AKG EXIM

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Exim Limited

Date: 23rd November, 2026

To,
The Chief Manager
Listing & Compliance Department
National Stock Exchange of India Limited (NSE)
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai-400051

SYMBOL: AKG, Security: Equity

Sub: Submission of Notice of Postal Ballot - Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015

Dear Sir/Ma'am,

Pursuant to Regulations 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Please find enclosed herewith a copy of the Postal Ballot Notice dated November 13th, 2026 ("**Postal Ballot Notice**") along with other relevant documents.

The Postal Ballot Notice, along with other relevant documents, are being sent to all the shareholders whose names appear in the register of members/ beneficial owners as on November 17th, 2026 ("Cut-off date"), seeking their approval for business as set out in the Postal Ballot Notice through remote e-voting process.

The Company has engaged the services of National Securities Depository Limited ("**NSDL**") for the purpose of providing e-voting facility to all its members. The e-voting will commence from Tuesday, 24th November, 2026, 9.00 a.m. (IST) and shall end on Wednesday, December 23rd, 2026, 5.00 p.m. (IST). The results of the postal ballot will be announced on or before Monday, December 28th, 2026.

The aforesaid information will also be made available on the website of the Company at www.akg-global.com.

This is for your information and record.

Thanking You,

Yours faithfully,

For AKG EXIM LIMITED

REETA Digitally signed by REETA Date: 2026.11.23 15:33:33 +05'30'

Reeta
Company Secretary & Compliance Officer

Enclosed: As above

AKG EXIM LIMITED

CIN: L00063HR2005PLC119497; **Website:** www.akg-global.com; **Email:** info@akg-global.com
Registered Office: *Unit No. 231, Tower-B, Spazedge, Sector-47, Sohna Road, Gurugram-122018, Haryana, India*
Phone: *+91-124-4267873* | **Fax:** *+91-124-4004503*

NOTICE OF POSTAL BALLOT

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration Rules), 2014

Dear Member(s)

Notice is hereby given pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013, (the 'Act') read with the Companies (Management and Administration) Rules, 2014, ('Rules') (which shall include any statutory modifications, amendments or re-enactments thereto,) read with General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021, 20/2021 dated 8th December 2021, 3/2022 dated 5th May 2022, 11/2022 dated 28th December 2022, 09/2023 dated 25th September, 2023, 09/2024 dated September 19, 2024 and General Circular No. 3/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), Regulation 44 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations") including the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, SEBI Master Circular No. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023, SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 and other relevant circulars issued by the Securities & Exchange Board of India, if any, Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and any other applicable laws, rules and regulations circulars (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), for seeking approval of the Shareholders of the Company (as on the Cut-off Date), for Special Businesses as set out in this Postal Ballot Notice ('Notice'), through Postal Ballot **only by way of voting by electronic means ('Remote e-voting').**

The proposed resolution and explanatory statement pertaining to the said resolution, pursuant to sections 102 and 110 of the Companies Act, 2013 setting out the material facts concerning each item and the reason thereof is annexed to this Postal Ballot Notice ("Notice") and forms part of this Notice.

The Company has engaged the services of National Securities Depository Limited ("NSDL") as the agency to provide the e-voting facility. Accordingly, members shall have to cast their vote electronically through the NSDL e-voting platform. Instructions on E-voting are enumerated as part of the Notice.

E-voting facility is available at the link https://www.evoting.nsdl.com/ from Tuesday 24th November, 2026, 9.00 a.m. (IST) onwards to Wednesday, 23rd December, 2026, 5.00 p.m. (IST).

Shareholders are requested to read carefully the e-voting instructions given in the Notes forming part of the Postal Ballot Notice, before logging into the e-voting link.

The Board of Directors in its meeting held on 13th November, 2026 has appointed Mr. Ajay Kumar Prajapati, Proprietor of M/s. APK & ASSOCIATES, Practicing Company Secretaries firm, (Membership no. A49295), COP No. 28412, as the Scrutinizer for conducting the Postal Ballot (only through Remote E-voting process in a fair and transparent manner. The Scrutinizer, after completion of scrutiny, will submit his report to the Chairperson of the Company. Thereafter the results of the Postal Ballot would be announced by the Chairperson or Company Secretary of the Company within two working days from the closure of remote e-voting and on declaration alongwith the scrutinizers

report will be communicated to the stock exchange and, the results along with Scrutinizer's report will also be placed on Company's website viz. www.akg-global.com and shall also be displayed at the Company's registered office.

