# 2026

## 07th Annual General Meeting

KRM Ayurveda Limited

Rooted in Ayurveda

Guided by Tradition

Committed to Wellness

# NOTICE OF ANNUAL GENERAL MEETING

**Notice is hereby given that the 07th Annual General Meeting of the Members (Shareholders) of KRM Ayurveda Limited, ("the Company") will be held through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM), on Wednesday, the 30th Day of September, 2026 at 12.30 P.M (IST) to transact the following businesses: -**

## ORDINARY BUSINESS:

**1. ADOPTION OF FINANCIAL STATEMENTS**

To receive, consider and adopt the Audited Financial Statements (Standalone) for the financial year ended on the 31st March, 2026 together with the reports of the Board of Directors and Auditors thereon.

To consider, review and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

**"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Reports of the Board of Directors and Statutory Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."**

**2.TO RE-APPOINT MR. PUNEET DHAWAN (DIN: 08553667) AS A DIRECTOR WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT, AS A DIRECTOR OF THE COMPANY.**

To consider, review and if thought fit, to pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT pursuant to the provision of Section 152 and the Companies (Appointment and qualification of Directors) Rules, 2014 and other applicable provisions (including any modification or re-enactment thereof) if any, of the Companies Act 2013, the approval of shareholders of the Company, be and is hereby accorded for the re-appointment of Mr. Puneet Dhawan (DIN: 08553667) as a "Director", who shall be liable to retires by Rotation being eligible and offered himself for re-appointment."**

Brief profile of the Director is enclosed as Annexure – A to this notice.

## SPECIAL BUSINESS:

To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution:

**3. TO FIX REMUNERATION OF MR. PUNEET DHAWAN, MANAGING DIRECTOR OF THE COMPANY.**

"**RESOLVED** THAT pursuant to the recommendation of Nomination and Remuneration Committee and pursuant to the provision of section197, 198, 203 and other applicable provisions, if any of the Companies Act, 2013 and Companies (Appointment and remuneration of managerial personnel) Rules, 2014 (including rules notifications, any statutory modification, amendment or re-enactment thereof for the time being in force and as may enacted from time to time) read with schedule V of the said Act, and such other approval permissions and sanctions of such authorities and/or agencies as may be required in this regard and subject to the provisions of Article of Association of the Company, the approval of the Members be and is hereby accorded for fixation of limit of remuneration of Mr. Puneet Dhawan (DIN: 08553667), Managing Director of the Company with effect from April 1, 2026 to March 31, 2027 as mentioned below:

Basic Salary and Allowances up to 144.00 Lakhs p.a.

**RESOLVED FURTHER THAT** notwithstanding anything contained in Section 197, 198 and Schedule V of the Companies Act, 2013 or any amendment/re-enactment thereof or any revised/new schedule thereof, in the event of absence of profits or inadequate profits in any financial year, the salary, perquisites and statutory benefits, as set out in the explanatory statement forming part of this resolution be paid as minimum remuneration to Mr. Puneet Dhawan, Managing Director.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things, to enter into such agreement(s), deed(s) of amendment(s) or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution or as otherwise considered by the Board to be in the best interest of the Company, as it may deem fit."

**4. TO APPROVE RELATED PARTY TRANSACTIONS.**

To consider and if thought fit, to pass with or without modification(s), the following resolution as **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 and Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions and rules thereto, and Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, if applicable and subject to such amendments as may be made therein, the approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to enter into transactions as detailed hereunder with following Related Parties as defined under the Act for purchase/sale of goods, services and/or any other business activities during the financial year 2026-27.

| Name of Related Party | Maximum Amount of Transaction (Upto) | Type of Transaction |
|---|---|---|
| Karma Life Care LLC | 250,000,000 | Sale of goods or services |
| Karma Online Services LLC | 150,000,000 | Sale of goods or services |
| Karma Management Consultant LLC | 50,000,000 | Sale of goods or services |
| Puneet Dhawan | 20,000,000 | Royalty |
| Puneet Dhawan | 32,500,000 | Rent |
| Som Dev Dhawan | 10,000,000 | Rent |
| Tanya Dhawan | 1,800,000 | Professional Services |

