



# SAB INDUSTRIES LIMITED

CIN : L00000CH1983PLC031318

Regd. & Corporate Office :

SCO 49-50, Sector 26,

Madhya Marg, Chandigarh – 160019 (INDIA)

Tel : +91-172-2792385 / 2793112

Fax : +91-172-2794834 / 2790887

E-mail: ssl\_ssg@glide.net.in

Website : www.sabindustries.in

SAB/2025/

November 17, 2025

THE DY. MANAGER  
DEPTT. OF CORPORATE SERVICES  
BSE LIMITED  
PHIROZE JEEJEEBHOY TOWERS,  
DALAL STREET,  
MUMBAI - 400 001.

Reg : **Intimation of Postal Ballot Notice (Scrip Code: 539112)**

Dear Sir/ Madam,

Pursuant to the Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed Postal Ballot notice of even date, being sent to members for approval through remote e-voting on the following Special business item:

Sl. No.	Description of Resolution(s)	Type of Resolution
1	Continuation of Directorship of Shri Humesh Kumar Singhal (DIN: 00044328) as Independent Director of the Company beyond 75 years of age.	Special Resolution
2.	Reappointment of Shri Humesh Kumar Singhal (DIN: 00044328) as Non-executive Independent Director of the Company for the second term of five years from 01/10/2026 to 30/09/2031.	Special Resolution

The remote e-voting period shall commence on **Saturday, the 29<sup>th</sup> November, 2025 (9:00 Hrs) and end on Sunday, the 28<sup>th</sup> December, 2025 (17:00 Hrs).**

Kindly take the same on your records.

Thanking you,  
Yours faithfully,  
for SAB INDUSTRIES LIMITED

(GURPREET KAUR)  
COMPANY SECRETARY & COMPLIANCE OFFICER  
ACS-16116

Encl.: As above



# SAB Industries Limited

(CIN: L00000CH1983PLC031318)

Regd. Office: SCO 49-50, Sector 26, Madhya Marg, Chandigarh 160019.

Email: [ssl\\_ssg@glide.net.in](mailto:ssl_ssg@glide.net.in), Website: [www.sabindustries.in](http://www.sabindustries.in)

Phone: +91-172-2793112, Fax: +91-172-2794834

## NOTICE OF POSTAL BALLOT

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

To:

The Shareholder(s),

NOTICE is hereby given to the Members of SAB Industries Limited ("the Company") pursuant to Section 108 and 110 of the Companies Act, 2013 ("Act") and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the "Postal Ballot Rules") read in accordance with the requirements prescribed by the Ministry of Corporate Affairs for holding general meetings/ conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020 and subsequent circulars issued from time to time, the latest one being General Circular No. 03/2025 dated September 22, 2025 read with other relevant circulars issued in this regard ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), the following resolutions are proposed to be passed through Postal Ballot by way of voting through electronic means ("remote e-voting") only.

An explanatory statement pursuant to Sections 102, 110 and other applicable provisions, if any, of the Act, pertaining to the resolutions setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice. This Notice along with Explanatory Statement is also available on the Company's website at [www.sabindustries.in](http://www.sabindustries.in)

In compliance with the aforesaid MCA Circulars, this Notice is being sent only through electronic mode to those shareholders whose email addresses are registered with the Company/ MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited), the Company's Registrars and Transfer Agent ('RTA') / National Securities Depository Limited ('NSDL') and/or Central Depository Services (India) Limited ('CDSL'), (NSDL and CDSL collectively 'Depositories'). Physical copy of the Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the shareholders for this Postal Ballot. The details of the procedure to cast the vote forms part of the "Notes" to this Notice. You are requested to record your assent or dissent only by means of e-voting system provided by the Company.

### SPECIAL BUSINESS:

#### ITEM NO. 1

Approval for continuation of Directorship of Shri Humesh Kumar Singhal (DIN: 00044328) as Independent Director of the Company.

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

"RESOLVED THAT pursuant to Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable provisions of the Companies Act, 2013 and relevant Rules made there under (including any statutory modification(s) or re-enactment thereof, for the time being in force), on the recommendation(s) of the Nomination and Remuneration Committee and the Board of Directors of the Company consent of the Members of the Company, be and is hereby accorded for the continuation of the

Directorship of **Shri Humesh Kumar Singhal (DIN: 00044328)** beyond age of 75 years as Non-Executive Independent Director of the Company to hold the office for his remaining term, i.e. up to 30<sup>th</sup> September, 2026 on the existing terms and conditions.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things and take all such steps as may be necessary or expedient to give effect to this resolution."

