

PATEL KNR INFRASTRUCTURES LTD.

CIN: U45201MH2006PLC162856

REGD OFFICE: Patel Estate Road, Jogeshwari (W), Mumbai – 400102.

Tel: +91-22-26767500 Fax: +91-22-26782455; Email : cs.pkil@pateleng.com

NOTICE

NOTICE is hereby given that the Twentieth (20th) Annual General Meeting of the Members of the Company will be held at **10.00 a.m. on Monday, July 20, 2026**, at the Registered Office of the Company at Patel Estate Road, Jogeshwari (W), Mumbai – 400102 at Patel Engineering Ltd. compound, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board and the Auditors thereon;
2. To appoint a Director in place of Mr. K N Reddy (DIN: 00382412), who retires by rotation and being eligible, offers himself for re-election.

SPECIAL BUSINESS:

3. Appointment of Ms. Jana Chatra (DIN: 07149281) as a Director

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

"Resolved that Ms. Jana Chatra (DIN: 07149281) who was appointed as an Additional director of the Company with effect from April 17, 2026 and who holds office until the date of the Annual General Meeting pursuant to Section 161 of the Companies Act, 2013 and Article 89 of the Articles of Association of the Company, in respect of whom the Company has received a notice from a member under Section 160 of the Companies Act, 2013, proposing her candidature, be and is hereby appointed as a Director of the company."

4. Appointment of Ms. Jana Chatra as an Independent Director for a term of three years

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

"Resolved that pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 ("**Act**") and the Rules made there under read with Schedule IV to the Act (including any statutory modification(s) re-enactment for the time being in force), the Articles of Association of the Company, approvals and recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, **Ms. Jana Chatra (DIN: 07149281)**, a non-executive director of the Company, who meets the criteria for independence as provided under Section 149(6) of the Act and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a term of three consecutive years with effect from April 17, 2026 to April 16, 2029, not liable to retire by rotation.



K.m.s

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Resolved further that the Board of Directors and/ or the Company Secretary, be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

**By Order of the Board
for PATEL KNR INFRASTRUCTURES Ltd.**



K.m.B.

**Kavita Shirvaikar
Director & CEO
DIN: 07737376**

Mumbai
July 13, 2026

NOTES:

- 1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
- 2) The proxies in order to be effective must be deposited at least 48 hours prior to the date of meeting at the Registered Office of the Company.
- 3) The Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of the special business(es) is annexed hereto.

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

Item No.3

Ms. Jana Chatra was co-opted as an Additional Director of the Company with effect from August 17, 2026 pursuant to Section 161 of the Companies Act, 2013 read with Article 89 of the Articles of Association of the Company. She holds the office of Director upto the date of the ensuing Annual General meeting. The Company has received notice in writing from a member proposing her candidature for the office of Director under the provisions of Section 160 of the Companies Act, 2013.

None of the Directors/Key Managerial Personnel of the Company /their relatives except Ms.Jana Chatra is deemed to be concerned or interested in the respective proposed resolution no.3.

The Board recommends the resolution set forth in the said item no.3 for the approval of the members.

Item No.4

Pursuant to Section 161 of the Companies Act, 2013, based on the recommendation of the Nomination and Remuneration Committee ("NRC"), the Directors vide Circular resolution dated April 17, 2026, appointed Ms. Jana Chatra as an Additional Director in the capacity of Independent Director of the Company for a term of three (3) years with effect from April 17, 2026 to April 16, 2029 (both days inclusive) subject to the approval of the members through ordinary resolution.



K.m.B.

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The Company has received:

- (i) consent in writing from Ms. Jana Chatra to act as Director in Form DIR 2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 ('Appointment Rules'),
- (ii) intimation in Form DIR 8 in terms of the Appointment Rules from Ms. Jana Chatra to the effect that she is not disqualified under sub-section (2) of Section 164 of the Act, and
- (iii) a declaration to the effect that she meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013.
- (iv) A notice in writing by a member proposing her candidature under Section 160(1) of the Act.

The Nomination and Remuneration Committee ("NRC") based on the attributes for the selection of the Independent Director(s), recommended the candidature of Ms. Jana Chatra.

In the opinion of the Board, Ms. Jana Chatra is a person of integrity, fulfil the conditions for Independence specified in the Act and the Rules made thereunder and is independent of the management of the Company.

