



**D P WIRES LIMITED**

+91 88789 31861, +91 7412 261130

info@dpwires.co.in, investors@dpwires.co.in

www.dpwires.co.in

September 05<sup>th</sup> 2025

To, <b>National Stock Exchange of India Limited,</b> Listing Department Exchange Plaza,C-1 Block-G, Bandra-Kurla Complex, Bandra(E) ,Mumbai-400051	To, <b>BSE Limited</b> (Prior Known as Bombay Stock Exchange, Listing Department, P.J. Tower, Dalal Street ,Fort, Mumbai-400001
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**REF. : ISIN - INE864X01013; NSE Code –DPWIRES, BSE Code-543962**

**Subject: - Outcome of Meeting of Board of Directors of the Company held on Friday, 05.09.2025 at the Registered Office of the Company at 05:30P.M. As per Regulation 30 read with Schedule III(AXIY) of the SEBI (LODR) Regulations,2015.**

Dear Sir,

With reference to above mentioned subject and pursuant to Regulation 29(1)(a), Regulation 30 & regulation 83 of the SEBI (LODR) Regulations, 2015, and schedule III of the said regulations we would like to inform you that the meeting of the board of Directors of DP Wires Limited was held on 05<sup>th</sup> day of September 2025, Friday at 16-18, Industrial estate, Ratlam (M.P)-457001, of the company commenced meeting at 05.30 PM (17:30) and concluded at 06:00 PM(18:00) among others the following businesses as specified below were transacted at the Meeting:-

1. Approval of 27<sup>th</sup> Board Report for the financial year 2024-2025.
2. Approval of notice for the 27<sup>th</sup> Annual general meeting of members of the company to be held on Tuesday 30<sup>th</sup> September 2025 at 11:30 A.M. at registered office of the company, situated at 16-18A Industrial Estate, Ratlam, MP 457001 IN.
3. Finalization of the Cut-off Date and Remote E-voting period for the ensuing AGM.
4. Appointment of CS Shweta Garg, Practicing Company Secretary as a secretarial Auditor for a term of five (5) consecutive years, commencing from Financial Year 2025-26 till Financial Year 2029-30, subject to approval of members at the ensuing AGM
5. Appointment of CS Shweta Garg, Practicing Company Secretary as the Scrutinizer for the process of remote E-voting and voting at the AGM to be held on 30.09.2025.
6. Approval for granting of Unsecured Loan to DP Kataria Private Limited under Section 185 of the Companies Act, 2013- subject to approval of members at the ensuing AGM.

**CIN:** L27100MPI998PLC029523

**Registered Office**

16 - 18A, Industrial Area, Ratlam, Madhya Pradesh, India - 457001



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7. Approval for granting of Unsecured Loan to Kataria Plastics Private Limited under Section 185 of the Companies Act, 2013. subject to approval of members at the ensuing AGM.
8. Approval of giving of Loan, guarantee, investment and securities in terms of provisions of Section 186 of Companies Act, 2013.

Kindly take the above on your records in pursuance of the SEBI (LODR), Regulation, 2015.

Thanking you,

Yours Faithfully,

For **DP Wires Limited**

**Krutika Maheshwari**

(Company Secretary and Compliance Officer)



CIN: L27100MP1998PLC029523

**Registered Office**

16 - 18A, Industrial Area, Ratlam, Madhya Pradesh, India - 457001

## NOTICE

Notice is hereby given that the 27<sup>th</sup> Annual General Meeting of D. P. WIRES LIMITED will be held on September 30, 2025 at 11:30 A.M. at 16 – 18A, Industrial Estate, Ratlam, Madhya Pradesh, India 457001, to transact the following businesses:

### Ordinary Business:

#### Item no. 1 – Adoption of financial statements

To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors (“the Board”) and auditors thereon.

#### Item no. 2 – Appointment of a director in place of Mr. Kanti Lal Kataria who retires by rotation

To appoint a director in place of Mr. Kanti Lal Kataria (Director) (DIN: 00088599), who retires by rotation and being eligible, offers himself for re-appointment.