The Resolution, if approved by requisite majority, shall be deemed to have been passed on the last date of e-voting i.e., 23rd December, 2026.

The resolution for the purpose as stated herein below is proposed to be passed by Postal Ballot **(only through Remote E-voting):**

SPECIAL BUSINESS:

Item No. 1

To alter Main Objects clauses of the Memorandum of Association of the Company:

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

"**RESOLVED THAT**, pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), read with applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), and subject to such approvals as may be necessary or required the consent of the Members be and is hereby accorded for alteration of Main Object Clause i.e. Clause III (A) of the Memorandum of Association of the Company by inserting the following new sub clause 10 after sub clause 9 under clause III (A) of the main object clause:

"To carry on the business of producing, co-producing, processing, promoting, distributing, exhibiting, exploiting, trading, importing and exporting all kinds of cinematographic films, motion pictures, feature films, documentary films, short films, television films, telefilms, video films, web series, advertisement films, educational films, cultural or historical films, films relating to places of tourist interest, science and technology films and other audio-visual content, in all languages and in any format or technology, whether existing or developed in future."

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto."

Item No. 2

Change in Designation of Mr. Kalapi Vinit Nagada from Non-Executive Director to Executive Director and approval of terms and conditions of appointment:

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 196, 197 and 203, all other applicable provisions of the Companies Act, 2013 read with Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and the applicable provisions of the SEBI (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, permissions and sanctions as may be necessary, and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, consent of the Members of the Company be and is hereby accorded for change in designation of Mr. Kalapi Vinit Nagada, (DIN: 02876927) from Non-Executive Non Independent Director to Whole Time Director, designated as Executive Director of the Company liable to retire by rotation for a period of 5 Years with effect from 13th November, 2026 to 12th November, 2031, on the following terms and conditions:

a) **Remuneration: NIL.** Mr. Kalapi Vinit Nagada shall not be paid any salary, allowance, perquisite, commission, bonus, retirement benefit, incentive or remuneration of any nature whatsoever for his services as Whole-time Director designated as Executive Director.

b) **Sitting fees:** He shall not be paid any sitting fees for attending meetings of the Board of Directors or Committees thereof.
c) **Reimbursement of expenses:** He shall be entitled to reimbursement of actual expenses properly incurred by him in the course of, and for the purposes of, the business of the Company, which shall not be treated as remuneration.
d) **Retirement by rotation:** He shall be liable to retire by rotation, and his retirement by rotation and re-appointment thereupon shall not constitute a break in his appointment as Whole-time Director.

RESOLVED FURTHER THAT no remuneration being payable to Mr. Kalapi Vinit Nagada, the provisions of Section 197 and of Section II of Part II of Schedule V to the Companies Act, 2013 relating to remuneration payable in the event of absence or inadequacy of profits are not attracted, and that any remuneration proposed to be paid to him at any time during his tenure shall be subject to the prior approval of the Members by way of such resolution as may then be required under Sections 196, 197 and Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT Mr. Kalapi Vinit Nagada shall be entrusted with such executive powers, duties and responsibilities as may be assigned by the Board of Directors from time to time, subject to the supervision, control and direction of the Board.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof or any person authorised by the Board) be and is hereby authorised to vary, alter, modify or revise the terms and conditions of appointment and remuneration of Mr. Kalapi Vinit Nagada from time to time, within the limits prescribed under the Act and subject to obtaining such further approvals as may be required under applicable laws.

RESOLVED FURTHER THAT the Board of Directors of the Company and/or the Company Secretary be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution, including making necessary filings with the Registrar of Companies and intimations to stock exchanges, if applicable."

By Order of the Board of Directors
For AKG Exim Limited
Sd/-
Reeta
Company Secretary & Compliance Officer

Place: Gurugram
Date: 13th November, 2026

NOTES:

1. The Explanatory Statement pursuant to Sections 102(1) of the Companies Act, 2013 stating all material facts and the reasons for the proposal is annexed herewith.