## 5. TO APPROVE APPOINTMENT OF SECRETARIAL AUDITOR

To consider and if thought fit, to pass with or without modification(s), the following resolution as **Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), as amended from time to time, and other applicable laws, rules, regulations and guidelines, and based on the recommendation of the Audit Committee and the approval and recommendation of the Board of Directors of the Company, M/s. Amit K Mangla & Company, Company Secretaries in Practice, [FRN: S2020HR736700], a Peer Reviewed Company Secretary/Firm of Company Secretaries, be and is hereby appointed as the Secretarial Auditor of the Company for a term of 1 (one) financial year commencing from Financial Year 2026-27 to conduct the Secretarial Audit of the Company and issue the Secretarial Audit Report in accordance with the applicable provisions of the Act, SEBI LODR Regulations and other applicable laws, at a remuneration of ₹1,00,000/- per annum plus applicable taxes and reimbursement of out-of-pocket expenses, as may be mutually agreed between the Board of Directors and the Secretarial Auditor.

**RESOLVED FURTHER** THAT the Board of Directors of the Company, including any Committee thereof or any officer authorized by the Board, be and is hereby authorized to determine and finalize the terms and conditions of appointment, remuneration and other incidental matters and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or desirable to give effect to this resolution."

**6. TO APPROVE VARIATION/ADJUSTMENT IN UTILISATION OF IPO PROCEEDS AND AUTHORISATION FOR UTILISATION OF BALANCE IPO PROCEEDS TOWARDS GENERAL CORPORATE PURPOSES**

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 27 and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time, and other applicable laws, regulations, circulars and guidelines, and subject to such approvals, permissions, consents and sanctions as may be required, the consent of the Members of the Company be and is hereby accorded for the variation/adjustment in the utilization of the Net Proceeds of the Initial Public Offering ("IPO") of the Company, as set out below:

| Particulars | Original Allocation (₹ Crore) | Revised Allocation (₹ Crore) | Variation (₹ Crore) |
|---|---|---|---|
| Issue-related Expenses | 11.57 | 11.77 | 0.2 |
| Capital Expenditure | 13.67 | 13.67 | Nil |
| CRM Software & Hardware Infrastructure | 1.42 | 1.42 | Nil |
| Human Resources | 5.44 | 5.44 | Nil |
| Repayment / Prepayment of Loan | 12.5 | 12.5 | Nil |
| Working Capital Requirements | 22.9 | 22.9 | Nil |
| General Corporate Purposes | 9.99 | 9.79 | (0.20) |
| Total | 77.49 | 77.49 | Nil |

**RESOLVED FURTHER THAT** the amount of ₹0.20 crore reduced from the amount earmarked towards General Corporate Purposes be and is hereby approved to be utilized towards meeting the excess IPO issue-related expenses incurred by the Company, whereby the actual issue-related expenses of ₹11.77 crore are accommodated against the amount originally estimated at ₹11.57 crore.

**RESOLVED FURTHER THAT** the consent of the Members be and is hereby accorded for utilization, from time to time, of the balance amount of ₹9.79 crore earmarked towards General Corporate Purposes, for such lawful corporate and business purposes as may be permissible under applicable laws and in accordance with the disclosures made in the Prospectus of the Company, including operational and administrative expenses, business development activities, brand building and marketing, strategic business initiatives, capital expenditure, repairs and renovation of business premises, purchase of vehicles for business purposes, working capital requirements and such other purposes as may be permitted under applicable laws.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to determine the timing, amount and manner of utilization of the balance IPO proceeds earmarked towards General Corporate Purposes, subject to applicable statutory and regulatory requirements and the terms and conditions of the Prospectus.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to monitor and ensure utilization of the Net Proceeds in accordance with the Objects of the Issue, the Prospectus, the applicable provisions of the Companies Act, 2013, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws, rules, regulations and guidelines.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to take all such steps, actions and measures and to execute all such documents, applications, undertakings, declarations, letters and writings as may be necessary, expedient or desirable for giving effect to this resolution, including making necessary filings, intimations and disclosures with the Registrar of Companies, Securities and Exchange Board of India, National Stock Exchange of India Limited and/or any other statutory or regulatory authority, as may be applicable."

