details (i.e., Postal Address with Pin Code, email address, mobile number, bank account details) and nomination details by holders of securities in physical form. Members holding shares in physical mode and who have not updated their email addresses / other details like Nomination, KYC etc., with the Company / Depository Participant(s) / RTA pursuant to the aforesaid circular, may follow the process detailed below

Type of holder	Process to be followed	
Physical	For availing the following investor services, send a written request in the prescribed forms to the Company or Registrar and Transfer Agent (RTA) of the Company i.e. Niche Technologies Private Limited:	
	Form No.	Description of the Form
	Form-ISR 1	Form for availing investor services to register PAN, email address, bank details and other KYC details or changes / update thereof for securities held in physical mode
	Form-ISR 2	Update of signature of securities holder by Banker
	Form-ISR 3	Declaration Form for opting out of Nomination
	Form-ISR 4	Form for requesting issue of duplicate certificate and other service requests for shares / debentures / bonds, etc., held in physical form
	Form SH-13	For nomination as provided in Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014
	Form SH-14	Cancellation of nomination by the holder(s) (along with ISR-3) / Change of nominee
Demat	Please contact your DP and register your email address and bank account details in your demat account, as per the process advised by your DP.	

Forms ISR-1, ISR-2 are mandatory and either of ISR-3 or SH-13 or SH-14 be filled as per your choice along with the supporting documents as stated above are required to be submitted to the Company/RTA.

All the above mentioned forms are available on the website of the Company under Investor section-Disclosures under regulation 46 - Other Shareholders Information at <https://ceeta.com/disclosures-under-regulation-46> and the RTA at <https://nichetechpl.com/downloads/>.

Any service requests or complaints received from members holding shares in physical form will not be processed by the RTA unless the required KYC details/documents are duly submitted. Further, Members will be able to lodge grievances, avail services from the RTA, and receive payments, including dividends (if any), only through electronic mode and subject to completion of the prescribed KYC compliances for their respective folios.

All members holding shares in physical form are advised to complete the KYC formalities at the earliest to ensure uninterrupted service and receipt of benefits.

- 16) In accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, requests for effecting the transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository. Further, issuance of duplicate securities certificates, claims from the Unclaimed Suspense Account, renewal/exchange of securities certificates, endorsement, sub-division/splitting of securities certificates, consolidation of securities certificates/folios, transmission, and transposition of securities held in physical form shall also be effected only in dematerialized form. Accordingly, Members holding shares in physical form are requested to convert their holdings into dematerialized form to eliminate all risks associated with physical certificates and to ensure ease of portfolio management as well as smooth transferability, if required.

- 17) Members are advised to exercise due diligence and notify the Company of any change in address or

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demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant ('DP') and holdings should be verified from time to time.

- 18) SEBI vide Master Circular no. SEBI/HO/OIAE/ OIAE_IAD-3/P/CIR/2023/195 dated July 31, 2023 (updated as on December 20, 2023) has specified that a member shall first take up his/ her/their grievance directly with the company and if the grievance is not redressed satisfactorily, the member may escalate the same through SEBI SCORES Portal in accordance with the process laid out therein. If the shareholder is not satisfied with the outcome, he/she/they can initiate dispute resolution through the Online Dispute Resolution ("ODR") Portal. A common "Online Dispute Resolution Portal" ("ODR Portal"), called the SMART ODR has been established for this purpose. The link to access the portal is <https://smartodr.in/login>. Relevant details with respect to ODR portal and SEBI Circulars are available on the website of the Company at www.ceeta.com.

INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AND JOINING 41st AGM THROUGH VC/OVAM AREAS UNDER

The remote e-voting period begins on Monday, September 15, 2025 at 10.00 A.M. (IST) and ends on Wednesday, September 17, 2025 at 05.00 PM (IST). During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 11, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

The details of the process and manner for remote e-voting is a two step process explained below:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Pursuant to SEBI circular 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 e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<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 to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab.2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) 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 &

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	<p>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 with NSDL Depository	<ol style="list-style-type: none">1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.2) If the user is 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.jsp3) 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting4) For OTP based login you can click on https://eservices.nsdl.com /SecureWeb/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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<p>You can also login using the login credential of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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</p>

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company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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. CDSL and NSDL.