2. Where the resolution by the Board of Directors on 13th November, 2026 has appointed Mr. Ajay Kumar Prajapati, Propreitor of M/s. APK & ASSOCIATES, Practicing Company Secretaries firm (Membership No. A-49295 & COP No. 28412) to act as "the Scrutinizer" for conducting the Postal Ballot by way of remote e-voting process in accordance with the Act and in a fair and transparent manner.

3. The Postal Ballot Notice is being sent to Members in electronic form to the email addresses registered with their Depository Participants (in case of electronic shareholding)/the Company's Registrar and Share Transfer Agents (in case of physical shareholding) and whose name appears on the Register of Members/ List of Beneficial Owners on 17th November, 2026. The Postal Ballot Notice will also be available on the Company's website at www.akg-global.com.

4. The voting period will be from Tuesday 24th November, 2026, 9.00 a.m. (IST) onwards to Wednesday, 23rd December, 2026, 5.00 p.m. (IST). During this period, shareholders of the Company, holding shares either in physical form or in dematerialised form as on the cut-off date of 17th November, 2026, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.

5. The Members whose email ids are not registered with the Company or Depository Participant(s) as on the Cut –Off date are requested to register their e-mail ID's by sending e-mail citing subject "AKG-Postal Ballot Registration of e-mail Id's" to Registrar and share transfer Agent (RTA) of the Company, i.e., MAS SERVICES LIMITED at info@masserv.com or to the Company at csakg@akg-global.com with the name of registered shareholder(s), folio number(s)/DP Id/Client Id and Number of equity shares held from the e-mail address they wish to register to enable them to exercise their vote on special businesses as set out in the Postal Ballot notice through remote e-voting facility provided by NSDL.

6. Voting rights in e-voting cannot be exercised by a proxy. However, corporate and institutional members shall be entitled to vote through their authorised representatives with proof of their authorisation.

7. The results of the Postal Ballot will be declared within two working days from the closure of remote e-voting. The results of the Postal Ballot will be hosted on the website of the Company viz. www.akg-global.com and will also be communicated to the Stock Exchange where the equity shares of the Company are listed. The results of the Postal Ballot will be declared by the Chairman, or in his absence by the Managing Director or Company Secretary, or any other person so authorised by the Chairman and it will display at Company's Registered Office. The resolutions will be taken as passed if the results of the Postal Ballots indicate that the requisite majority of the shareholders assented to the Resolution.

8. The resolution, if passed by the requisite majority, shall be deemed to have been passed on the last date specified by the Company for e-voting i.e., 23rd December, 2026**.**

9. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of 17th November, 2026**.**

10. The Scrutinizer's decision on the validity or otherwise of the Postal Ballot (only through remote E-Voting) will be final.

11. Documents referred to in this notice and explanatory statement are open for inspection by the shareholders at the Registered Office of the Company on all working days (except Saturday & Sunday) from 11:00 am to 4:00 pm till from the date of dispatch of the Postal Ballot Notice up to the completion of Postal Ballot i.e., 23rd December, 2026**.**

12. In compliance with provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company is pleased to provide its members the facility to exercise their right to vote by electronic means as an alternate mechanism. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating e-voting in order to enable the members to cast their votes electronically instead of dispatching postal ballot form.

PROCEDURE/INSTRUCTIONS FOR REMOTE E-VOTING:

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P /2020/242 dated 09th December 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.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Log-in to NSDL e-Voting system at https://www.evoting.nsdl.com/

Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 are mentioned below:

How to Log-into NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.

3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e., IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e., Cast your vote electronically.

Manner of holding shares i.e., Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12********** then your user ID is 12**********

c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

4. Your User ID details are given below:

Your password details are given below:

a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**.

5. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

6. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
7. Now, you will have to click on "Login" button.
8. After you click on the "Login" button, home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.

5. Cast your vote by selecting appropriate options i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1 Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to apkoffice999@gmail.com with a copy marked to evoting@nsdl.co.in.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

In terms of the MCA Circulars, the Company will send Postal Ballot Notice in electronic form only and hard copy of Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope will not be sent to the members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to csakg@akg-global.com.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to csakg@akg-global.com.