**Regd. Office:**

**A-16 G T Karnal Road Industrial Area,**
**Delhi-110033**
**CIN: L24239DL2019PLC354658**
**Email: compliance@krmayurveda.com**

**By and on behalf of the Board of Directors**
**For KRM Ayurveda Limited**

Sd/-
**(Puneet Dhawan)**
**Chairman and Managing Director**
**(DIN: 08553667)**

**Date: 03rd September, 2026**

**Place: New Delhi**

## NOTES:

a. a)Ministry of Corporate Affairs ("MCA") vide its General Circular No. 20/2020 dated 5th May 2020 read with the subsequent circulars issued from time to time, the latest one being General Circular No. 03/2025 dated 22nd September, 2025("MCA Circulars") and SEBI vide its Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2024/133 dated October 3, 2024 read with the circulars issued earlier on the subject ("SEBI Circulars"), have permitted to conduct the Annual General Meeting ("AGM") virtually, without physical presence of Members at a common venue.

   In compliance with the MCA Circulars and SEBI Circulars, the provisions of the Act and the SEBI Listing Regulations, the 07th Annual General Meeting of the Company is being held virtually.

b. The relevant Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("Act") in respect of the special businesses to be transacted under item nos. 3 to 5 of the Notice, is annexed hereto

c. The relevant information of directors pursuant to Regulation 36(3) of Listing Regulations in respect of Chairman and Managing Director, Whole-Time Director of the Company under item nos. 2 of the Notice, are also annexed.

d. b)The Notice convening this AGM along with the Integrated Annual Report for financial year ended 31st March, 2026 is being sent by electronic mode to those Members whose e-mail address is registered with the Company/Depositories, unless a Member has specifically requested for a physical copy of the same. Members may kindly note that the Notice convening this AGM and Integrated Annual Report for FY26 will also be available on the Company's website www.krmayurvedaindia.com & website of the Stock Exchanges i.e. National Stock Exchange of India Limited (NSE) at www.nseindia.com respectively and on the website of Central Depository Services (India) Limited (CDSL) at https://evoting.cdslindia.com. The Company will also publish an advertisement in the newspapers containing details of the AGM and other relevant information for Members viz. manner of registering e-mail Id., Cut-off date for e-voting, Record Date for payment of dividend, etc.

e. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

f. Members attending the meeting through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act. Members holding equity shares as on Wednesday, September 23, 2026 ("Cut-off date") may join the AGM anytime 30 minutes before the scheduled time by following the procedure outlined in the Notice. A person who is a Member as on the Cut-off date shall be eligible to attend and vote on resolutions proposed at the AGM. Any person who is not a Member as on the Cut-off date shall treat this Notice for informational purpose only.

g. Attendance through VC/OAVM is restricted and hence, Members shall be eligible to join the meeting on first come-first-serve basis. However, attendance of Members holding more than 2% of the paid-up equity share capital, Institutional investors, Directors, Key Managerial Personnel, and Auditors will not be restricted on first-come-first serve basis.

h. Appointment of Proxy and Attendance Slip:

Since the 07th AGM is being held through VC/OAVM in accordance with the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxy would not be available to the Members for attending the 07th AGM, and therefore, proxy form and attendance slip are not annexed to this Notice.

i. The Company has appointed Mr. Amit Kumar Mangla, Practicing Company Secretary (Membership No. F11450 and Certificate of Practice No. 22687) as the Scrutinizer for scrutinizing the remote e-voting process as well as voting at the AGM in a fair and transparent manner.

j. The results declared along with the report of the Scrutinizer shall be placed in the website of the Company www.krmayurvedaindia.com and on the website of CDSL immediately after the declaration of results by the Chairman or a person authorized by him and the results shall also be communicated to National Stock Exchange of India Limited.

k. The remote e-voting period commences on 25.09.2026 at 9.00 A.M. and ends on 29.09.2026 at 5.00 P.M. Thereafter, the remote e-voting module shall be disabled for e-voting. E-vote once cast cannot be altered subsequently.

l. The voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on cut-off date. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date i.e., 23.09.2026 shall be entitled to vote on the proposed resolutions; and their shareholding on such date shall only be reckoned for the purpose of arriving at the results of the remote e-voting and voting at the AGM. Any person who is not the member of the Company as on the cut-off date should treat this notice for information purpose only.

m. Corporate shareholders/institutional shareholders intending to send their authorized representative(s) to attend/ vote at the 07th AGM are requested to send from their registered e-mail address, scan copy of the relevant Board Resolution/ Authority Letter, etc. authorizing their representative(s) to attend / vote, to the Scrutinizer on his e-mail ID at csamitkmangla@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com and compliance@krmayurveda.com

n. Members to intimate change in their details:

Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail ID, telephone/mobile no., PAN, mandates, choice of nominations, power of attorney, bank details viz., name of the bank and branch details, bank account, MICR code, IFSC code, etc.

