LS INDUSTRIES LIMITED

Registered Office: Village-Bairsen, P.O.-Manjholi, Tehsil-Nalagarh,

Solan, Himachal Pradesh-174101, India

Corporate Identification No. L51505HP1993PLC031724 | GSTIN: 02AAACL1987E1ZT

Email Id: lsindustries93@gmail.com | Phone No.8427000087

Website: www.lsindustrieslimited.com

Date-07.09.2026

To,
BSE Ltd.
Listing Department
Phiroz Jeejeebhoy Tower,
Dalal Street, Mumbai-400 001
Scrip Code: 514446

Dear Sir/Madam,
SUB- INTIMATION AND SUBMISSION OF NOTICE OF 32TH ANNUAL GENERAL MEETING (AGM)

Pursuant to Regulation 30(6) and Part A of Schedule III of Securities Exchange board of India (Listing Obligations and Disclosures requirements) Regulations, 2015, this is to inform that the 32th Annual General Meeting (AGM) of the company is scheduled to be held through Physical Mode. The Notice of Annual General Meeting along with e-voting instructions is enclosed herewith. The Notice is being sent through electronic mode to all those members whose email id is registered with the Company/Company's Registrar and Transfer Agent /Depository Participant(s) ("DP") and it can also be accessed at the website of the Company at www.lsindustrieslimited.com.

The members are provided with the remote e-voting facility to cast their votes electronically on the resolutions mentioned in the Notice of 32nd AGM. The Company has fixed **Wednesday, September 23, 2026** as the "Cut-off Date" for the purpose of determining the members eligible to vote on the resolutions set out in the Notice of the 32th AGM or to attend the AGM.

The remote e-voting facility shall commence on Sunday, September 27, 2026 (9:00 AM) and ends on Tuesday, September 29, 2026 (5:00 PM). The Register of Members and the Share Transfer books of the Company will remain closed from Thursday, September 24, 2026 to Wednesday, September 30, 2026 (both days inclusive) for the purpose of the 32th AGM for the F.Y 2025-26.

You are requested to take the same on your record.

Thanking You.
Yours Sincerely,
For LS Industries Limited

Nipun Goyal
Digitally signed by Nipun Goyal
Date: 2026.09.08 14:46:08 +05'30'

Nipun Goyal
DIN: 02853571
Managing Director
Place: Nalagarh

NOTICE

NOTICE is hereby given that the 32nd Annual General Meeting of the members of **LS INDUSTRIES LIMITED** will be held on Wednesday, 30th September, 2026 at 11.30 A.M. at the Registered Office at Village Bairsen P.O-Manjholi, Tehsil-Nalagarh, Solan-174101, India, to transact the following business: -

ORDINARY BUSINESS:

ITEM NO.1 - ADOPTION OF FINANCIAL STATEMENTS:

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2026 together with the reports of the Board of Directors and Auditors thereon and in this regard
To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended 31st March, 2026, together with the reports of the Board of Directors and the Auditors thereon, be and are hereby received, considered and adopted."

ITEM NO. 2 – APPOINTMENT OF DIRECTOR IN PLACE OF MR. NAVEEN KUMAR GUPTA (DIN-11023859) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT:

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

"**RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013 and other applicable provisions, if any, Mr. Naveen Kumar Gupta (DIN-11023859), Executive Director of the Company who is liable to retire by rotation at this Annual General Meeting and offers herself for re-appointment, being eligible for re-appointment, be and is hereby re-appointed as the Director of the Company."

ITEM NO.3 RE-APPOINTMENT OF M/S. BHAKOO & CO., CHARTERED ACCOUNTANTS (FIRM REGISTRATION NO. 022641N), AS STATUTORY AUDITORS OF THE COMPANY AND TO FIX THEIR REMUNERATION:

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

"**RESOLVED THAT** pursuant to the provisions of Sections 139, 142, and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation of the Audit Committee and the Board of Directors, M/s. Bhakoo & Co., Chartered Accountants (Firm Registration No. 022641N), be and are hereby re-appointed as the Statutory Auditors of the Company, to hold office from the conclusion of this 32nd Annual General Meeting (AGM) until the conclusion of the 37th AGM of the Company."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to fix and finalize the remuneration, including applicable statutory taxes and out-of-pocket expenses, payable to the Statutory Auditors for their term of appointment, in consultation with the Auditors."