### Special Business:

#### Item no. 3 – Appointment of Secretarial Auditor for a term of five (5) consecutive years, commencing from Financial Year 2025-26 till Financial Year 2029-30

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

“**RESOLVED THAT** pursuant to the provisions of Sections 179 and 204, and any other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment thereof) and in terms of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, as amended from time to time, CS Shweta Garg (FCS : 5501), Practising Company Secretary, Indore, be and are hereby appointed as Secretarial Auditors of the Company for a term of five (5) consecutive years, commencing from Financial Year 2025-26 till Financial Year 2029-30, on such remuneration plus taxes and on such terms and conditions as may be decided by the Board of Directors in consultation with the Secretarial Auditors of the Company and to avail any other services, certificates, or reports as may be permissible under the applicable laws;

**RESOLVED FURTHER THAT** any of the director of the Board be and is hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

#### Item no. 4 – Ratification of Cost Auditor’s Remuneration

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

“**RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of ₹ 65,000 (Rupees Sixty Five Thousand only) plus applicable taxes, travel and actual out-of-pocket expenses incurred in connection with the audit, payable to M/s. M. P. Turakhia & Associates, Cost Accountants, Indore (Firm Registration No. 000417), who are appointed as Cost Auditors to conduct the audit of cost records maintained by the Company for the financial year 2025-26.

#### Item no. 5 – Approval for granting of Unsecured Loan to DP Kataria Private Limited under Section 185 of the Companies Act, 2013

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

“**RESOLVED THAT** pursuant to the provisions of Section 185 read with Companies (Meeting of Board and its Power) Rules, 2014, and other applicable provisions of Companies Act, 2013 read with rules made thereunder, including any statutory modification, amendment or re-enactment thereof for the time being in force, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to grant unsecured loan upto a maximum amount of Rs. 1,50,00,00,000/- (Rupees One Hundred and Fifty Crore only) at a rate of interest not exceeding 7% per annum to DP Kataria Private Limited (“Borrower Company”) in which Mr. Arvind Kataria, director of the Company is director, on such terms and conditions as may be agreed between the Company and borrower company provided that such loan is utilized by the borrower company for its principal business activities;

**RESOLVED FURTHER THAT** any of the Directors of the Company be and are severally authorized to take all necessary steps in relation to grant of loan to the Borrower Company, and to make, sign and execute, all such deeds, documents, agreements, undertakings and all other necessary papers as may be required for and on behalf of the company, and to accept modifications to the same as may be necessary and do all such acts, deeds and things that maybe required or considered necessary or incidental for this purpose including signing and filing of all necessary e- forms with the Registrar of Companies;

**RESOLVED FURTHER THAT** any of the Directors of the Company be and are hereby severally authorized for and on behalf of the Company to issue certified true copy of this resolution to any person as may be required from time to time.”

#### Item no. 6 – Approval for granting of Unsecured Loan to Kataria Plastics Private Limited under Section 185 of the Companies Act, 2013

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

**“RESOLVED THAT** pursuant to the provisions of Section 185 read with Companies (Meeting of Board and its Power) Rules, 2014, and other applicable provisions of Companies Act, 2013 read with rules made thereunder, including any statutory modification, amendment or re-enactment thereof for the time being in force, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to grant unsecured loan upto a maximum amount of Rs. 50,00,00,000/- (Rupees Fifty Crore only) at a rate of interest not exceeding 7% per annum to Kataria Plastics Private Limited (“Borrower Company”) in which Mr. Kantilal Kataria, director of the Company is a member, on such terms and conditions as may be agreed between the Company and borrower company provided that such loan is utilized by the borrower company for its principal business activities;

**RESOLVED FURTHER THAT** any of the Directors of the Company be and are severally authorized to take all necessary steps in relation to grant of loan to the Borrower Company, and to make, sign and execute, all such deeds, documents, agreements, undertakings and all other necessary papers as may be required for and on behalf of the company, and to accept modifications to the same as may be necessary and do all such acts, deeds and things that maybe required or considered necessary or incidental for this purpose including signing and filing of all necessary e- forms with the Registrar of Companies;

**RESOLVED FURTHER THAT** any of the Directors of the Company be and are hereby severally authorized for and on behalf of the Company to issue certified true copy of this resolution to any person as may be required from time to time.”

**NOTES:**

1. Pursuant to Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of members not exceeding 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 a proxy for any other person or shareholder.  
  
