Ref: K/2026-2027/28 **Date: 29.09.2026**

To,
Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai 400 001
Scrip Code: 539014 **Trading Symbol: KALPACOMME**
ISIN: INE059Q01014

Sub: Adoption of new Set of Memorandum and Articles of Association of Kalpa Commercial Limited ("the Company")

Ref: Regulation 30 read with Part A of the Schedule III of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015("Listing Regulations")

Dear Sir/ Madam,

With reference to the captioned subject, this is to inform you that the shareholders of the Company at their 41st Annual General Meeting held on **Monday, September 28, 2026**, commenced at **10:00 A.M** and **concluded at 10:10 AM (IST)** has approved the following items of the business: -

1. Adoption of new set of Memorandum of Association ("MOA") of the Company as per Companies Act, 2013; and

2. Adoption of new set of Articles of Association ("AOA") of the Company as per Companies Act, 2013.

Further, the brief details of new MOA and the new AOA as required under Regulation 30 read with Part A of the Schedule III of the Listing Regulations are annexed herewith as **Annexure - A**.

This is for your information and records.

Thanking You.

Yours Faithfully

For and on behalf of
Kalpa Commercial Limited

ISHANT MALHOTRA
Digitally signed by ISHANT MALHOTRA
Date: 2026.09.29 17:49:07 +05'30'

Ishant Malhotra
Managing Director
DIN: 06459062

Annexure — A

ADOPTION OF NEW SET OF MEMORANDUM OF ASSOCIATION (MOA) IN LINE WITH COMPANIES ACT, 2013

Sr. No.	CHANGES
1.	The existing Memorandum of Association (MOA) of the Company was based on the erstwhile Companies Act, 1956. The Alteration of MOA was necessary to bring the existing MOA in line with the new Companies Act, 2013 (the "new Act") and the rules framed thereunder. The object clause and Liability Clause of the existing MOA needs to be re-aligned as per Table A of Schedule I of the new Act. MOA was amended and replaced only to bring the same in line with the new Act.
2.	It is to be noted that there is no change in main objects of the Company **Except Clause III (A) (2)**. Adopted new set of Memorandum of Association ("MOA") of the Company in place of the existing MOA with no change in existing 'Clause III (A)' containing the Main Objects sub-clause no. 1. Sub-clause no. 2 which reads as follows: "To carry on the business of a Company established with the object of financing industrial, individual or other enterprises within the meaning of Section 370 of the Companies Act, 1956." Proposes to omit the said clause from its Memorandum of Association as it has become obsolete and is no longer relevant to the Company's present and proposed activities.
3.	The existing 'Clause III (B)' i.e. "Objects Incidental or Ancillary to the attainment of Main Objects" of the Memorandum of Association is altered and aligned with the provisions of the Companies Act, 2013 and the rules made thereunder, including the applicable requirements of Schedule I of the said Act.
	The existing 'Clause IV' i.e. 'The Liability of the members is limited" be and is hereby stands deleted and replaced by New 'Clause IV' i.e. 'The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.'

ADOPTION OF NEW SET OF ARTICLE OF ASSOCIATION (AOA) IN LINE WITH COMPANIES ACT, 2013

Sr. No.	CHANGES
1.	The existing Articles of Association (AOA) of the Company were based on the provisions of the Companies Act, 1956 (the "erstwhile Act") and several regulations in the existing AOA contained reference to specific sections of the erstwhile Act and some regulations in the existing AOA are no longer in conformity with the Companies Act, 2013 (the "new Act"). In order to bring the existing AOA of the Company in line with the provisions of the new Act, the Company made numerous changes in the existing AOA. Therefore, adopted a comprehensive new set of Articles of Association of the Company (new Articles) in substitution of and to the exclusion of the existing AOA.