SPECIAL BUSINESS:

ITEM NO. 4: ADOPTION OF A NEW SET OF MEMORANDUM OF ASSOCIATION OF THE COMPANY:

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

"**RESOLVED THAT** pursuant to the provisions of Section 4, Section 13 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 and other applicable rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force), the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to such approvals, consents, permissions and sanctions as may be necessary from the Registrar of Companies and any other statutory or regulatory authority, the consent of the members of the Company be and is hereby accorded for the adoption of a new set of Memorandum of Association of the Company, framed in accordance with the provisions of the Companies Act, 2013, in substitution for and to the exclusion of the existing Memorandum of Association of the Company, the draft whereof, is placed before this meeting."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any committee thereof or any person authorized by it) be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution, including to make such modifications, alterations or additions in the said Memorandum of Association as may be required or suggested by the Registrar of Companies, the Stock Exchanges or any other statutory authority, to file the requisite e-forms with the Registrar of Companies and to settle any question, difficulty or doubt that may arise in this regard."

ITEM NO. 5: ADOPTION OF A NEW SET OF ARTICLES OF ASSOCIATION OF THE COMPANY:

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

"**RESOLVED THAT** pursuant to the Section 5 and 14 and Table F of Schedule-I and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 and other applicable rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force), the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to such approvals, consents, permissions and sanctions as may be necessary from the Registrar of Companies and any other statutory or regulatory authority; the draft copy of the New Set of Articles of Association of the Company as per the prescribed rules and regulations stated in the Companies Act, 2013 and as placed before the members, be and is hereby substituted with the existing Articles of Association of the Company as per the Companies Act, 1956 and the same be and is hereby considered, approved and adopted by the members."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any committee thereof or any person authorised by it) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution, including to make such modifications, alterations or additions in the said Articles of Association as may be required or suggested by the Registrar of Companies, the Stock Exchanges or any other statutory authority, to file the requisite e-forms with the Registrar of Companies and to settle any question, difficulty or doubt that may arise in this regard."

<u>ITEM NO. 6 APPROVAL UNDER SECTION 185 OF THE COMPANIES ACT, 2013</u>

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

"**RESOLVED THAT** pursuant to the provisions of Section 185(2) and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the rules made thereunder, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and subject to such approvals, consents, permissions and sanctions as may be required, consent of the Members of the Company be and is hereby accorded by way of Special Resolution to the Board of Directors of the Company to grant a loan in connection with a loan to Robochef Agritech Private Limited, in which Nipun Goyal, Managing Director of the Company, is interested, for an amount not exceeding ₹1,00,00,000 (Rupees One Crores only), for the purpose of Working Capital requirements, at 9 % per annum and on such terms and conditions as may be determined by the Board of Directors of the Company and which the Board may deem fit and appropriate and in the best interest of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to finalise the terms and conditions of the aforesaid loan, including the tenure, rate of interest, repayment schedule, security and other terms, and to vary or modify the same from time to time as may be considered necessary, subject to the provisions of the Act and other applicable laws.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to execute all agreements, deeds, documents and writings and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

ITEM NO. 7 TO MAKE EQUITY INVESTMENT(S) IN ADDITION TO LOAN IN EXCESS OF THE PRESCRIBED LIMITS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The Members are hereby informed that the Special Resolution has been passed in AGM held on 31.12.2025 and following limits have been passed under:

ITEM no. 11: TO MAKE LOANS OR INVESTMENT(S) OR PROVIDE SECURITY AND GUARANTEE IN EXCESS OF THE PRESCRIBED LIMITS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

the consent of the members be and is hereby accorded to the Board of Directors and the Audit Committee from time to time to:

(a) give loan to any person or body corporate or give guarantee or provide security in connection with a loan to any other person or body corporate provided that the aggregate amount of such loan investment and guarantee outstanding at any time shall not exceed Rs.26 Crores (Rupees Twenty-Six Crore);

(b) Make investment and acquire by way of subscription, purchase or otherwise securities of any other body corporate by cash or swap of shares or other mode or any combination hereof provided that the total amount of such investments outstanding at any time shall not exceed

Rs. 25 Lacs (Rupees Twenty-Five Lacs);

Now, Company wants to exceed its previous limit of 25,00,000 to 50,00,000 under investment category & consider granting approval to make investments, to such person(s), body corporate(s) and/or entities, whether in one or more tranches, up to an aggregate limit of ₹ 50,00,000, over and above the existing limits prescribed under Section 186(2) of the Companies Act, 2013, and recommend the proposal to the Members for their approval by way of a Special Resolution. However, there will be no Change in Limit of Loan i.e. 26 crores.