Login type	Helpdesk details
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 09911
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.co.in or call at : 022-4886 7000 and 022-2499 7000

Step 2: Access through CDSL e-voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

Login method for e-voting and joining virtual meetings for physical shareholders and shareholders other than individual holding in demat form.

- The shareholders should log on to the e-voting website www.evotingindia.com.
- Click on "Shareholders" module.
- Now enter your User ID
- For CDSL: 16 digits beneficiary ID,
- For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- For Shareholders holding shares in Physical Form : Folio Number registered with the Company.
- Next enter the Image Verification as displayed and Click on Login.
- If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- If you are a first-time user follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat.	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- After entering these details appropriately, click on "SUBMIT" tab.
- Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

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- For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Click on the EVSN : **CEETA INDUSTRIES LIMITED**
- On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- **Additional Facility for Non–Individual Shareholders and Custodians –For Remote Voting only**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; drolipravin@yahoo.co.in and kolkata@ceeta.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING AREAS UNDER:

- The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
- The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
- Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
- Shareholders are encouraged to join the Meeting through Laptops/ IPads for better experience.
- Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- The Shareholders can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors

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etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

- Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at kolkata@ceeta.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at kolkata@ceeta.com. These queries will be replied to by the company suitably by email.
- Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- Only those shareholders, who are 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 available during the AGM.
- If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

- **For Physical shareholders-** please provide necessary details like 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 Company/RTA email id.
- **For Demat shareholders -** Please update your email id & mobile no. with your respective Depository Participant (DP)
- **For Individual Demat shareholders –** Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurax, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

Date: May 30, 2025

Place: Kolkata

By Order of the Board

Smally Agarwal
Company Secretary & Compliance Officer
ACS56522

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

The following Explanatory Statement sets out all the material facts relating to the Special businesses mentioned under Item Nos. 3 to 5 of the accompanying Notice dated May 30, 2025.

ITEM NO: 3

The Members had re-appointed Mr. Krishna Murari Poddar (DIN: 00028012) as Managing Director of the Company at the 37th Annual General Meeting held on September 8, 2021, for a period of five (5) years commencing from September 8, 2021, till September 7, 2026, by passing a Special Resolution. The tenure of Mr. Krishna Murari Poddar, Managing Director, will end on September 7, 2026.

The Nomination and Remuneration Committee (NRC) and the Board of Directors, vide resolutions passed at their respective meetings held on May 30, 2025, have recommended the re-appointment of Mr. Krishna Murari Poddar, who has attained the age of 79 years, as Managing Director of the Company, not liable to retire by rotation, for a term of three (3) consecutive years, commencing from September 8, 2026 and ending on September 7, 2029. In view of his age, the proposed re-appointment requires the approval of the Members by way of a Special Resolution, in accordance with the provisions of Section 196(3)(a) of the Companies Act, 2013. The NRC and the Board, at their meetings held on May 30, 2025, evaluated Mr. Krishna Murari Poddar's performance during his current term and noted his continued contribution to the growth and strategic direction of the Company. His extensive experience, deep understanding of the business, and consistent leadership over the years have significantly contributed to the Company's progress. Based on this assessment and his diverse professional experience, the NRC recommended his re-appointment, including the remuneration and terms and conditions of re-appointment. In the opinion of the Board, his re-appointment is in the best interests of the Company, given the paucity of experienced and skilled personnel, and the remuneration payable to him is commensurate with his abilities and experience.