The Board was satisfied that the appointment of Ms. Chatra is justified due to following reasons:

- Her experience in board positions, member of different board level committees.
- Her wide ranging experience in areas such as corporate strategy, business development, process including financial services, industrial products and offshoring.
- Her knowledge in management studies.

Ms. Jana Chatra has confirmed that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

The information in respect of Ms. Jana Chatra, as required under SS-2 is given in the Annexure to this Notice.

Brief profile of Ms. Jana Chatra:

Ms. Jana Chatra holds a MMS (MBA) from Narsee Monjee Institute of Management Studies, University of Mumbai, India and B.Sc. (Chemistry) from Women's Christian College, Chennai, India.

She currently serves in the position of Designated Partner of Excelus Capital Advisers LLP. She served as an Independent Director on the Board of Cemindia Projects Ltd (formerly known as ITD Cementation India Ltd). She also served as Chairperson & Managing Director of Innovassynth Investments Limited from 2020 to 2022. Previously, she worked as Senior Vice President-Global Sales, Knowledge Services in WNS Global Services and, as Manager, Business Development in Zurich Risk Management Services. She started her career with the consulting firms PwC and KPMG. She has worked in areas such as corporate strategy, business development, process redesign and risk management, across financial services, industrial products and offshoring.



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She is presently working as Independent Director of Patel Engineering Ltd., the holding Company, with effect from April 15, 2026.

The Board is of the view that Ms. Chatra's knowledge, skills, expertise and experience will be of immense benefit and value to the Company and pursuant to the recommendation of the NRC, the Board recommends her appointment in capacity of Independent Director by way of ordinary resolution as set out above in compliance with the provisions of Section 149 read with Schedule IV to the Act.

Except for Ms. Jana Chatra, none of the Directors/Key Managerial Personnel/their relatives of the Company, is concerned or interested in the proposed Ordinary Resolution.

The Board recommends the resolution as set out at Item No.4 for the consideration and approval of the members.

**By Order of the Board
for PATEL KNR INFRASTRUCTURES Ltd.**



K.m.B.

**Kavita Shirvaikar
Director & CEO
DIN: 07737376**

Mumbai
July 13, 2026

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Annexure to Notice

Information of Directors proposed to be appointed / reappointed as per clause no.1.2.5 of Secretarial Standards – II:

SNo.	Name of Director	Ms. Jana Chatra
1	DIN	07149281
2	Date of birth & Age	May 4, 1972 and 53 years
3	Qualification	Ms. Chatra holds MMS (MBA) from Narsee Monjee Institute of Management Studies, University of Mumbai, India and B.Sc. (Chemistry) from Women's Christian College, Chennai, India.
4	Experience	Ms. Chatra is a Designated Partner of Excelus Capital Advisers LLP. She served as an Independent Director on the Board of Cemindia Projects Ltd (formerly known as ITD Cementation India Ltd). She also served as Chairperson & Managing Director of Innovassynth Investments Ltd from 2020 to 2022. Previously, she worked as Senior Vice President-Global Sales, Knowledge Services in WNS Global Services and, as Manager, Business Development in Zurich Risk Management Services. She started her career with the consulting firms PwC and KPMG. She has worked in areas such as corporate strategy, business development, process redesign and risk management, across financial services, industrial products and offshoring.
5	Terms and conditions of appointment along with details of remuneration sought to be paid	Appointment as Non-Executive Director Remuneration payable – Not applicable
6	Remuneration last drawn, if any	Not applicable
7	Date of first appointment as Director	April 17, 2026
8	Number of Board meetings attended during FY 2025-26	Not applicable
9	Other directorship / membership / chairmanship of the Committees of other Boards	Other Directorship: 1) BCH Electric Ltd. 2) Patel Engineering Ltd. 3) Patel Energy Ltd. Companies Membership / chairmanship of the Committees of other Boards – 1) Chairperson of Audit Committee and CSR Committee of Patel Engineering Ltd. 2) Member of NRC Committee, Stakeholders Relationship Committee (SRC) & Risk Management Committee (RMC) of Patel Engineering Ltd. 3) Member of Audit Committee & NRC committee of Patel Energy Ltd.)
10	Shareholding in the Company	Nil
11	Disclosure of relationships between Directors or KMPs inter-se.	Not related to any Director or KMP of the Company