The instrument appointing proxy in order to be effective should be duly stamped, completed and signed and should be deposited at the Registered Office of the Company not later than 48 hours before the time fixed for the meeting. A Proxy Form is annexed to this report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution/ authority, as applicable.
2. Members holding shares in dematerialized form are requested to intimate all particulars of bank mandates, nominations, power of attorney, change in address, change of name, e – mail address, contact numbers, etc. to their depository participants (DP) and not to the company.
3. The Securities Exchange Board of India has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are requested to submit their PAN to their DPs.
4. The registers, i.e. Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which Directors are interested maintained under Section 170 and Section 189 of the Act, respectively, will be available electronically for inspection by members during the AGM. All documents referred to in this Notice and the explanatory statement pursuant to Section 102 of the Act, annexed hereto will also be available for electronic inspection without any fee by the members from the date of circulation of this notice up to the date of AGM, i.e. Monday, September 30, 2025. Members seeking to inspect such documents can send an email to [krutika@dpkataria.com](mailto:krutika@dpkataria.com).
5. Members whose shareholding is in electronic mode are requested to notify any change in address or bank account details to their respective depository participant(s) (DP).
6. As entire shareholding is in dematerialized mode, there is no need to close the books i. e. Register of members and Share Transfer Books.
7. Pursuant to the provisions of sections 101 and 136 of the Act read with relevant Rules made there under, companies can serve Annual Reports and other communications through electronic mode to those members who have registered their email addresses either with their DP or the company. Notice of the AGM along with Annual Report for the year ended March 31, 2025 is being sent by electronic mode to those members whose email addresses are registered with the Company/Depositories, unless a member has requested for a physical copy of the same. Members desirous of receiving physical copies of the Annual Report are requested to write to the Investors’ Services Department at the Registered Office of the Company. Annual Report for the year ended March 31, 2025 circulated to Members is also available on the website of the company [www.dpwires.co.in](http://www.dpwires.co.in). Members who have not registered their e-mail address with the Company are requested to submit their valid e-mail address to the Registrar and Transfer Agent of the company M/s Bigshare Services Private Limited. Members holding shares in demat form are requested to register/update their e-mail address with their Depository Participant(s) directly.
8. In case of joint holders attending the AGM, only such joint holders who are higher in the order of names will be entitled to vote.
9. Members are requested to:
  - a. Quote ledger folio numbers/DP ID and Client ID Numbers in all their correspondence;
  - b. Approach the Company for consolidation of multiple ledger folios into one;
  - c. To avoid inconvenience, get shares transferred in joint names, if they are held in a single name and/or appoint a nominee; and
  - d. Bring with them at the AGM, their copy of the Annual Report and Attendance slip.

10. NRI Members are requested to inform the Investors Services Department of the Company immediately of:-
  - a. Particulars of their bank account maintained in India with complete name, branch, account type, account number, and address of the bank with pin code number, if not furnished earlier; and
  - b. Change in their residential status and address in India on their return to India for permanent settlement.
11. Members desirous of obtaining any information concerning accounts and operations of the company are requested to address their communications at the registered office of the company, so as to reach at least seven days before the date of the meeting, so that the required information can be made available at the meeting, to the extent possible.
12. Members, who hold shares in electronic form, are requested to notify their DP and Client ID Number at the AGM for easier identification.
13. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
14. Only bona fide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
15. In order to enable us to register your attendance at the venue of the Annual General Meeting, we request you to bring your folio number/demat account number/DP ID-Client ID to enable us to give you a duly filled attendance slip for your signature and participation at the meeting.
16. Brief profiles of Mr. Kantilal Kataria, Non Executive non independent director, proposed to be reappointed/appointed, along with the names of the Companies in which they hold directorships and memberships/chairmanships of Committees, shareholding in the Company and other details as required under Secretarial Standard on General Meetings and Listing Regulations are furnished as **Annexure - A** and forms part of the notice.
17. An explanatory statement pursuant to Section 102(1) of the Act, the Rules thereunder, Listing Regulations and Secretarial Standards that sets out details relating to the special businesses to be transacted at the meeting is annexed hereto and forms part of the notice.
18. Details of unpaid/unclaimed dividend lying with the Company as of March 31, 2025, is available on the Company & website **i.e. <https://www.dpwires.co.in/investors/dividend/>**
19. Voting through electronic means:
  - i. Pursuant to the provisions of Section 108 of the Act read with The Companies (Management and Administration) Rules, 2014, a member may exercise his right to vote by electronic means (e-voting) in respect of the resolutions contained in this notice.
  - ii. The Company is providing e-voting facility to its members to enable them to cast their votes electronically. The Company has engaged the services of Central Depository Services (India) Limited (“CDSL”) as the Authorized Agency to provide e-voting facilities.
  - iii. The Board of Directors has appointed CS Shweta Garg, Company Secretary in whole time practice, Indore with Membership No. FCS 5501 and Certificate of Practice No. 4984 as the Scrutinizer, for conducting the e-voting process in a fair and transparent manner.
  - iv. Members are requested to carefully read the instructions for e-voting before casting their vote.
  - v. The e-voting facility will be available during the following voting period after which the portal will be blocked and shall not be available for e-voting:

Commencement of e-voting	From 9:00 a.m. (IST) on 27 th September, 2025
End of e-voting	Up to 05:00 p.m. (IST) on 29 th September, 2025

At the end of the e-voting period, the facility shall forthwith be blocked. A person who is not a member as on the cut-off date should treat this notice for information purposes only.

- vi. The cut-off date for the purpose of e-voting is 26 th September, 2025.

**THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:**

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

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

- (i) The voting period begins at 9:00 a.m. (IST) on 27th September, 2025 and ends at 05:00 p.m. (IST) on 29th September, 2025. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 26 th September, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders’ resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

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

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> <li>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: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> 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.</li> </ol>

	<p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nSDL.com">https://eservices.nSDL.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nSDL.com/">https://www.evoting.nSDL.com/</a> 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.</p> <p>4) For OTP based login you can click on <a href="https://eservices.nSDL.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nSDL.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>1) 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.</p>

**Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.**

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

Login type	Helpdesk details
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 2109911</p>
<p>Individual Shareholders holding securities in Demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nSDL.co.in">evoting@nSDL.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000</p>

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

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

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://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](http://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:

<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• 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.</li> </ul>
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. <ul style="list-style-type: none"> <li>• 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.</li> </ul>

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant &lt;Company Name&gt; on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required mandatorily to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; \_\_\_\_\_ (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact toll free no. 1800 2109911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, MarathonFuturex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 18002109911

**By order of the Board of Directors**

**Sd/-**

**Krutika Maheshwari  
Company Secretary**

**Place : Ratlam**

**Date : September 05, 2025**

**EXPLANATORY STATEMENT**

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('Act'), given hereunder sets out all material facts relating to the special business mentioned at Item No. 3, 4, 5 and 6 of the accompanying Notice dated September 05, 2025. As an additional information, the Explanatory Statement also contains material facts pertaining to ordinary business mentioned at Item No. 3, 4, 5 and 6 of the said Notice.

**Item No. 3**

Pursuant to the provisions of Section 204 and other applicable provisions of the Act, if any, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, every listed company is required to annex with its Board's Report, a Secretarial Audit Report given by a Company Secretary in Practice. Further, pursuant to Regulation 24A of the SEBI Listing Regulations, as amended from time to time, every listed entity shall undertake Secretarial Audit by a Secretarial Auditor who shall be a Peer Reviewed Company Secretary and the appointment of such Secretarial Auditor shall be approved by the Members of the Company at the Annual General Meeting.

In view of that above, after evaluating and considering various factors such as industry experience, competence of the audit team efficiency in conduct of audit, independence, etc., the Board of Directors of the Company in its meeting held on September 05, 2025 approved the appointment of CS Shweta Garg, Company Secretary, as the Secretarial Auditors of the Company, for a term of five consecutive years commencing from Financial Year 2025-26 till Financial Year 2029-30, subject to approval of the shareholders of the Company at the ensuing Annual General Meeting at such remuneration as mutually agreed between the Board of Directors of the Company and the Secretarial Auditor.

None of the Directors and Key Managerial Personnel of the Company & their relatives is in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Ordinary Resolution at Item No. 3 for approval of the members.

**Item No. 4**

To ratify the remuneration of M/s. M. P. Turakhia & Associates, Cost Auditor of the Company for the financial year 2025- 26.

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s. M. P. Turakhia & Associates, Cost Accountants, Indore (Firm Registration No. 000417) to conduct the audit of the cost records of the Company for the financial year 2025- 2026 at remuneration as detailed in the resolution.

In accordance with the provisions of Section 148(3) of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the Shareholders of the Company. Accordingly, consent of the members is being sought for ratification of the remuneration payable to the Cost Auditors for the financial year ending 2025- 2026.



None of the Directors and Key Managerial Personnel of the Company & their relatives is in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Ordinary Resolution at Item No. 4 for approval of the members.