The proposed remuneration and terms and conditions of re-appointment of Mr Krishna Murari Poddar (hereinafter referred to as the Managing Director) are as given below:

- a. The Managing Director shall perform his duties subject to the superintendence, control and direction of the Board of Directors of the Company.
 - b. In consideration of the performance of his duties, the Managing Director shall be entitled to receive remuneration as stated herein below:
 - i) Fixed Compensation:

The Fixed Compensation shall comprise Basic Salary, along with the Company's contributions to the Provident Fund and Gratuity Fund, in accordance with applicable laws. The Basic Salary shall be less than ₹12,00,000/- per annum, payable monthly. The specific amount, as well as any annual increments, shall be determined by the Nomination and Remuneration Committee and/or the Board of Directors, based on the performance of the Managing Director, the profitability of the Company, and other relevant factors.
 - ii) Flexible Compensation (Perquisites and Allowances):

In addition to the Fixed Compensation, the Managing Director shall be entitled to the following perquisites and allowances in accordance with the Policy/Rules of the Company and applicable provisions of the Companies Act, 2013.

 - House Rent Allowance at 50% of Basic Salary
 - Leave Travel Assistance for self and spouse once in a year;
 - Payment/reimbursement of domiciliary care expenses and medical expenses (both domestic and foreign) for self and spouse;
 - Use of Company car(s) with driver(s) for official purposes, provision of telephone(s)/mobile(s), and payment/reimbursement of related expenses;
 - Special allowance - ₹1,20,000/- p.a. payable monthly, towards the services of domestic help and other household assistance.
 - Club facilities for upto two clubs (excluding admission and life time membership fees)
 - Any other perquisites and allowances as may be approved by the Board from time to time, subject to Company policy and applicable law.
- The total remuneration comprising fixed and flexible components payable to the Managing Director shall not exceed ₹30,00,000/- per annum (equivalent to ₹2,50,000/- per month) during any financial year.
- iii) Overall Remuneration:

The total remuneration, including salary components, perquisites, allowances, and any other benefits paid or payable to the Managing Director, as may be determined by the Board in its absolute discretion and in accordance with applicable rules, shall be in compliance with the provisions of Section 197, read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force).
 - iv) Loans:
 - a. Granting of loans according to Company's Scheme subject to necessary approval(s), if applicable.
 - b. Continuation of Loans, if already availed.

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Notes:

- I. Unless otherwise stipulated, all perquisites shall be evaluated as per the Income Tax Rules, wherever the actual cost cannot be determined
- II. In the event the Company has no profits or its profits are inadequate during any financial year of the Managing Director's tenure, the remuneration (inclusive of salary, commission, and perquisites) shall be paid in accordance with Schedule V of the Companies Act, 2013.
- III. The remuneration structure outlined represents the maximum permissible limits. The Nomination and Remuneration Committee and/or the Board may, in their absolute discretion, pay a lower remuneration and revise the same from time to time, within the maximum limits.
- IV. In the event of any amendments or re-enactments of the Companies Act, 2013 or the Income Tax Act, 1961, all references in this document shall be deemed to refer to the corresponding updated provisions, rules, or notifications.
- V. If at any time the Managing Director ceases to be in the employment of the Company for any reason whatsoever, he shall cease to be the Managing Director of the Company.
- VI. The Managing Director is appointed by virtue of his employment in the Company and is not liable to retire by rotation. No sitting fees shall be paid for attending Board or Committee meetings during his tenure. The appointment shall be terminable by either party upon giving three months' written notice. No compensation shall be payable upon such termination.

Mr. Krishna Murari Poddar satisfies all other conditions set out in Part-I of Schedule V and sub-section (3) of Section 196 of the Companies Act, 2013, for eligibility for re-appointment.

The Company has received his consent for re-appointment along with a declaration confirming that he is not disqualified under Section 164 of the Companies Act, 2013, and is not debarred by SEBI or any other authority.

A draft letter of re-appointment, setting out the terms and conditions, will be available for inspection by Members at the Registered Office of the Company between 11:00 a.m. to 1:00 p.m. (IST) on any working day (except Sundays) up to the date of the AGM and also electronically during the meeting.

This Explanatory Statement is also deemed a disclosure under Regulation 36(3) of SEBI (LODR) Regulations, 2015, and Secretarial Standard-2 issued by the ICSI. A brief profile and disclosures of Mr. Krishna Murari Poddar are provided elsewhere in this Notice.