## ITEM NO. 2

Reappointment of Shri Humesh Kumar Singhal (DIN: 00044328) for a second term of five consecutive years effective from 01.10.2026 to 30.09.2031

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 & 152 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, as amended from time to time and SEBI (LODR) Regulations, 2015, **Shri Humesh Kumar Singhal (DIN: 00044328)**, Director who was appointed as an Independent Director of the Company for a term of five years up to September 30, 2026 has submitted a declaration that he meets with the criteria of independence as provided in Section 149 (6) of the Companies Act, 2013 and is eligible for appointment, be and is hereby reappointed as an Independent Director on the recommendation of Nomination & Remuneration Committee, for a second term of five consecutive years commencing from 01.10.2026 to 30.09.2031, not liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds and things and take all such steps as may be necessary or expedient to give effect to this resolution."

By Order of the Board of Directors

SANJAY GARG  
ADDL. MANAGING DIRECTOR  
DIN: 00030956

Place: Chandigarh  
Date: 13.11.2025

## NOTES:

1. The Explanatory Statement pursuant to Section 102, 110 and other applicable provisions of the Companies Act, 2013 (the "Act") read with the Rules setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice is annexed hereto.
2. The Board of Directors at its Meeting held on November 13, 2025 has appointed Mr. Sushil K Sikka, Practicing Company Secretary (Membership No. FCS 4241) as the Scrutinizer to conduct the Postal Ballot through remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the said purpose. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") as the agency to provide e-voting facility enabling the members to cast their votes electronically in a secure manner.
3. In conformity with the present regulatory requirements, the Postal Ballot notice is being sent only through electronic mode to those members whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories on **Monday, 24<sup>th</sup> November, 2025 ("Cut-off date")** and who have registered their e-mail addresses with the Company or with the Depositories.
4. Voting rights of the Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on the **"Cut-off date"**. Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the **Cut-off date** will be entitled to cast their votes by remote e-voting. A person who is not a Member as on the **Cut-off date** should treat this Postal Ballot Notice for information purposes only. This Notice is also available on the Company's website <https://www.sabindustries.in> also on the website of Stock Exchange i.e. [www.bseindia.com](http://www.bseindia.com) and on the website at CDSL at [www.evotingindia.com](http://www.evotingindia.com).

5. **If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the Notes to receive this Postal Ballot Notice.** The Scrutinizer will submit the results of the remote evoting alongwith his report to the Chairman of the Company or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced at or before 5.00 p.m. (IST) on **Tuesday, 30<sup>th</sup> December, 2025**. The said results along with the Scrutinizer's Report would be uploaded on the website of the Company <https://www.sabindustries.in> and also would be communicated to the Stock Exchanges at [www.bseindia.com](http://www.bseindia.com) and Central Depository Services (India) Limited ("**CDSL**") at [www.evotingindia.com](http://www.evotingindia.com). The Company will also display the results of the Postal Ballot at its Registered Offices as well as the Corporate Office.
6. The voting for this Postal Ballot cannot be exercised through proxy.
7. Members who wish to inspect the documents referred to in the Notice read with the Statement may send their requests at [ssl\\_ssg@glide.net.in](mailto:ssl_ssg@glide.net.in) from their registered email address mentioning their Name, Folio Number / DP ID & Client ID until the last date of remote e-voting period of this Postal Ballot i.e. Sunday, 28<sup>th</sup> December, 2025
8. Once the vote on a Resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
9. The Resolutions, if passed by requisite majority, will be deemed to have been passed on the last day of voting **i.e. Sunday, 28<sup>th</sup> December 2025**.
10. The instructions for Shareholders for remote e-voting are as under:
  - a) The remote e-voting period commences from 9.00 a.m. (IST) on **Saturday, 29<sup>th</sup> November, 2025** and ends at 5.00 p.m. (IST) on **Sunday, 28<sup>th</sup> December 2025**. During this period, the Members of the Company holding shares either in physical form or in dematerialized form, as on the **Cut-Off Date of Monday, November 24, 2025**, may cast their vote electronically. The e-voting module shall be disabled by CDSL thereafter. Once the vote on the resolution is cast by member, he/she shall not be allowed to change it subsequently or cast the vote again.