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

"**RESOLVED THAT** pursuant to the provisions of Section 186 and other applicable provisions if any of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to such approvals as may be necessary and subject to the compliance of applicable laws, the consent of the members be and is hereby accorded to the Board of Directors and the Audit Committee from time to time to:

(a) Make investment and acquire by way of subscription, purchase or otherwise securities of any other body corporate by cash or swap of shares or other mode or any combination hereof provided that the total amount of such investments outstanding at any time shall not exceed Rs. 50 Lacs (Rupees Fifty Lacs);

RESOLVED FURTHER THAT the aforesaid enhanced limit of ₹50,00,000/- shall be applicable only in respect of investments referred to herein, and the existing limit of ₹26,00,00,000/- (Rupees Twenty-Six Crore only) approved by the Members in the Annual General Meeting held on 31 December 2025 in respect of loans, guarantees and securities shall remain unchanged and continue to apply in accordance with the terms of the said approval.

RESOLVED FURTHER THAT the Board or a duly constituted Committee thereof be and is hereby authorized to decide and finalize the terms and conditions while making investment giving loan or guarantee or providing securities within the aforesaid limits including with the power to transfer and dispose of the investments so made from time to time and to execute all deeds documents and other writings and to do all such acts deeds matters and things as may be necessary and expedient for implementing and giving effect to this resolution.

RESOLVED FURTHER THAT the Directors and Company Secretary of the Company be and are hereby authorized jointly and severally to sign any document or agreement appoint ant professionals, advocate for above proposed transaction on behalf of the Company and take necessary steps and to do all acts, deeds and things as may be necessary and incidental to give effect to this resolution including filing of necessary e-forms, if any, with the Registrar of Companies."

By order of the Board
For **LS Industries Limited**

Place: Nalagarh
Date: 05.09.2026

-Sd-
(NIPUN GOYAL)
Managing Director
DIN: 02853571

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE 32nd ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY OR WHERE THAT IS ALLOWED, ONE OR MORE PROXIES, TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

2. THE PROXY FORM DULY COMPLETED AND SIGNED SHOULD REACH THE COMPANY'S REGISTERED OFFICE EITHER IN PERSON OR THROUGH POST NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THEMEETING.

3. A person can act as a proxy on behalf of members not exceeding fifty (50) 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 proxy for any other person or shareholder.

4. Relevant Explanatory Statement pursuant to provisions of Section 102 of the Companies Act, 2013, Regulations 17 and 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "the Listing Regulations") and as required under Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI), in respect of Special Businesses as set out above is annexed hereto.

5. Pursuant to the provisions of Section 91 of the Companies Act, 2013, read with Relevant Rules and pursuant to Regulation 42 of SEBI (LODR) Regulations, 2015; the Register of Members and Share Transfer Books of the Company will remain closed from **Thursday, September 24, 2026 to Wednesday, September 30, 2026 (both days inclusive)** for the purpose of the 32nd Annual General Meeting (AGM).

6. All the documents referred to in the accompanying notice, shall be open for inspection at the Registered Office of the Company on all working days except Sunday(s) and public holidays, between 11:30 a.m. to 02:30 p.m. up to the date of 32nd Annual General Meeting.

7. Members desirous of getting any information on the Annual Accounts, at the Annual General Meeting, are requested to write to the Company at least 10 days in advance, so as to enable the Company to keep the information ready. Members may address their queries/communications at E-mail ID:-lsindustries93@gmail.com".

8. For the convenience of the members and for proper conduct of the meeting, entry to the place of the meeting will be regulated by the Attendance Slip, annexed to this Annual Report. Members/ Proxies are requested to bring the attendance slip duly filled in and to affix their signature at the place provided on the Attendance Slip and hand it over at the counters at the venue.

9. In line with the circulars issued by MCA and SEBI, the Notice of the 32nd AGM will be available on the website of the Company at www.lsindustrieslimited.com and on the websites of BSE Limited at www.bseindia.com also on the website of CDSL at www.evotingindia.com.