Except Mr. Krishna Murari Poddar, Managing Director, Mrs. Uma Poddar (spouse of Mr. Krishna Murari Poddar), Non-Executive Director, and Mr. Anubhav Poddar (son of Mr. Krishna Murari Poddar), Chief Financial Officer, none of the Directors, Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the aforementioned ITEM NO. 3 of this Notice. The Proposed resolution does not relate to or affects any other company (financially or otherwise).

In compliance with the provisions of Sections 196, 197 and other applicable provisions of the Companies Act, 2013, read with Schedule V to the Act, the terms of remuneration specified above are now being placed before the Members for their approval.

The Board recommends the SPECIAL RESOLUTION as set out at ITEM NO. 3 of this Notice for approval by the Members.

The following additional information of Section II of Part II of Schedule V to the Companies Act, 2013 is given below:

- (i) The proposed remuneration payable has been approved by a resolution of the NRC and the Board of Directors respectively;
- (ii) The Company has not committed any default in payment of dues to any bank or public financial institution or nonconvertible debenture holders or any other secured creditor, and in case of default, the prior approval of the bank or public financial institution concerned or the non-convertible debenture holders or other secured creditor, as the case may be, shall be obtained by the Company before obtaining the approval from the Members;
- (iii) Members consent is sought via Special Resolution for remuneration for three years
- (iv) A statement containing further information is set out hereunder:

Nature of industry	The company is principally engaged in the Business of Manufacturing of snacks products.
Date or expected date of commencement of Business	Existing Company in operation since 1984
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable

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Financial performance based on given indicators	Particulars	Total Income (Rs. in thousands)	Profit before Tax (Rs. in thousands)	Profit after Tax (Rs. in thousands)
	2024-2025	233584.10	37296.40	27454.16
	2023-2024	131428.09	(27447.42)	(15986.68)
	2022-2023	54304.03	(10602.10)	(12817.28)
Foreign Investments or collaborations, if any	The Company has not made any foreign investments and neither entered into any collaborations during the last financial year. However, foreign investors are holding equity in the Company.			

II. Information about the Appointees, Mr. Krishna Murari Poddar

Particulars	Mr. Krishna Murari Poddar
Background details	<p>Mr. Krishna Murari Poddar is the Promoter and Managing Director of the Company. He has been associated with the Company since its incorporation and has played a pivotal role in its growth and strategic direction. A commerce graduate by qualification, he brings with him over 50 years of rich industry experience, particularly in corporate strategy and business management.</p> <p>Under his visionary leadership, the Company achieved significant growth in its original business segments of HDPE and granite products over the past four decades. Demonstrating strategic foresight, he led the Company's diversification into the FMCG sector in November 2022, with a focus on the packaged snack category.</p> <p>He also serves as an Independent Director on the Board of Techno Electric & Engineering Company Limited (a listed company), where he is a chairperson of the CSR Committee and member of the Nomination & Remuneration Committee. Additionally, he holds directorships in two other unlisted companies.</p>
Past Remuneration	During the Financial Year ended March 31, 2025, Rs 10,25,441/- was paid as remuneration.
Recognition of awards	None
Job profile and his suitability	Mr Krishna Murari Poddar has played a vital role in the Company's growth and continues to be actively involved in its day-to-day operations and strategic direction. His ability to anticipate market trends, streamline operations, and drive innovation has been instrumental in the Company's evolution. With his extensive experience and expertise, the Board of Directors remains confident in his continued valuable contributions to the Company's growth.
Remuneration Proposed	As provided in the Explanatory Statement- Item no 3.
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The remuneration payable has been benchmarked against the remuneration drawn by individuals in similar positions or roles within the industry. Considering the size of the Company and Mr. Krishna Murari Poddar's profile, knowledge, and extensive experience, the NRC Committee and the Board of Directors are of the opinion that the proposed remuneration is reasonable.
Pecuniary relationship directly or indirectly with the Company or relationship with managerial person, if any	<p>Mr. Krishna Murari Poddar is the spouse of Mrs. Uma Poddar, Non-Executive Director, and the father of Mr. Anubhav Poddar, Chief Financial Officer of the Company. He does not hold any shares in his individual capacity but holds 1,50,000 shares in the capacity of Karta of the Krishna Murari Poddar HUF.</p> <p>Except for his remuneration as stated above and the relationships mentioned herein, Mr. Krishna Murari Poddar has no other pecuniary relationship with the Company.</p>