For shares held in electronic mode: to their DPs
For shares held in physical mode: to the Company/RTA in prescribed Form ISR-1 and other forms. [SEBI Master Circular No. SEBI/HO/MIRSD/SECFATF/P/CIR/2023/169 dated October 12, 2023]

The facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. [Section 72 of the Act] If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website www.krmayurvedaindia.com Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to RTA in case the shares are held in physical form.

o. Dematerialization of shares:

SEBI has mandated the Listed Companies to process service requests# for issue of securities in dematerialized form only, subject to folio being KYC compliant. Accordingly, Members are requested to submit duly filled and signed Form ISR-4. The Form is available on website of Company at www.krmayurvedaindia.comand RTA at www.skylinerta.com [SEBI Master Circular No. SEBI/ HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024] # Request for issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/ folios; transmission and transposition.

Transfer, transmission and transposition of securities shall be effected only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company/RTA for assistance in this regard. [Regulation 40(1) of the SEBI Listing Regulations]

p. Members who have not registered their e-mail IDs are requested to register/update the same with their Depository Participants to promote the green initiative and thus, help preserve the environment. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as on cut-off date, may cast vote as provided in the Notice convening the Meeting, which is available on the website of the Company.

q. Members holding more than one physical folios in identical order of names are requested to submit Form ISR-4 along with requisite KYC documents and share certificates to the Company/RTA for consolidation of holdings in one folio. The consolidated share certificate will be issued in dematerialized form only.

r. Members seeking clarifications on the Annual Report are requested to send in writing through email: compliance@krmayurveda.com at least 7 days before the date of meeting. This would enable the company to compile the information and give replies to all the clarifications sought by the members, in the meeting.

s. 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 Directors are interested maintained under Section 189 of the Act, and all the documents referred to in the accompanying Notice, are open for inspection in electronic form by the members during the AGM. All documents referred to in the Notice will also be available for inspection by the members at the registered office of the Company during office hours on all working days between 11.00 a.m. and 4.00 p.m. on all days except Saturdays, Sundays and public holidays, from the date hereof up to the date of the Meeting and at the venue of the Meeting for the duration of the Meeting. Members seeking to inspect such documents can send an email to compliance@krmayurveda.com.

## THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

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

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

**(i)**The voting period begins on **25th September, 2026 at 9:00 a.m. and ends on 29th September, 2026 at 5:00 p.m**. 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 23rd September, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

**(ii)**Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

**(iii)**Pursuant to **SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

**(iv)** In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, 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** | 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.<br><br>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.<br><br>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.<br><br>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers. |

| | |
|---|---|
| Individual Shareholders holding securities in demat mode with **NSDL Depository** | 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.<br><br>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/SecureWeb/IdeasDirectReg.jsp<br><br>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider 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<br><br>4) 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) | You can also login using the login credentials 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 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.com 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.***

**(v)** Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

1. The shareholders should log on to the e-voting website www.evotingindia.com.

2. Click on "Shareholders" module.

3. Now enter your User ID

a.For CDSL: 16 digits beneficiary ID,
b.For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
c.Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4. Next enter the Image Verification as displayed and Click on Login.

5. 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.

6. 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)<br><br>• 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.<br><br>• 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. |

(vi) **After entering these details appropriately, click on "SUBMIT" tab.**

(vii) **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.**

(viii) **For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.**

(ix) **Click on the EVSN for the relevant <KRM AYURVEDA LIMITED> on which you choose to vote.**

(x) **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.**

(xi) **Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.**

(xii) **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.**

**(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.**

**(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.**

**(xv) 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.**

**(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.**

**(xvii) 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; csamitkmangla@gmail.com (designated email address by company), 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/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:*

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.

2. 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.

3. 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/EGM.

4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

6. 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.

7. 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 (company email id). 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 (company email id). These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are present in the AGM/EGM 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 EGM/AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the EGM/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.*

1. 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.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

3. 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, AVP, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, 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.