10. In accordance with the aforesaid MCA Circulars and the applicable SEBI Regulations & Circulars, notice of the 32nd AGM and the Annual Report for the Financial Year-2025-26 including therein, inter-alia, the Audited Financial Statements for the financial year ended 31st March, 2026 are being sent ONLY through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. Members who have not registered their email addresses are requested to register the same for receiving all communication from time to time including Annual Report, Notices, Circulars, etc. from the Company electronically.

11. Members who hold the shares in the dematerialized form and physical form are requested to incorporate their DP ID and Client ID Number and Folio Number, respectively, in the Attendance Slip/Proxy Form; along with the number of shares held by them; for easier identification of attendance at the Meeting.

12. Corporate members intending to send their authorized representative to attend the Meeting are requested to ensure that the authorized representative carries a certified copy of the Board Resolution, Power of Attorney, or such other valid authorizations, authorizing them to attend and vote on their behalf at the Meeting.

13. In case of joint holders attending the meeting, the joint holder who is higher in the order of names will be entitled to vote at the meeting.

14. Members holding shares in terms of physical mode and dematerialized mode are requested to notify immediately the change of their address, E-Mail Ids and bank particulars/mandate to the Registrar and Share Transfer Agent **M/s. BEETAL FINANCIAL & COMPUTER SERVICES PVT. LTD.,** the Company, and their respective Depository Participants and in case of any queries shareholders can write at "beetalrta@gmail.com"; on a separate letter without clubbing, it with any other request, for quicker attention.

15. If any of the members are holding shares in the same name or in the same order of names, under different folios, then members are requested to notify the same to the Registrar and Share Transfer Agent for consolidation of their shareholding into a single folio.

16. Those Members whose Email Id are not registered can get their Email Id registered as follows:
    a) Members holding shares in demat form can get their Email Id registered / updated by contacting their respective Depository Participant (DP).

    b) Members holding shares in the physical form can get their Email Id registered by contacting our Registrar & Share Transfer Agent "BEETAL FINANCIAL & COMPUTER SERVICES PVT. LTD." ("RTA") on their Email Id-beetalrta@gmail.com.
17. A Route Map of the venue of the 32nd Annual General Meeting is forming part of this Annual Report as per the requirement of the Secretarial Standards -2 on "General Meeting".

18. Special Window for Re-lodgement of Transfer Requests of Physical Shares:
Members are informed that pursuant to SEBI Circular No.HO/38/13/11(2)2026-MIRSD-POD/ I/3750/2026 dated January 30, 2026, the Company has opened another special window for the investors to re-lodge requests for the transfer of physical securities which

were lodged prior to the deadline of April 01, 2019 and rejected/returned/ not attended due to deficiency in the documents/process or otherwise.

The special window opened from February 05, 2026, and closes on February 04, 2027. During this period, all re-lodged securities will only be issued in dematerialized form, and the standard process far transfer-cum-demat requests will be followed. Shareholders who have missed the earlier deadlines, are encouraged to take advantage of this opportunity by furnishing the necessary documents to the Company's RTA i.e. Beetal Financial & Computer Services (P) Ltd. The shareholder must have a demat account and provide their Client Master List (CML), along with the transfer documents and share certificates, while re-lodging the transfer request with our RTA. Re-lodgement of legally valid and complete documents for transfer of physical shares, where there is no dispute for ownership will be considered. Investor may submit their request till February 04, 2027 with our RTA i.e. BEETAL Financial & Computer Services Pvt Ltd., New Delhi.

19. PROCESS AND MANNER FOR MEMBERS OPTING FOR VOTING THROUGH ELECTRONIC MEANS:

(i) In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (LODR) Regulations 2015 and Secretarial Standard-2 issued by the ICSI, the Company will be providing members facility to exercise their right to vote on resolutions proposed to be considered at the ensuing 32nd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the ensuing Annual General Meeting (“remote e-voting”) will be provided by Central Depository Services (India) Limited (CDSL). The detailed procedure to be followed in this regard has been given below. The members are requested to go through them carefully.

(ii) Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners are maintained by the Depositories as on the **Cut-off date** of **Wednesday, September 23, 2026** shall be entitled to avail the facility of remote e-voting as well as voting at the ensuing Annual General Meeting. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.

(iii) A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. **Wednesday, September 23, 2026** shall be entitled to exercise his/her vote either electronically i.e. remote e- voting or through the Poll Paper at the ensuing Annual General Meeting by following the procedure mentioned in this part.