III. Other Information:

Reasons of loss or inadequate profits	During FY 2024-25, the Company has performed satisfactorily and is currently generating adequate profits. However, being in the FMCG sector, it remains exposed to external factors such as raw materials & oil price fluctuations, regulatory changes, and market competition, which
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	may result in periods of inadequate profits during the tenure of the reappointment. As a prudent corporate governance measure, the Company proposes to pass a Special Resolution pursuant to the provisions of Section 197, read with Schedule V of the Companies Act, 2013. This will enable the Company to pay remuneration to its managerial personnel in the event of no profits or inadequate profits at any time during their tenure.
Steps taken or proposed to be taken for improvement.	The Company has undertaken a series of strategic and operational initiatives aimed at improving its current position. It has also formulated plans to enhance productivity and profitability, with a strong focus on cost reduction and bottom-line improvement.
Expected increase in productivity and profits in measurable terms.	The Company anticipates a significant improvement in its financial and operational performance in the coming years. Based on current projections and the strategic initiatives undertaken, it expects to generate sufficient profits to meet its financial obligations, including the payment of managerial remuneration.

The details regarding the remuneration package of all Directors for the Financial Year 2024–2025 have been disclosed separately in the Board's Report, which forms an integral part of the Annual Report.

ITEM NO: 4

Mr. Avinash Kumar Khaitan was appointed as a Non-Executive Independent Director of the Company for a term of five consecutive years, effective from December 14, 2020 to December 13, 2025. The Board of Directors, on the recommendation of the Nomination and Remuneration Committee (NRC), proposes to re-appoint Mr. Avinash Kumar Khaitan for a second term of five years, from December 14, 2025 to December 13, 2030, not liable to retire by rotation, subject to approval of the Members by way of a Special Resolution.

The NRC and the Board, at their meetings held on May 30, 2025, evaluated Mr. Avinash Kumar Khaitan's performance during his current term and noted his continued contributions, deep expertise in governance, finance, regulatory advisory, and his commitment to the Board. Based on this assessment and his diverse professional experience, the NRC recommended his re-appointment as an Independent Director for a second term of five years.

The Company has received the consent of Mr. Avinash Kumar Khaitan for his re-appointment, along with a declaration confirming that he is not disqualified from being re-appointed as a Director under Section 164 of the Companies Act, 2013, and that he meets the criteria of independence as prescribed under Section 149(6) of the said Act. He has further confirmed that he is not debarred from holding the office of Director by any order issued by SEBI or any other regulatory authority.

In the opinion of the Board, Mr. Avinash Kumar Khaitan continues to meet the criteria for independence as prescribed under the Companies Act, 2013 and his re-appointment is in the best interests of the Company.

A draft letter of re-appointment, setting out the terms and conditions, will be available for inspection by Members at the Registered Office of the Company between 11:00 a.m. to 1:00 p.m. (IST) on any working day (except Sundays) up to the date of the AGM and also electronically during the meeting.

This Explanatory Statement may also be deemed to be a disclosure under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 (SS-2) issued by the Institute of Company Secretaries of India. A brief profile and additional disclosures of Mr. Avinash Kumar Khaitan are provided elsewhere in this Notice.

Except Mr. Avinash Kumar Khaitan, none of the Directors, Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the aforementioned ITEM NO. 4 of this Notice. The Proposed resolution does not relate to or affects any other company (financially or otherwise).

The Board recommends the SPECIAL RESOLUTION as set out at ITEM NO. 4 of this Notice for approval by the Members.

ITEM NO: 5

Mr. Arvind Kejariwal was appointed as a Non-Executive Independent Director of the Company for a term of five consecutive years, effective from February 10, 2021 till February 09, 2026. The Board of Directors, on the recommendation of the Nomination and Remuneration Committee (NRC), proposes to re-appoint Mr. Arvind Kejariwal for a second term of five years, from February 10, 2026 till February 09, 2031, not liable to retire by rotation, subject to approval of the Members by way of a Special Resolution.