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PROXY FORM

Folio No./Client Id/DP Id :

I/We, being the member(s) of _____ Equity shares of Patel KNR Infrastructures Limited hereby appoint:

1.Name	2. Name	3. Name
Address	Address	Address
e-mail id	e-mail id	e-mail id
Signature....., or failing him	Signature, or failing him	Signature, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 19th Annual General Meeting of the Company to be held on **Monday, July 20, 2026 at 10.00 a.m.** at Patel Engineering Compound, Patel Estate Road, Jogeshwari (West) Mumbai – 400102 and at any adjournment thereof in respect of such resolutions as are indicated below;

Sr. No.	Resolutions	For	Against
Ordinary Business			
1	To consider and adopt the audited Balance Sheet of the Company as at March 31, 2026 and the Profit and Loss Account and cash flow statement of the Company for the financial year ended on that date together with the Reports of the Board and Auditors thereon.		
2.	To appoint a Director in place of Mr. K N Reddy (DIN: 00382412), who retires by rotation and being eligible, offers himself for re-election		
Special Business			
3.	Appointment of Ms. Jana Chatra (DIN: 00381885) as a Director of the Company		
4.	Appointment of Ms. Jana Chatra as an Independent Director for a term of three years		

Signed this _____ day of _____ 2026.

Signature of Shareholder

Signature of Proxy holder(s) _____

Notes: 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.

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20th Annual General Meeting

Admission Slip

Please fill and hand it over at the entrance of the Meeting hall.

I hereby record my presence at the 20th Annual General Meeting of the Company on Monday, July 20, 2026 at 10.00 a.m., at Patel Engineering Compound, Patel Estate Road, Jogeshwari (West), Mumbai – 400102.

Registered Folio No./ DP ID/Client ID	
Name and address of the Member(s)	
Joint Holder 1	
Joint Holder 2	

Signature of Member or Proxy or Representative

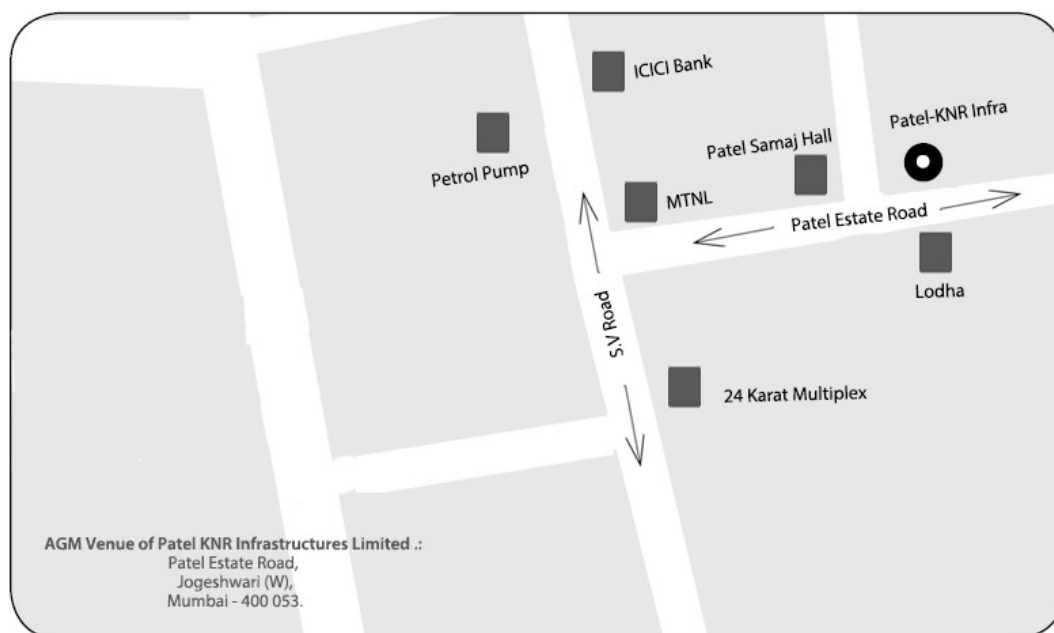
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ROUTE MAP



If undelivered, please return to:

Patel KNR Infrastructures Ltd.

Regd. Office:

Patel Estate Road,

Jogeshwari (West), Mumbai – 400 102.