## ANNEXURE TO THE ITEM NO. 2

Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

**DETAILS OF CHAIRMAN AND WHOLE TIME DIRECTOR (WTD), MANAGING DIRECTOR (MD) AND CEO and NON- EXECUTIVE AND INDEPENDENT DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT/RE- DESIGNATION AT THE FORTHCOMING ANNUAL GENERAL MEETING**

| Name of the Director/s (DIN) | Mr. Puneet Dhawan, Chairman & MD (DIN: 08553667) |
|---|---|
| Ref. of item no. of Notice dated the 03rd September, 2026 | 2 |
| Date of Birth | 10.12.1987 |
| Age of Directors | 38 Years |
| Date of First Appointment on the Board | 03.09.2019 |
| Qualifications | BAMS |
| Expertise in specific functional areas / Experience and brief resume | Mr. Puneet Dhawan* is the Managing Director of *KRM Ayurveda Limited* and a fifth-generation Ayurvedic practitioner, carrying forward a distinguished legacy of Ayurveda. A B.A.M.S. graduate from Delhi University, he brings a strong combination of clinical knowledge, entrepreneurial vision and strategic leadership to the organisation. Under his leadership, KRM Ayurveda is building an integrated healthcare platform spanning Ayurvedic hospitals, clinics, telemedicine, pharmaceutical and herbal products, and international markets. His vision is centred on blending the heritage of Ayurveda with modern healthcare infrastructure, technology and global best practices, with the objective of making authentic, personalised Ayurveda accessible to patients across India and international markets. |
| Name of other listed companies in which Directorships held by such persons | NIL |
| Name of listed entities from which the said director has resigned in the past three years | NIL |

| | |
|---|---|
| Name of other listed companies in which such persons holding Membership of committee of the Board | NIL |
| Remuneration last drawn | 84.00 lakhs p.a. |
| Remuneration proposed to be drawn | 144.00 lakhs p.a. |
| No. of meeting of the Board attended during the FY 2025-26 | Mentioned in Directors Report |
| Shareholding in the Company | 1,42,20,400 |
| Relationship between directors inter-se | Not Related |

# EXPLANATORY STATEMENTS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

**ITEM NO. 3**

The members of the company have appointed Mr. Puneet Dhawan as Managing Director in Extra-Ordinary General Meeting held on 15th March, 2025. It is proposed to fix their remuneration for financial year 2026-2027 for a period of one year.

### The particulars of the proposed remuneration are as follows:

| | |
|---|---|
| **Name of Related Party** | **Mr. Puneet Dhawan** |
| **Designation** | **Managing Director** |
| Terms of Remuneration | One (1) year |
| Monthly gross salary | 12,00,000/- p.m. |
| Annual Remuneration | ₹1,44,00,000/- |

Based on the net profits of the Company calculated in accordance with the provisions of Section 198 of the Companies Act, 2013 ("the Act"), the proposed remuneration payable to Mr. Puneet Dhawan, Managing Director, is within the overall managerial remuneration limit of eleven per cent of the net profits of the Company prescribed under Section 197(1) of the Act.

However, the proposed remuneration payable to Mr. Puneet Dhawan exceeds the limit of five per cent of the net profits of the Company prescribed under Section 197(1)(i) of the Act in respect of remuneration payable to any one Managing Director/Whole-time Director/Manager. Accordingly, approval of the members by way of a Special Resolution is being sought for payment of the proposed remuneration to Mr. Puneet Dhawan for the financial year 2026–2027, in accordance with the applicable provisions of the Act.
It is hereby confirmed that the Company has not committed any default in payment of dues to any bank or public financial institution or any other secured creditor.

Mr. Puneet Dhawan, being the Managing Director, whose remuneration is proposed to be approved, is concerned or interested in the proposed Special Resolution. None of the other Directors or Key Managerial Personnel of the Company, or their respective relatives, is, in any way, concerned or interested, financially or otherwise, in the proposed Special Resolution, except to the extent of their shareholding, if any, in the Company.
The Board of Directors accordingly recommends the resolution for your approval.

## ITEM NO. 4

In accordance with the provisions of Section 188 of the Companies Act, 2013 ("the Act") read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the shareholders is required for entering into material related party transactions (RPT) as mentioned above in the notice of the Annual General Meeting.

The Audit Committee and the Board of Directors of the Company, at their respective meetings held on $03^{rd}$ September, 2026, have approved the proposed related party transactions (RPT) and recommended the same for the approval of the shareholders.