(iv) The **voting period begins** on **Sunday, September 27, 2026** (09.00 AM) and ends on **Tuesday, September 29, 2026** (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 of **Wednesday, September 23, 2026**, may cast their vote electronically. The e- Voting module shall be disabled for voting thereafter.

(v) Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

(vi) The facility for voting through Ballot Form (Poll Paper) would be made available at the ensuing Annual General Meeting and the members attending the meeting who have not already cast their votes by remote e-voting shall be able to exercise their right at the meeting through Poll Paper. The members who have already cast their vote by remote e-voting prior to the meeting, may also attend the Meeting, but shall not be entitled to cast their vote again.

(vii) The voting rights of the members shall be in proportion of their shares to the paid-up equity share capital of the Company as on the Cut-off date of **Wednesday, September 23, 2026.**

(viii) **CS Sudhakar Jha,** of M/s. Sudhakar & Co., Practicing Company Secretaries, Delhi, has been appointed as the Scrutinizer to scrutinize the remote e-Voting process as well as the voting through Poll paper at the ensuing Annual General Meeting, in a fair and transparent manner.

(ix) The Scrutinizer shall immediately, after the conclusion of voting at ensuing Annual General Meeting, will first count the votes cast at the ensuing Annual General Meeting, thereafter unblock the votes cast through Remote e-voting in the presence of at least two witnesses not in the employment of the Company. Scrutinizer shall, submit a Scrutiniser's report of the total votes cast in favour or against, if any, to the Chairperson or a person authorized by him in writing who shall countersign the same and declare the results of the voting forthwith, within 48 hours of conclusion of the Annual General Meeting.

(x) The Results declared along with the Scrutinizer's Report shall be placed on the website of the Company "www.lsindustrieslimited.com", within 48 hours after the conclusion of the 32nd AGM of the Company and shall also be communicated to the Stock Exchanges where the shares of the Company are listed.

(xi) The resolutions shall be deemed to be passed on the date of the Meeting, subject to the same being passed with requisite majority.

(xii) 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, the system for e-voting to all the demat account holders, by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants has been enabled. 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.

(xiii) 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 above said SEBI

Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholder s	Login Method
Individual Shareholder s holdin g securities in Demat mode with CDSL	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 URL for users to login to Easi/ Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System My EASI. 2) After successful login the Easy / Easiest user will be able to see the e-Voting option for eligible companies where the E voting is in progress as per the information provided by company. On clicking the e voting 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 i.e. CDSL/NSDL/KARVY/LINKINTIME, 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration. 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 e-voting 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**	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/SecureWeb/IdeasDirectReg.jsp 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.
Individual Shareholder s (holdin g securities in demat mode) login through their **Depository Participants**	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.

<u>Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL</u>

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 022-23058738 and 22-23058542-43.
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 toll free no.: 1800 1020 990 and 1800 22 44 30

The remote e-voting period commences on **Sunday, September 27, 2026, 09.00 am** and ends on **Tuesday, September 29, 2026** (5:00 p.m.). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. **Wednesday, September 23, 2026** may cast their votes electronically. The e-voting module shall be disable by the CDSL for voting thereafter.

Login method for e-Voting for shareholders other than individual shareholders holding in Demat form & physical shareholders:

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 Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10digit 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 as mentioned in instruction (3).

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

(ii) 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.

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

(iv) Click on the EVSN for the relevant "LS Industries Limited" on which you choose to vote.

(v) 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.

(vi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(vii) 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.

(viii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(ix) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(x) 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.

Facility for Non – Individual Shareholders and Custodians –Remote Voting:

(i) 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.

(ii) A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

(iii) After receiving the login details a Compliance User should be created using the admin login and password.

(iv) The Compliance User would be able to link the account(s) for which they wish to vote on.

(v) The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

(vi) 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.

(vii) Alternatively Non Individual shareholders are required 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 Id-**lsindustries93@gmail.com**, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

Process for those shareholders whose email/mobile no. are not registered with the Company/Depositories.

(i) 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 **lsiindustries93@gmail.com.**

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

(iii) 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.