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

- b) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023** 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 aforesaid SEBI Circular, login method for remote e-voting for Individual shareholders holding securities in mode with CDSL / NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<p>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 CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon &amp; My Easi New (Token) Tab.</p> <p>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</p>

	<p>user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL 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.</p> <p>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.</p>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<p>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.nsdl.com">https://eservices.nsdl.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.</p> <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 <b>company name or e-Voting service provider name</b> and you will be re-directed to <b>e-Voting service provider website</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode)	<p>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-</p>

login through their <b>Depository Participants (DP)</b>	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.
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**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
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022-4886 7000 and 022-2499 7000.

**1. Login method for e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.**

- The Shareholders should Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- Click on “Shareholders” module.
- Now Enter your User ID
  - For CDSL: 16 digits beneficiary ID
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID
  - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company
- Next enter the Image Verification as displayed and Click on Login.
- 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.
- 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 <b>OR</b> 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>

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

- After entering these details appropriately, click on “SUBMIT” tab.
- 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.

4. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
5. Click on the EVSN for the relevant Company Name < SAB INDUSTRIES LIMITED> on which you choose to vote.
6. 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.
7. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
8. 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.
9. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
10. You can also take a print of the voting cast by clicking on "Click here to print" option on the Voting page.
11. 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.
12. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
11. **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 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 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: [ssl\\_ssg@glide.net.in](mailto:ssl_ssg@glide.net.in) (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](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911

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, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 21 09911

Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the **cut-off date i.e. 24<sup>th</sup> November, 2025** may follow the same instructions as mentioned above for e-Voting.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

12. The Board of Directors has appointed Mr. S.K. Sikka, Practicing Company Secretary (ICSI Membership No. FCS- 4241 and CP No.3582) Proprietor of S.K. Sikka & Associates, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
13. The Scrutinizer shall within a period not exceeding two (2) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two witnesses not in employment of the Company and make a Scrutinizer’s Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
14. The Results along with the Scrutinizer’s Report shall be declared on the Company’s website and on the website of CDSL within two (2) working days of end of evoting and communicated to the Bombay Stock Exchange.

By Order of the Board of Directors

Place: Chandigarh  
Date: 13.11.2025

SANJAY GARG  
Addl. Managing Director  
DIN: 00030956

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

### **ITEM NO. 1**

Pursuant to provisions of Regulation 17(1A) of the SEBI (LODR) Regulations, 2015, no listed entity shall appoint or continue the directorship of a non-executive director who has attained the age of 75 years unless a special resolution is passed to that effect and justification thereof is provided in the explanatory statement for appointing such a person.

Shri Humesh Kumar Singhal about to attain the age of 75 years on 12<sup>th</sup> January 2026 was appointed as Non-Executive Independent Director of the Company under Section 149 & 152 of the Companies Act, 2013 read with Schedule IV attached thereto and Rules made thereunder, not subject to retirement by rotation, for a term of five years from 01.10.2021 to 30.09.2026. In compliance to the provisions of Regulation 17(1A) of the SEBI (LODR), Regulations 2015 as given in Item No. 1 he shall require prior approval of shareholders by way of special resolution for continuation of directorship.

A brief justification for continuation of Directorship of Shri Humesh Kumar Singhal as Independent Non-Executive Directors of the Company is as under:

Shri Humesh Kumar Singhal (DIN: 00044328), a qualified Chartered Accountant, is a Director of the Company w.e.f. 30.11.1996. He has vast and varied experience of more than 46 years in the area of Management and Corporate Finance. He possesses appropriate skills, experience and knowledge in management and other disciplines.

Considering the long standing experience and contribution of Shri Humesh Kumar Singhal, his continuance on the Board, after attaining the age above seventy-five years would be in the interest of the Company. On



the recommendation of Nomination and Remuneration Committee, Board at their meeting held on 13/11/2025 have approved continuation and recommends the special resolution mentioned at Item No. 1 of the accompanying Notice for approval of the members

The additional information required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Secretarial Standards is annexed as Annexure-A.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives except Shri Humesh Kumar Singhal is in any way concerned or interested (financially or otherwise), in this resolution.