**Item No. 5**

Section 185 of the Companies Act, 2013, inter alia provides that a company may advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the director of the company is interested, subject to the condition that –

- (a) a special resolution is passed by the company in general meeting;
- (b) the loans are utilized by the borrowing company for its principal business activities.

The company proposes to grant an unsecured loan of Rs. 1,50,00,00,000/- (Rupees One Hundred Fifty Crore only) to DP Kataria Private Limited (“Borrower Company”), one of its group companies wherein Mr. Arvind Kataria, director of the Company is also a director.

Details of the Transaction:

**Name of the Director(s) or Related Party:** Mr. Arvind Kataria (DIN:00088771)

**Nature of Transaction (Loan/Guarantee/Advance):** Loan to Directors.

**Amount of Loan/Guarantee/Advance:** Loan of Rs. 1,50,00,00,000/- (Rupees One Fifty Crore only) Terms and Conditions of the Loan/Guarantee/Advance: Rate of Interest at 7% per annum and other terms as may be mutually agreed between the Company and the borrower company.

Mr. Arvind Kataria, Director (DIN: 0008871), being common director in both of the Companies is interested in the resolution. Mr. Praveen Kataria, Director (DIN : 00088633) and Mr. Kantilal Kataria, Director (DIN : 00088599) being relatives of Mr. Arvind Kataria are also deemed as interested in the resolution. None of the other directors are directly or indirectly concerned or interested in the above resolution.

The Board recommends the Special Resolution at Item No. 5 for approval of the members.

**Item No. 6**

Section 185 of the Companies Act, 2013, inter alia provides that a company may advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the director of the company is interested, subject to the condition that –

- (a) a special resolution is passed by the company in general meeting;
- (b) the loans are utilized by the borrowing company for its principal business activities.

The company proposes to grant an unsecured loan of Rs. 50,00,00,000/- (Rupees Fifty Crore only) to Kataria Plastics Private Limited (“Borrower Company”), one of its group companies wherein Mr. Kanti Lal Kataria, Director of the Company is a member.

Details of the Transaction:

**Name of the Director(s) or Related Party:** Mr. Kanti Lal Kataria (DIN:00088599)

**Nature of Transaction (Loan/Guarantee/Advance):** Loan

**Amount of Loan/Guarantee/Advance:** Rs. 50,00,00,000/- (Rupees Fifty Crore only) Terms and Conditions of the Loan/Guarantee/Advance: Rate of Interest at 7% per annum and other terms as may be mutually agreed between the Company and the borrower company.

Mr. Kanti Lal Kataria, Director (DIN: 00088599), being member in the borrowing Company is interested in the resolution. Mr. Arvind Kataria, Director (DIN: 0008871) and Mr. Praveen Kataria, Director (DIN : 00088633) being relatives of Mr. Kantilal Kataria are also deemed as interested in the resolution. None of the other directors are directly or indirectly concerned or interested in the above resolution.

The Board recommends the Special Resolution at Item No. 6 for approval of the members.

**By order of the Board of Directors**

**Place : Ratlam**  
**Date : September 05, 2025**

**Sd/-**  
**Krutika Maheshwari**  
**Company Secretary**

**Annexure A to Notice of AGM**

Details of Directors seeking Re-Appointment as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

In terms of the provisions of Section 152 of the Companies Act, 2013 Mr. Kanti Lal Kataria, being longest in the office will retire by rotation and would be eligible for re-appointment in the forth coming Annual General Meeting. In terms of the provisions of Section 196 of the Companies Act, 2013 Mr. Kanti Lal Kataria (DIN: 00088599), is seeking reappointment in the ensuing Annual General Meeting. In accordance to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the details of Director retiring by rotation/seeking re-appointment at the forthcoming Annual General Meeting are as under:-

Particulars	Mr. Kanti Lal Kataria
Date of Birth	April 05, 1948
Date of First Appointment on Board	March 21, 2017
DIN	00088599
Qualifications	Bachelors In Engineering
Expertise in specific functional areas	Marketing
Terms and Conditions of Appointment/Re-Appointment	As per the resolution at item no. 2 of the Notice convening Annual General Meeting September 05, 2025 Mr. Kanti Lal Kataria is proposed to be re-appointed as a director liable to retire by rotation.
Directorships held in other public companies (excluding foreign companies and section 8 companies)	Nil
Memberships/ Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholder's Committee)	Nil
Number of shares held in Company	674880
Inter-se relationships between Directors	Arvind Kataria – Son Praveen Kataria – Son