The NRC and the Board, at their meetings held on May 30, 2025, evaluated Mr. Arvind Kejariwal's performance during his current term and noted his continued contributions, deep expertise in banking, finance, corporate strategy, regulatory advisory, and his commitment to the Board. Based on this assessment and his diverse professional experience, the NRC recommended his re-appointment as an Independent Director for a second term of five years.

The Company has received the consent of Mr. Arvind Kejariwal for his re-appointment, along with a declaration confirming that he is not disqualified from being re-appointed as a Director under Section 164 of

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the Companies Act, 2013, and that he meets the criteria of independence as prescribed under Section 149(6) of the said Act. He has further confirmed that he is not debarred from holding the office of Director by any order issued by SEBI or any other regulatory authority.

In the opinion of the Board, Mr. Arvind Kejariwal continues to meet the criteria for independence as prescribed under the Companies Act, 2013 and his re-appointment is in the best interests of the Company.

A draft letter of re-appointment, setting out the terms and conditions, will be available for inspection by Members at the Registered Office of the Company between 11:00 a.m. to 1:00 p.m. (IST) on any working day (except Sundays) up to the date of the AGM and also electronically during the meeting.

This Explanatory Statement may also be deemed to be a disclosure under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 (SS-2) issued by the Institute of Company Secretaries of India. A brief profile and additional disclosures of Mr. Arvind Kejariwal are provided elsewhere in this Notice.

Except Mr. Arvind Kejariwal, none of the Directors, Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the aforementioned ITEM NO. 5 of this Notice. The Proposed resolution does not relate to or affects any other company (financially or otherwise).

The Board recommends the SPECIAL RESOLUTION as set out at ITEM NO. 5 of this Notice for approval by the Members.

ANNEXURE

Details of Directors seeking re-appointment at the Annual General Meeting (Pursuant to regulation 36(3) of the Listing Regulations)

Name of the Director	Mr Gautam Modi	Mr Krishna Murari Poddar	Mr Avinash Kumar Khaitan	Mr Arvind Kejariwal
DIN	06482645	00028012	06936383	08996095
Designation	Non-Executive Director	Managing Director	Non-Executive Independent Director	Non-Executive Independent Director
Date of Birth (Age)	24-11-1971 (53yrs)	20-06-1945 (79yrs)	02-06-1956 (68yrs)	25-10-1977 (47yrs)
Nationality	Indian	Indian	Indian	Indian
Date of first appointment on the Board	04-12-2017	01-06-2006	14-12-2020	10-02-2021
Brief Resume (including Qualifications, experience and Expertise in specific functional area)	Mr Gautam Modi is a commerce graduate and pose experience of more than 25yrs in field of Administration & Human Resource ,Sales & Marketing	Mr. Krishna Murari Poddar, is the promoter of the Company and a commerce graduate with extensive experience in operations, finance, administration, and various facets of industrial enterprise management of over 52 yrs. With a rare combination of strategic vision, dynamic leadership and conscientious administration. He has played a pivotal role in transforming the Company into an efficient, vibrant, and investor friendly organization. His leadership has been instrumental in identifying and pursuing new business opportunities, thereby contributing significantly to the Company's sustained growth and development.	Mr. Avinash Kumar Khaitan, is a Commerce Graduate from Calcutta University. He possesses around 17 yrs of experience in the fields of finance and accounting, as well as in administration, financial management, and human resource management. His diverse professional background brings valuable insight and expertise to the Company's operations.	Mr. Arvind Kejariwal, holds a Post Graduate Diploma in Business Analytics (PGDBA) from ICFAI, Bangalore. He possesses around 10 yrs of experience and specializes in the fields of finance, banking, and corporate strategy, bringing valuable expertise to the Company.