Information pursuant to SEBI Circular SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021& under Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 are as follows:

| | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| 1 | Name of Related Parties | Karma Life Care LLC | Karma Online Services LLC | Karma Management Consultatnt LLC | Mr. Puneet Dhawan | Mr. Puneet Dhawan | Mr. Som Dev Dhawan | Ms. Tanya Dhawan |
| 2 | Nature of Relationship | Entities in which KMPs have significant influence | Entities in which KMPs have significant influence | Entities in which KMPs have significant influence | Director/ Managing Director and Related Party | Director/ Managing Director and Related Party | Relative of Director | Director |
| 3 | Value of Transaction | ₹25.00 Crore (approx.) | ₹15.00 Crore (approx.) | ₹5.00 Crore (approx.) | ₹2.00 Crore (approx.) | ₹3.25 Crore (approx.) | ₹1.00 Crore (approx.) | ₹0.18 Crore (approx.) |
| 4 | Nature of Transaction/ Contract | Sale of goods/services | Sale of goods/services | Sale of goods/services | Royalty | Rent | Rent | Consultancy Fees |
| 5 | Tenure/ duration of the transaction | Ongoing Transactions (year on year) | Ongoing Transactions (year on year) | Ongoing Transactions (year on year) | Transactions for FY 2026-2027 to 2028-29. (3 year) | Transactions for FY 2026-27. (1 year) | Transactions for FY 2026-27. (1 year) | Ongoing Transactions (year on year) |

| | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| 6 | If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary, Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured, if secured, the nature of security | NA | NA | NA | NA | NA | NA | NA |
| 7 | Any other information relevant or important for the Board to take a decision on the proposed transaction. | | | | | | | |

| | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| 8 | Justification as to why the related party transaction is in the interest of the listed entity | The proposed transactions are in the ordinary course of business of the Company and are undertaken to facilitate the sale and supply of the Company's products/services in the relevant market. In FY25-26 entity has achieved a turnover of 16.93 crore and will expect it to grow upto 25 crore in FY26-27. The transactions provide the Company with an established business channel and support revenue generation and business expansion. The transactions are considered to be in the interest of the Company as they are expected to contribute to its operating revenue and business growth. | The proposed transactions are in the ordinary course of business of the Company and are undertaken to facilitate the sale and supply of the Company's products/services in the relevant market. In FY25-26 entity has achieved a turnover of 9.1 crore and will expect it to grow upto 15 crore in FY26-27. The transactions provide the Company with an established business channel and support revenue generation and business expansion. The transactions are considered to be in the interest of the Company as they are expected to contribute to its operating revenue and business growth. | The proposed transactions are in the ordinary course of business of the Company and are undertaken to facilitate the sale and supply of the Company's products/services in the relevant market. In FY26-27 company expect to grow a business with this entity in stategic market and expect a turnover around 5 crore. The transactions provide the Company with an established business channel and support revenue generation and business expansion. The transactions are considered to be in the interest of the Company as they are expected to contribute to its operating revenue and business growth. | The royalty payment is proposed in consideration of the use of intellectual property, know-how, brand, technical/business expertise and/or other rights and resources made available to the Company, as applicable under the underlying arrangement. | The rent is proposed towards use of premises/assets made available to the Company for its business operations. The arrangement enables the Company to use the required premises/assets without incurring the capita costs and administrative burden associated with acquiring or arranging alternative premises/assets to align with the Asset Light strategy of the Company. The transaction is therefore considered to be in the ordinary course of business and in the interest of the Company | The rent is proposed towards use of premises/assets made available to the Company for its business operations. The arrangement enables the Company to use the required premises/assets without incurring the capital costs and administrative burden associated with acquiring or arranging alternative premises/assets to align with the Asset Light strategy of the Company. The transaction is therefore considered to be in the ordinary course of business and in the interest of the Company. | The consultancy fees are proposed towards professional/consultancy services provided to the Company in connection with its business and operational requirements. The services are expected to provide the Company with relevant expertise and support its business activities. |

| | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| 9 | The manner of determining the pricing and other commercial terms, both included as part of Contract and not considered as part of contract | The pricing and other commercial terms are determined based on the prevailing market conditions, nature and volume of goods/services, cost of goods/services, applicable taxes, logistics and other relevant commercial considerations. | The pricing is determined based on the prevailing market rates, nature and volume of goods/services, cost structure, applicable taxes, logistics and other commercial factors. | The pricing and commercial terms are determined considering the nature and volume of goods/services, prevailing market conditions, cost of supply/provision, applicable taxes, logistics and other relevant commercial factors. | The royalty payable under the agreement has been determined based on the nature and extent of rights, intellectual property, brand value, know-how, expertise and other benefits made available to the Company. | The rent payable under the agreement has been determined based on the location, area, nature and condition of the premises, prevailing market rental rates for comparable premises, tenure of the arrangement and other relevant commercial considerations. | The rent payable under the agreement has been determined based on the location, area, nature and condition of the premises, prevailing market rental rates for comparable premises, tenure of the arrangement and other relevant commercial considerations. | The consultancy fees payable under the agreement have been determined considering the nature and scope of services, expertise and experience required, time and resources involved, duration of the engagement, prevailing market rates for comparable consultancy services and the expected benefits to the Company. |
| 10 | % of the listed entity annual turnover for the immediately preceeding financial year, that is represented by the value of the proposed transaction | 24.58% | 14.75% | 4.92% | 1.97% | 3.20% | 0.98% | 0.18% |

| | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| 11 | Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis | 147.70% | 164.75% | NA | NA | NA | NA | 55.37% |

These transactions are necessary for the smooth conduct of the business and are in the best interest of the Company. None of the Directors, Key Managerial Personnel (KMP) or their relatives, except to the extent of their interest in the respective related parties, are concerned or interested, financially or otherwise, in the said resolution.

The Board recommends the resolution no 04 as set out in the accompanying Notice for approval of the members by way of an Ordinary Resolution.

## ITEM NO. 5

The Securities and Exchange Board of India ("SEBI") vide the SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 amended Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") in relation to appointment, re-appointment and continuation of Secretarial Auditors of listed entities.

Pursuant to the amended Regulation 24A of the SEBI LODR Regulations, every listed entity is required to undertake Secretarial Audit through a Secretarial Auditor who is a Peer Reviewed Company Secretary. Further, based on the recommendation of the Board of Directors, a listed entity is required to appoint or re-appoint an individual Secretarial Auditor for not more than one term of five consecutive years or a Secretarial Audit firm for not more than two terms of five consecutive years, with the approval of the shareholders at the Annual General Meeting.

Accordingly, based on the recommendation of the Audit Committee, the Board of Directors of the Company at its meeting held on September 03, 2026, considered and approved the appointment of M/s. Amit K Mangla & Company, Company Secretaries in Practice, [FRN: S2020HR736700] as the Secretarial Auditor of the Company for a term of 1 (One) consecutive financial years commencing from Financial Year 2026-27, subject to the approval of the members of the Company at the ensuing Annual General Meeting.

The proposed Secretarial Auditor is a Peer Reviewed Company Secretary/Firm and is eligible for appointment in accordance with the applicable provisions of the Companies Act, 2013 and Regulation 24A of the SEBI LODR Regulations.

The proposed Secretarial Auditor has provided its consent to act as the Secretarial Auditor of the Company and has confirmed that the proposed appointment, if approved by the members, shall be in accordance with the applicable provisions of the Companies Act, 2013, the rules made thereunder and Regulation 24A of the SEBI LODR Regulations, including the eligibility, qualification and other applicable requirements.

The proposed Secretarial Auditor has also confirmed that it has not incurred any of the disqualifications prescribed under the applicable provisions and that it satisfies the eligibility criteria prescribed under Regulation 24A of the SEBI LODR Regulations.

The Board, after considering the qualifications, experience, expertise, professional competence and suitability of the proposed Secretarial Auditor, is of the opinion that the appointment of M/s. Amit K Mangla & Company, would be in the best interests of the Company and recommends the resolution set out at Item No. 5 for approval of the members by way of an Ordinary Resolution.

The proposed remuneration payable to the Secretarial Auditor shall be ₹1,00,000/- per annum plus applicable taxes and reimbursement of out-of-pocket expenses, as may be mutually agreed between the Board of Directors and the Secretarial Auditor.

The Secretarial Auditor may also be engaged for such other permissible professional services as may be approved by the Board of Directors based on the recommendation of the Audit Committee, subject to the applicable provisions of Regulation 24A of the SEBI LODR Regulations.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 5 for approval of the members.

## ITEM NO. 6

The Company had undertaken an Initial Public Offering ("IPO") and the Net Proceeds thereof were proposed to be utilized towards the Objects of the Issue as disclosed in the Prospectus of the Company.

The Board of Directors, at its meeting held on 01st May 2026, reviewed the utilization of the IPO proceeds for the quarter ended 31st March 2026. The Company incurred issue-related expenses of ₹11.77 crore as against the estimated amount of ₹11.57 crore, resulting in an excess expenditure of ₹0.20 crore.