Contact Details for Any Queries / Grievances:

In case you have any queries or issues regarding attending the AGM or in regards to E-Voting, the members may refer the Frequently Asked Questions (FAQs) and E-Voting manual available at www.evotingindia.com under help section or alternatively, members may also contact the following officials responsible to address any Queries / Grievances regarding attending the AGM or in regards to E-Voting:

Contact Details:

E-Voting Agency	**Central Depository Services (India) Limited** Email Id: helpdesk.evoting@cdslindia.com Name: Mr. Rakesh Dalvi -Sr. Manager Contact No.: Toll Free No. 1800 22 55 33 Address-A-Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai – 400013, India.
Company	**LS INDUSTRIES LIMITED** Registered Office-Village Bairsen P.O. Manjholi, Tehsil Nalagarh, Solan, Himachal Pradesh- 174101, India. Email Id: lsindustries93@gmail.com Phone No.8427000087.
Registrar & Share Transfer Agent	M/s. Beetal Financial & Computer Services Pvt. Ltd. Address: - Beetal House, 3rd Floor, # 99 Madangir, BH-Local Shopping Complex, Near Dada Harsukhdas Mandir, New Delhi 110062. Phone -011-29961281-82 Email Id: beetalrta@gmail.com
Scrutinizer	M/s. Sudhakar & Co. [Company Secretaries], Delhi Email Id: cssudhakar1@gmail.com Contact No.9811882026

By order of the Board
For **LS Industries Limited**

Place: Nalagarh
Date: 05.09.2026

-Sd-
(NIPUN GOYAL)
Managing Director
DIN: 02853571

EXPLANATORY STATEMENT

Pursuant to Section 102 of the Companies Act, 2013 ("the Act"), the following Explanatory Statement sets out all material facts relating to the special businesses mentioned under the accompanying Notice and Information pursuant to applicable Secretarial Standard and Regulation 36 of the SEBI (listing Obligations and Disclosure requirements) Regulations, 2015 regarding the Directors seeking appointment/re-appointment in the 32nd Annual General Meeting:

IN RESPECT TO ITEM NO.2: APPOINTMENT OF DIRECTOR RETIRING BY ROTATION:

Information pursuant to applicable Secretarial Standard and Regulation 36 of the SEBI (listing Obligations and Disclosure requirements) Regulations, 2015 regarding the Directors seeking appointment/re-appointment in the 32nd Annual General Meeting:

Name of the Director	NAVEEN KUMAR GUPTA
Date of Birth	**25/04/1987**
DIN No.	11023859
Date of Appointment	April 14, 2025
Expertise in specific functional area	Finance, Commerce & Accountancy
Qualification	M.Com
Directorship of other companies	1. Profound Finance Private Limited
Chairmanships/ Memberships of Committees of other companies	NA
Number of shares held	NIL
Relationship with other Directors	Not related to any Director

IN RESPECT TO ITEM NO.3: RE-APPOINTMENT OF M/S. BHAKOO & CO., CHARTERED ACCOUNTANTS (FIRM REGISTRATION NO. 000203N), AS STATUTORY AUDITORS OF THE COMPANY AND TO FIX THEIR REMUNERATION:

INFORMATION PURSUANT TO REGULATION 36(5) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The following information is provided in relation to the proposed re-appointment of M/s. Bhakoo & Co., Chartered Accountants (Firm Registration No. 022641N) as the Statutory Auditors of the Company:

Particulars	Details
Name of the Statutory Auditor	M/s. Bhakoo & Co., Chartered Accountants
Firm Registration Number	022641N
Type of Appointment	Re-appointment as Statutory Auditors of the Company
Proposed Term of Appointment	from the conclusion of the 32nd Annual General Meeting until the conclusion of the 37th Annual General Meeting.
Basis of Recommendation	The Audit Committee, after evaluating the qualifications, experience, expertise, past performance, independence and eligibility of M/s. Bhakoo & Co., Chartered Accountants, and considering the requirements of the Company and the provisions of applicable laws, has recommended their re-appointment as the Statutory Auditors of the Company. The Board of Directors, based on the recommendation of the Audit Committee, has approved the proposal for re-appointment, subject to the approval of the Members of the Company.
Credentials and Experience	The audit firm has professional experience in providing audit, assurance, taxation and other professional services. The firm has experience in statutory audits and related professional assignments.
Firm Address	132, First Floor, Green Field, Adjoining DGFT office, National Laboratory, Ludhiana 141001
Proposed Audit Fees	₹ 5,00,000 plus applicable taxes and reimbursement of actual out-of-pocket expenses, as may be