#### **ITEM NO. 2**

Shri Humesh Kumar Singhal was appointed as Non-Executive Independent Director of the Company under Section 149 & 152 of the Companies Act, 2013 read with Schedule IV attached thereto and Rules made thereunder, not subject to retirement by rotation, for a term of five years from 01.10.2021 to 30.09.2026.

As per the provisions of Section 149 of the Companies Act, 2013, an Independent Director shall hold office for a term upto five consecutive years on the Board of a Company but shall be eligible for re-appointment, for another term of upto five years, on passing of a special resolution by shareholders. The Director has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act, are independent of management and eligible for re-appointment as an Independent Director.

The Board of Directors of the Company ('the Board') at their meeting held on 13.11.2025 and as per recommendation of the Nomination & Remuneration Committee recommended his reappointment for the approval of the Members.

The resolution seeks the prior approval of members for the re-appointment of Shri Humesh Kumar Singhal (about to attain the age of 75 years) as an Independent Director of the Company commencing from 01.10.2026 to 30.09.2031 respectively in terms of Section 149 and other applicable provisions of the Act and Rules made there under.

A brief justification for his Re-appointment as Non-Executive Independent Directors of the Company is as under:

Shri Humesh Kumar Singhal (DIN: 00044328), a qualified Chartered Accountant, is a Director of the Company w.e.f. 30.11.1996. He has vast and varied experience of more than 46 years in the area of Management and Corporate Finance. He possesses appropriate skills, experience and knowledge in management and other disciplines.

The Board recommends the Resolution as set out in Item No. 2 as Special Resolution for your approval.

The additional information required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Secretarial Standards is annexed as Annexure-A.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives except Shri Humesh Kumar Singhal is in any way concerned or interested (financially or otherwise), in this resolution.

**ANNEXURE - A TO THE NOTICE**

## Details of Directors seeking appointment

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard 2 on General Meetings]

Name of the Director	Shri Humesh Kumar Singhal
DIN	00044328
Date of Birth	12.01.1951
Nationality	Indian
Date of Appointment on the Board	30.11.1996
Qualifications	Qualified Chartered Accountant
Expertise in specific functional area	He has vast and varied experience of more than 46 years in the area of Management and Corporate Finance. He possesses appropriate skills, experience and knowledge in management and other disciplines.
Number of shares held in the Company	23
Directorships in listed Companies and other directorships (Excluding Private Limited/ Foreign Company)	<b>Listed :-</b> Steel Strips Infrastructures Limited <b>Other :-</b> SAB Udyog Ltd. Indlon Chemicals Ltd.
Resignation details in the listed entities during the last three years.	Nil
Number of Board Meetings attended during the year	Three board meetings were held till 13 <sup>th</sup> November, 2025 and he has attended two of them
Chairman/ Member of the Committee of Board of Directors of the Company includes only Audit Committee and Stakeholders Relationship Committee	Member of Audit Committee and Chairman of Stakeholders Relationship Committee of the Company
Chairman/ Member in the Committees of the Boards of companies in which she is Director	Member of Audit Committee and Chairman of Stakeholders Relationship Committee of Steel Strips Infrastructures Ltd.
Relationships between Directors inter-se	None
Remuneration details (Including Sitting Fees & Commission)	Sitting fees only

### CALENDER OF EVENTS FOR POSTAL BALLOT

1.	Date of Board Resolution for obtaining shareholder's Approval through Postal Ballot authorizing Chairman and Company Secretary to be responsible for the entire Poll Process	13.11.2025
2.	Date of Appointment of Scrutinizer	13.11.2025
3.	Cut-off date for mailing Postal Ballot Notices to Shareholders	24.11.2025
4.	Event details of NSDL/ CDSL	25.11.2025
5.	Intimation to the Stock Exchanges	25.11.2025
6.	Date of Completion of dispatch of Postal Ballot Notice by email to Shareholders	26.11.2025
7.	Publication of Advertisement In newspapers about having dispatched the Postal Ballot Notice	26.11.2025
8.	Published newspapers to Stock Exchanges	26.11.2025
9.	Date of Commencement of voting by electronic means for Postal Ballot	29.11.2025
10.	End date of Voting by Electronic means	28.12.2025
11.	Preparation and submission of Scrutinizer's Report to the Chairman	30.12.2025
12.	Declaration of results of Postal Ballot by the Chairman	30.12.2025
13.	Last date of signing of Minutes by the Chairman	27.01.2026