EXPLANATORY STATEMENT SETS OUT ALL MATERIAL FACTS PURSUANT TO SECTIONS 102(1) OF THE COMPANIES ACT, 2013:

Item No. 1

To alter Main Objects clauses of the Memorandum of Association of the Company and to amend Memorandum of Association of the Company to align with the Companies Act, 2013:

The members are hereby informed that, pursuant to the change in management and takeover of the Company, the Board of Directors has been considering various opportunities for expansion and diversification of the Company's existing business activities with a view to achieving sustainable growth, exploring new business opportunities and enhancing long-term value for the shareholders.

In this regard, the Board of Directors has taken into consideration the professional experience, business expertise, knowledge, industry exposure and entrepreneurial capabilities of Mr. Kalapi Vinit Nagada, Promoter and Director of the Company, and believes that his expertise, business vision and capabilities can be effectively utilised for exploring, developing and undertaking additional business opportunities through the Company.

Accordingly, the Board of Directors considers it appropriate to broaden the scope of the Company's Main Objects by incorporating additional business activities in the Memorandum of Association of the Company. The proposed alteration is intended to provide the Company with the necessary corporate authorisation and flexibility to explore and undertake such additional business activities alongside its existing business operations.

The proposed diversification is expected to enable the Company to explore new business avenues, utilise the business expertise and entrepreneurial capabilities of the new management, establish strategic business associations and collaborations, expand its commercial activities, create additional avenues for revenue generation and strengthen its overall business prospects. The proposed expansion will also provide the Company with opportunities to diversify its revenue streams and reduce dependence on any particular business segment, thereby contributing towards the long-term growth and development of the Company.

In order to give effect to the above proposal, it is proposed to insert new sub-clauses 10 after the existing sub-clause 9 in Clause 3(A) of the Memorandum of Association of the Company. Pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the rules made thereunder, approval of the shareholders by way of a Special Resolution is required for alteration of the Main Object Clause of the Memorandum of Association of the Company.

The proposed new sub-clause 10 is reproduced below:

"To carry on the business of producing, co-producing, processing, promoting, distributing, exhibiting, exploiting, trading, importing and exporting all kinds of cinematographic films, motion pictures, feature films, documentary films, short films, television films, telefilms, video films, web series, advertisement films, educational films, cultural or historical films, films relating to places of tourist interest, science and technology films and other audio-visual content, in all languages and in any format or technology, whether existing or developed in future."

The proposed alteration will enable the Company to undertake the aforesaid additional business activities either independently or through strategic collaborations, joint ventures, subsidiaries, associates or other suitable business arrangements, as may be considered appropriate by the Board of Directors from time to time, subject to the applicable laws and necessary statutory approvals.

It is clarified that the proposed alteration is intended to expand and diversify the scope of the Company's existing business activities and shall not result in discontinuation or replacement of the Company's existing business operations. The actual commencement and implementation of the additional business activities shall be undertaken progressively, after evaluating their commercial viability, business requirements, availability of resources and other relevant considerations, and upon obtaining necessary registrations, licences, permissions and approvals, wherever required.

The proposed alteration of the Main Objects Clause is an enabling provision and, by itself, does not result in any change in the existing shareholding pattern, management or control of the Company.

The Board of Directors, at its meeting held on November 13, 2026, approved the proposed alteration to the Main Object Clause of the Memorandum of Association, subject to the approval of the shareholders and compliance with other applicable provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") and other applicable rules, regulations and amendments thereto. The approval of the members is being sought through the postal ballot process.

The Special Resolution passed by the shareholders shall be filed with the Registrar of Companies, who shall register the alteration of the Memorandum of Association with respect to the objects of the Company and certify the registration thereof.

Accordingly, the Board recommends the Special Resolution set out in the Notice for approval of the members for effecting the alteration in the existing Object Clause of the Memorandum of Association of the Company by inserting new sub-clauses 10 in Clause III(A) of the MOA.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution except to the extent of their shareholding, if any, in the Company.

Therefore, the Board recommends the resolution hereof for approval of the shareholders as Special Resolution.

Item No. 2

Change in Designation of Mr. Kalapi Vinit Nagada from Non-Executive Director to Executive Director:

Mr. Kalapi Vinit Nagada (DIN: 02876927) was appointed as a Non-Executive Non-Independent Director of the Company.