Particulars	Details
	mutually agreed and approved by the Board of Directors of the Company on the recommendation of the Audit Committee.
Terms of Appointment	The Statutory Auditors shall conduct the statutory audit of the financial statements of the Company and perform such other assignments as may be permissible under applicable laws and as may be mutually agreed, subject to the approval of the Board/Audit Committee, wherever required.
Change in Fees from Previous Auditor	**Not Applicable**, as M/s. Bhakoo & Co., Chartered Accountants is proposed to be re-appointed. The proposed remuneration, if revised, shall be disclosed as applicable.
Rationale for Appointment/Re-appointment	Considering the professional experience, qualifications, credentials and suitability of M/s. Bhakoo & Co., Chartered Accountants, and their familiarity with the affairs and business of the Company, the Audit Committee and Board of Directors consider their re-appointment to be in the interest of the Company.
Eligibility and Independence	M/s. Bhakoo & Co., Chartered Accountants, has provided its consent and eligibility certificate confirming that its re-appointment, if made, shall be in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder, and that it satisfies the applicable criteria for appointment as Statutory Auditors.
Peer Review Certificate	019158

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the proposed re-appointment of M/s. Bhakoo & Co., Chartered Accountants as the Statutory Auditors of the Company, except to the extent of their shareholding, if any, in the Company.

The Board recommends the relevant resolution for approval of the Members.

IN RESPECT TO ITEM NO.4 & 5: ADOPTION OF A NEW SET OF MEMORANDUM OF ASSOCIATION AND ARTICLES OF ASSOCIATION OF THE COMPANY:

The existing MOA and AOA are based on the Companies Act, 1956 and several regulations in the existing MOA and AOA contain references to specific Sections of the Companies Act, 1956 and some are no longer in conformity with the New Companies Act, 2013. Hence, it is considered expedient to wholly replace the existing MOA and AOA by a new set of Memorandum of Association and Articles of Association of the Company.

Further, the existing Memorandum of Association of the Company is inclusive of "Other objects" Clause. However, as per the provisions of Section 4 and 13 of the Companies Act, 2013, Table A and Schedule I read with the Companies (Incorporation) Rules, 2014 and any other regulation made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) of the Act the "Other objects" Clause is not included in model format provided for MOA of the Company.

Accordingly, with reference to the Companies Act, 1956, in the title and all internal clauses has been substituted with reference to the Companies Act, 2013 and the rules made thereunder.

Clause III(A) has been re-captioned as **"Clause 3(a) The objects to be pursued by the company on its incorporation are:"** and Clause III(B) has been re-captioned as " **Clause 3(b) Matters which are necessary for furtherance of the objects specified in clause 3(a) are:"** as required under Section 4(1)(c) of the Companies Act, 2013 and Table A of schedule I.

Existing Clause III(C) - 'Other Objects' comprising sub-clauses [43] to [164] is omitted. The objects contained therein, which are of continued relevance and commercial utility to the Company, are carried forward and merged into **Clause 3(a),** comprising **sub-clauses *(4) to (125)*,** without any change in substance. No object is being surrendered or deleted which is currently being pursued by the Company.

Further Clause IV - Liability Clause has been restated to be in conformity with the language prescribed under Section 4(1)(d) of the Companies Act, 2013.

Further, it is also expedient to adopt the new set of Articles of Association pursuant to Section 5 and 14 (primarily based on Table F set out under the Companies Act, 2013), in place of existing Articles of Association of the Company instead of amending the Articles of Association by alteration/incorporation of provisions of the Companies Act, 2013.

A copy of the proposed set of new Memorandum & Articles of Association of the Company would be available for inspection for the members at the Registered Office of the Company on all working days except Sunday(s) and Public holidays, between 11.30 A.M. to 01.30 P.M. up to the date of Annual General Meeting and are also available on the website of the Company at https://lsindustrieslimited.com. **Further a copy of new set of Memorandum & Articles of Association of the Company, is enclosed as Annexure-**

1 to this AGM Notice.

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

The Board of Directors recommends the **Special Resolutions** as set out in Item No. 4 & 5 in relation to the adoption of new sets of MOA & AOA of the Company, for the approval of the shareholders of the Company.

IN RESPECT OF ITEM NO. 6 APPROVAL UNDER SECTION 185 OF THE COMPANIES ACT, 2013

The Company proposes to grant a loan of an amount not exceeding ₹1,00,00,000 to Robochef Agritech Private Limited for the purpose of Working Capital Requirements.