Accordingly, the Company proposes to adjust ₹0.20 crore from the amount earmarked towards General Corporate Purposes ("GCP") towards the aforesaid excess issue-related expenses. Consequently, the amount earmarked for GCP will be reduced from ₹9.99 crore to ₹9.79 crore. There is no change proposed in the other Objects of the Issue.

The balance amount of ₹9.79 crore earmarked towards GCP shall be utilized from time to time for lawful corporate and business purposes, in accordance with the disclosures made in the Prospectus and applicable laws.

The proposed variation is intended to accommodate the actual issue-related expenses incurred by the Company and does not involve any increase in the overall IPO proceeds raised by the Company.

The Board recommends the Special Resolution set out at Item No. 6 for approval by the Members.

None of the Directors, Key Managerial Personnel of the Company and their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

# ATTENDANCE SLIP

TO BE HANDED OVER AT THE ENTRANCE OF THE MEETING VENUE

| | |
|---|---|
| LEDGER FOLIO No | |
| DP ID No.* | |
| Client ID No.* | |

* Applicable to members holding shares in electronic form

| Member/Proxy Holder Name | Father's / Husband's Name | Signature (s) |
|---|---|---|
| | | |
| | | |

I hereby record my presence at the **07$^{th}$ Annual General Meeting** of the Company held on **Wednesday, 30$^{th}$ Day of September, 2026 at 12.30 P.M**. at registered office of the Company at A-16 G T Karnal Road Industrial Area, Delhi-110033

**Signature of the Member / Proxy**

**(To be signed at the time of handing over this slip)**

**NOTE: SHARE HOLDERS/ PROXY HOLDERS DESIRING TO ATTEND THE MEETING SHOULD BRING HIS/HER COPY OF ANNUAL REPORT FOR REFERENCE AT THE MEETING**

Form No. MGT-11

# Proxy Form

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

| | |
|---|---|
| CIN: | L24239DL2019PLC354658 |
| Name of the company: | KRM AYURVEDA LIMITED |
| Registered office: | A-16 G T KARNAL ROAD INDUSTRIAL AREA, North West, DELHI-110033 |
| Venue of the Meeting: | A-16 G T KARNAL ROAD INDUSTRIAL AREA, North West, DELHI-110033 |

| | |
|---|---|
| Name of the member (s): | |
| Registered address: | |
| E-mail Id: | |
| Folio No/ Client Id: | |
| DP ID: | |

I/We, being the member (s) of ………… shares of the above-named company, hereby appoint

| | |
|---|---|
| 1. Name | |
| Address | |
| E-mail Id | |
| Signature :…………………………………… , or failing him | |

| | |
|---|---|
| 2. Name | |
| Address | |
| E-mail Id | |
| Signature :…………………………………… , or failing him | |
| 3. Name | |
| Address | |
| E-mail Id | |
| Signature :…………………………………… | |

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **07TH Annual General Meeting** of the Company, to be held on **Wednesday, 30th day of September, 2026 at 12.30 P.M**. at registered office of the Company at **A-16 G T Karnal Road Industrial Area, Delhi-110033** and at any adjournment thereof in respect of such resolutions as are indicated below:

| Resolution No. | Details of Resolution | For | Against |
|---|---|---|---|
| 1 | To receive, consider and adopt the audited financial statement of the Company for the financial year ended 31st March 2026 together with the reports of the Board of Directors and the Auditors thereon. | | |
| 2 | To re-appoint Mr. Puneet Dhawan (DIN: 08553667) as a director who retires by rotation and being eligible, offers himself for re-appointment, as a Director of the Company. | | |
| 3 | To fix remuneration of Mr. Puneet Dhawan, Managing Director of the Company. | | |
| 4 | To approve related party transactions. | | |
| 5 | To approve appointment of Secretarial Auditor. | | |
| 6 | To approve variation/adjustment in utilisation of IPO proceeds and authorisation for utilisation of balance IPO proceeds towards General Corporate Purposes | | |

**Signed this...... day of......... 2026**
**Signature of Shareholder: ______________________**

**Signature of Proxy holder(s): ______________________**

**Affix Re. 1
Revenue Stamp**

# Notes:

(1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

(2) A Proxy need not be a member of the Company.

(3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

** (4) This is only optional. Please put a 'ü' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

(5) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.

(6) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.