Considering his professional experience, business expertise, knowledge, industry exposure, entrepreneurial capabilities and overall business vision, the Board of Directors of the Company, at its meeting held on November 13, 2026, based on the recommendation of the Nomination and Remuneration Committee, approved his appointment as a Whole-time Director designated as Executive Director of the Company, liable to retire by rotation, for a period of five (5) consecutive years commencing from November 13, 2026, to November 12, 2031, subject to the approval of the Members of the Company.

The Board is of the view that his active involvement in the management and affairs of the Company will strengthen the Company's overall management, strategic planning, business development and operational activities. His experience and business vision are expected to contribute meaningfully towards the Company's future growth, expansion and diversification plans.

Upon his appointment as Whole-time Director, Mr. Kalapi Vinit Nagada will be entrusted with executive and managerial responsibilities and will be actively involved in the overall management and day-to-day affairs of the Company, subject to the supervision, control and direction of the Board of Directors.

Remuneration and other terms of appointment

The proposed appointment of Mr. Kalapi Vinit Nagada as Whole-time Director designated as Executive Director shall be on a NIL remuneration basis. No salary, commission, perquisites, allowances or any other monetary benefits shall be payable to him during his tenure. Further, no sitting fees shall be payable to him for attending meetings of the Board of Directors or any Committee thereof.

The other terms and conditions of his appointment shall be as may be determined by the Board of Directors from time to time, subject to the applicable provisions of the Companies Act, 2013, the rules made thereunder and other applicable laws.

Profile and disclosures

In accordance with the applicable provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2, the requisite details and profile of Mr. Kalapi Vinit Nagada, including his qualifications, experience, expertise, shareholding, directorships and other relevant disclosures, are provided in Annexure – A to this Notice.

Interest of Directors and Key Managerial Personnel

Mr. Kalapi Vinit Nagada is concerned or interested in the proposed resolution to the extent of his appointment as Whole-time Director designated as Executive Director. None of the other Directors, Key Managerial Personnel of the Company or 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.

The Board of Directors recommends the Special Resolution set out at Item No. 2 of the accompanying Postal Ballot Notice for approval of the Members.

The Board is of the view that his appointment as Whole-time Director, designated as Executive Director, will enable the Company to benefit from his experience, expertise and active involvement in the overall management, strategic planning and business operations of the Company.

The Board considers the proposed change in designation and appointment of Mr. Kalapi Vinit Nagada as Whole-time Director, designated as Executive Director, to be in the best interests of the Company and accordingly recommends the Special Resolution set out at Item No. 2 of the accompanying Notice for approval of the Members.

Except Mr. Kalapi Vinit Nagada, who is concerned or interested in the resolution, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

By Order of the Board of Directors
For AKG Exim Limited
Sd/-
Reeta
Company Secretary & Compliance Officer

Place: Gurugram
Date: 13th November, 2026

Annexure A

Pursuant to Secretarial Standard and Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the details of the Director seeking appointment/re-appointment/ fixation of remuneration/variation of the term of remuneration at the Meeting:

Name of the Directors	Mr. Kalapi Vinit Nagada DIN: 02876927
Date of Birth	19/01/1981
Age	46 years
Qualification	Bachelor of Commerce and Master of Business Administration
Experience	He is Having more than 15 years of experience in the entertainment, digital media, content distribution, and real estate sectors. Based in Mumbai, he is the Founder and Chief Executive Officer of Cinekorn Entertainment, a film distribution and content syndication company engaged in the acquisition, distribution, and monetization of South Indian, Bollywood, Hollywood, and international content across theatrical, digital, and OTT platforms. Mr. Nagada is recognized for his strategic vision, entrepreneurial leadership, and ability to integrate traditional entertainment distribution with evolving digital media platforms
Terms & Conditions of Appointment/Re-appointment along with Details of remuneration sought to be paid	-
Details of the Remuneration last Drawn	-
Date of the first Appointment on the Board	14/05/2026
Shareholding in the Company	1,14,98,062 equity shares (36.18%)
Relationship with other Director/Manager/Key Managerial Personnel	NIL
Number of Meetings of the Board attended during the year	-
Other Directorship/ Membership/ Chairmanship of the Committee of the other Board as on 31.03.2026	1. M/s. Raj Overseas Pvt. Ltd. 2. M/s. Nest Suburban Developers Pvt. Ltd. 3. M/s. Cinekorn Entertainment Pvt. Ltd.