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Name of the Director	Mr Gautam Modi	Mr Krishna Murari Poddar	Mr Avinash Kumar Khaitan	Mr Arvind Kejariwal
Terms and conditions of Re-appointment	Re-appointment in terms of Section 152(6) of the Companies Act, 2013	As provided in the Resolution and the Explanatory Statement Item no 3	As provided in the Resolution and the Explanatory Statement Item no 4	As provided in the Resolution and the Explanatory Statement Item no 5
Skills and abilities required for the Role as an Independent Director and Justification for the Manner in which proposed appointee meets requirement	Not Applicable	Not Applicable	Financial & Accounting, Administration & Human Resource Given the experience and expertise possessed by Mr Avinash Kumar Khaitan, the Nomination and Remuneration Committee and the Board of Directors have recommended his re-appointment for the second term.	Banking & Corporate Strategy Given the experience and expertise possessed by Mr Arvind Kejariwal, the Nomination and Remuneration Committee and the Board of Directors have recommended his re-appointment for the second term.
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company inter-se	None	Spouse of Mrs Uma Poddar, Non-Executive Director & Father of Mr Anubhav Poddar, CFO. He is not related to any other Director / Key Managerial Personnel of the Company	None	None
Directorship in Other listed entities	None	Techno Electric & Engineering Co. Ltd	None	None
Directorship in Other Companies (excluding Listed Entities, Foreign Companies and Section 8 Companies)	Balaji Infra & Logistics Private Limited	Baitakhal Properties Pvt. Ltd. Mindstream Agrico Private Limited	Mangalam Equity Management Pvt. Ltd Ramkrishna Management Consultancy Pvt. Ltd Global Agency Pvt. Ltd. Eastern Agency & Allied Products Ltd Arjun Minerals & Transporters Ltd Anniversary Investments & Agencies Ltd Himgari Commercial Ltd Radha Priya Pvt Ltd Hilltop Metals Ltd Lotus Trading Pvt Ltd Rashmi Properties & Investments Ltd	None
Chairpersonships / Memberships of Committees held in Committees of Other Companies	None	Chairperson of CSR Committee and Member of NRC Committee of Techno Electric & Engineering Co. Ltd	None	None
Listed entities from which the person has resigned in the past three years	None	None	None	None
Remuneration last drawn (in Rs) (during FY 2024-25)	Remuneration: Nil Sitting Fees : Rs 20,000/-	Remuneration: Rs 10,25,441/- Not entitled for sitting fees	Remuneration: Nil Sitting Fees : Rs 25,000/-	Remuneration: Nil Sitting Fees : Rs 15,000/-

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Name of the Director	Mr Gautam Modi	Mr Krishna Murari Poddar	Mr Avinash Kumar Khaitan	Mr Arvind Kejariwal
Remuneration sought to be paid	Sitting fees for attending Board and Committee Meetings	As provided in the Explanatory Statement Item no 3	Sitting fees for attending Board and Committee Meetings	Sitting fees for attending Board and Committee Meetings
Shareholding in the Company (as on cut-off date i.e. May 30, 2025) (including beneficial owner)	<ul style="list-style-type: none"> • By Self: 2800 equity shares • As a Beneficial Owner: None 	<ul style="list-style-type: none"> • By Self : None • As a Beneficial Owner: <ul style="list-style-type: none"> i) 1,50,000 equity shares (as Karta of Krishna Murari Poddar HUF) ii) 22,50,000 equity shares (as Beneficial owner of Coronation Refrigeration Industries Ltd) 	None	None
Number of Board Meetings Attended during FY 2024–25	4 out of 5 meetings held	5 out of 5 meetings held	5 out of 5 meetings held	3 out of 5 meetings held
Information as required pursuant to BSE Circular with ref. no. LIST/COMP/ 14/ 2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/ CML/ 2018/ 24, dated 20th June, 2018	He is not debarred from holding the office of director by virtue of any SEBI order or any other such authority	He is not debarred from holding the office of director by virtue of any SEBI order or any other such authority	He is not debarred from holding the office of director by virtue of any SEBI order or any other such authority	He is not debarred from holding the office of director by virtue of any SEBI order or any other such authority