\*Status as on March 31, 2024

**Place : Ratlam**  
**Date : September 05, 2025**

**Sd/-**  
**Krutika Maheshwari**  
**Company Secretary**



**D. P. WIRES LIMITED  
CIN: L27100MP1998PLC029523**

**16-18A, INDUSTRIAL ESTATE, RATLAM, MP 457001 IN  
mail ID: info@dpkataria.in Website: www.dpwires.co.in  
Phone No.: +91-7412-261130**

**ATTENDANCE SLIP**

**(To be handed over at the entrance of the meeting venue)**

**26th Annual General Meeting, held on Monday, September 30, 2025 at 16-18A, Industrial Area, Ratlam, MP 457001 IN**

Regd. Folio No. \_\_\_\_\_/DPID \_\_\_\_\_ Client ID/BEN. A/C \_\_\_\_\_ No. of shares held \_\_\_\_\_

I certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the 27th Annual General Meeting of the Company on September 30, 2025 at 16-18A, Industrial Area, Ratlam, MP 457001 IN.

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Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the hall

Members are requested to tender their attendance slip at the registration counters at the venue of the Annual General Meeting (AGM) and seek registration before entering the meeting hall.





D. P. WIRES LIMITED
CIN: L27100MP1998PLC029523

16-18A, INDUSTRIAL ESTATE, RATLAM, MP 457001 IN
ail ID: info@dpkataria.in Website: www.dpwires.co.in
Phone No.: +91-7412-261130

PROXY FORM
FORM MGT- 11

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

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

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

1. Name
Address
Signature
2. Name
Address
Signature
3. Name
Address
Signature

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26 th Annual General Meeting of the company, to be held on the Monday the 30 th Day of September, 2025 at 16-18A, Industrial Estate, Ratlam, Madhya Pradesh, India 457001at 11.30 A. M. and at any adjournment thereof in respect of such resolutions as are indicated below:

Table with 2 columns: Item number and Description of resolution. Items include adoption of financial statements, director appointment, auditor appointment, remuneration ratification, and loan approvals.

Signed this.....day of 2025



Signature of shareholder.....Signature of Proxy holder(s).....

Note: 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.



**D. P. WIRES LIMITED  
CIN: L27100MP1998PLC029523****16-18A, INDUSTRIAL ESTATE, RATLAM, MP 457001 IN  
mail ID: info@dpkataria.in Website: www.dpwires.co.in  
Phone No.: +91-7412-261130****POLL FORM****Serial No.\*: \_\_\_\_\_ Member's Registered Folio No./DP & Client ID\_\_\_\_\_**

1. Name(s) of the Member(s) including joint Holder(s) : \_\_\_\_\_ If Any (IN BLOCK LETTERS)
2. Postal Address of the Member : \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_
3. Registered Folio No. /DP ID/ Client ID\* : \_\_\_\_\_  
(\*Applicable to Investors Holding Shares in demat form)
4. Number of Share(s) held : \_\_\_\_\_

I/ We hereby exercise my/our vote in respect of the Resolutions set out in the Notice of the 26 th Annual General Meeting of the Company by sending my/our assent or dissent to the said resolution(s) by placing the tick ( ) mark at the appropriate box below:

Item No.	Description	Type of Resolution	No. of Shares	I/We assent to Resolution (FOR)	I/We dissent to Resolution (AGAINST)
1	Adoption of Financial Statements	Ordinary			
2.	Appointment of director in place of Mr. Kanti Lal Kataria, who retires by rotation and offers himself for reappointment	Ordinary			
3.	Appointment of Secretarial Auditor for a term of five (5) consecutive years, commencing from Financial Year 2025-26 till Financial Year 2029-30	Ordinary Ordinary			
4.	Ratification of remuneration of Cost Auditor for FY 2025 - 2026	Ordinary			
5.	To approve granting of Unsecured Loan to DP Kataria Private Limited under Section 185 of the Companies Act, 2013	Special			
6.	To approve granting of Unsecured Loan to Kataria Plastics Private Limited under Section 185 of the Companies Act, 2013	Special			

Place :

\_\_\_\_\_

Date :

(Signature of The Member)

\*Member's Registered Folio No./DP ID/Client ID shall be considered as Serial No. of Ballot Form for respective Member.