Mr. Nipun Goyal, Managing Director of the Company, is [director/member] in Robochef Agritech Private Limited and is therefore interested in the proposed transaction.

Section 185(2) of the Companies Act, 2013 provides that a company may advance a loan, including a loan represented by a book debt, or give a guarantee or provide security in connection with any loan taken by any person in whom any of the directors of the company is interested, subject to, inter alia, the approval of the members by a special resolution, provided that the loan is utilised by the borrowing company for its principal business activities.

Accordingly, approval of the Members is being sought by way of Special Resolution for undertaking the proposed transaction.

The Board of Directors is of the view that the proposed transaction is in the interest of the Company and recommends the Special Resolution for approval of the Members.

Disclosure of Interest

Except Mr. Nipun Goyal, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

Mr. Nipun Goyal is interested in the resolution to the extent of his [directorship/shareholding] in Robochef Agritech Private Limited.

The relevant documents relating to the proposed transaction will be available for inspection by the Members at the Registered Office of the Company during business hours on all working days up to the date of the AGM.

The Board recommends the Special Resolution for approval by the Members.

IN RESPECT OF ITEM NO. 7 TO MAKE EQUITY INVESTMENT(S) IN ADDITION TO LOAN IN EXCESS OF THE PRESCRIBED LIMITS UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

As a part of its business strategy, the company may be required to invest the funds of the Company or provide loan security and/or guarantee in furtherance of its business objectives or to carry out its business operations as per defined policies and guidelines.

The said investment/ Loan/ securities and/or guarantee taken together may at any time exceed the limits defined under Section 186 of the Companies Act, 2013. In terms of the provisions of section 186 of the Companies Act, 2013, authority to the Board of

Directors of the Company to give loan(s), give guarantee(s), provide security(ies) and to make investment(s) together with loan(s) / guarantee(s) / security(ies) already given and investments already made by the Company to other body corporate(s) or person(s) or bank(s) or other financial institution(s) in the ordinary course of business exceeding the prescribed limits i.e. i) sixty per cent of the aggregate of the paid-up share capital its free reserves and securities premium account of the Company or ii) hundred per cent of its free reserves and securities premium account of the Company whichever is more needs prior approval of shareholders of the Company by means of a special resolution.

The Members are hereby informed that the Special Resolution has been passed in AGM held on 31.12.2025 and following limits have been passed under:

ITEM no. 11: TO MAKE LOANS OR INVESTMENT(S) OR PROVIDE SECURITY AND GUARANTEE IN EXCESS OF THE PRESCRIBED LIMITS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

the consent of the members be and is hereby accorded to the Board of Directors and the Audit Committee from time to time to:

(a)give loan to any person or body corporate or give guarantee or provide security in connection with a loan to any other person or body corporate provided that the aggregate amount of such loan investment and guarantee outstanding at any time shall not exceed Rs.26 Crores (Rupees Twenty-Six Crore);

(b) Make investment and acquire by way of subscription, purchase or otherwise securities of any other body corporate by cash or swap of shares or other mode or any combination hereof provided that the total amount of such investments outstanding at any time shall not exceed Rs. 25 Lacs (Rupees Twenty-Five Lacs);

Now, Company wants to exceed its previous limit of 25,00,000 to 50,00,000 under investment category & consider granting approval to make investments, to such person(s), body corporate(s) and/or entities, whether in one or more tranches, up to an aggregate limit of ₹ 50,00,000, over and above the existing limits prescribed under Section 186(2) of the Companies Act, 2013, and recommend the proposal to the Members for their approval by way of a Special Resolution. However, there will be no Change in Limit of Loan i.e. 26 crores.

Accordingly, present resolution is proposed for approval of the members to authorize the board of directors of the Company to:

(a) Make investment and acquire by way of subscription, purchase or otherwise securities of any other body corporate by cash or swap of shares or other mode or any combination hereof provided that the total amount of such investments outstanding at any time shall not exceed Rs. 50 Lacs; which exceeds the prescribed ceiling under Section 186 of the Companies Act 2013.

The Board believes that this investment will provide strategic benefits, including synergies in technology, innovation, and operational efficiency, thereby contributing positively to the overall growth of the Company.

Mr. Nipun Goyal Managing Director is interested. He is a shareholder and Director of Robochef Agritech Private Limited.

The Board of Directors recommends the resolution for approval of the members as **Special Resolution.**