



SRU STEELS LIMITED

CIN:-L17300DL1995PLC107286

Registered Office:-11/598/1, Chawla Market, Patpar Ganj Road, Jheel Khuranja, Delhi – 110031

Corporate Office : Naayan Nagar Shoes, Vill.Navagam (Anandpur), Tal. Rajkot.

Email id: srusteels95@gmail.com; Website:-www.srusteels.in; Phone +91 7567730702

December 29, 2025

**To,
BSE Limited
Corporate Relations Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001**

Reference: ISIN- INE425C01017; Scrip Code- 540914; Symbol- SRUSTEELS

Dear Sir/Ma'am,

Subject: Intimation of Notice of Postal Ballot for E-voting of SRU Steels Limited

We wish to inform you that the Company has on 29th December, 2025 completed the dispatch of the Postal Ballot Notice to all the members whose name appears in the Register of Members/ List of Beneficial Owners as on Friday, 26th December, 2025 through (a) electronic mail to the members whose email IDs are registered in the records of depository participants for seeking approval of the members of the Company by e-voting by electronic means for

1. To Approve the appointment of Mr. Akhil Arora (DIN 11329665) as Executive Managing Director.
2. To Approve the appointment of Mr. Anand Singh (DIN:11329642) as an Non-Executive Non Independent Director.
3. To Approve the appointment of Mrs. Meenu Jain (DIN: 07072779) as an Non-Executive Independent Director.
4. To Approve the appointment of Mr. Naveen Sharma (DIN: 10659785) as an Non-Executive Independent Director.

The Company has engaged with the services of Central Depository Services (India) Limited for providing the e-voting facility and the e-voting period will commence from Wednesday, December 31, 2025 (from 9.00 AM) and end on Thursday, January 29, 2026 (till 5.00 p.m.).



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The Postal Ballot Notice along with the statement as required under Section 102 of the Companies Act, 2013, instructions for e-voting are available on the website of the Company.

Kindly take the same on record.

Thank you,

Yours Faithfully

For SRU Steels Limited

Akhil
Arora

Digitally signed
by Akhil Arora
Date: 2025.12.29
12:36:12 +05'30'

Akhil Arora
Managing Director
DIN: 11329665



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NOTICE OF POSTAL BALLOT

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

Dear Member(s),

REMOTE E-VOTING STARTS ON	REMOTE E-VOTING ENDS ON
Wednesday, December 31, 2025 (from 9:00 A.M)	Thursday, January 29, 2026 (till 5.00 p.m.)

Notice is hereby given pursuant to the provisions of Section 110, and other applicable provisions of the Companies Act, 2013, as amended (the “Act”), read together with the Companies (Management and Administration) Rules, 2014, as amended (the “Management Rules”), General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs, Government of India (the “MCA Circulars”), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“SS-2”) and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), that the resolutions appended below is proposed to be passed by the members of the Company, through postal ballot (the “Postal Ballot”) only by way of remote e-voting (“e-voting”) process. An Explanatory Statement pertaining to the said resolutions setting out the material facts and the reasons/rationale thereof form part of this Postal Ballot notice (“the Notice” or “the Postal Ballot Notice”).

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “LODR Regulations”) and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, the postal ballot notice and instructions for e-voting are being sent only through electronic mode to those Members whose email address is registered with the Company / depository participant(s). The details of the procedure to cast the vote forms part of the ‘Notes’ to this Notice.

The Board of Directors has appointed Vishakha Agrawal and Associates, Practicing Company Secretaries as scrutinizer for conducting the Postal Ballot by remote e-voting process in a fair and transparent manner.

In compliance with the provisions of Section 108 and 110 of the Act(s), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements), 2015 (“Listing Regulations”) the Company is providing e-voting facility to its



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members for voting on the resolution contained in this Postal Ballot Notice through Central Depository Services (India) Limited (CDSL). The members can vote on the resolutions through remote e-voting facility only. Assent or dissent of the members on the resolution mentioned in Postal Ballot Notice would only be taken through the remote e-voting system as per the MCA Circulars. During the e-voting period, members of the company, holding shares either in physical form or in dematerialized form, as Friday, 26th December, 2025 can cast their vote electronically. The remote e-voting facility will be available from 9:00 Hours (IST) on Wednesday, December 31, 2025 (from 9:00 A.M) up to 17:00 Hours (IST) on Thursday, January 29, 2026 (till 5.00 p.m.), failing which it will be considered that no vote has been received from the shareholder. The e-voting facility will be disabled by CDSL immediately thereafter and will not be allowed beyond the said date and time.

The Statement pursuant to Section 102(1) and other applicable provisions of the Act read with the Rules setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice is annexed hereto.

The Scrutinizer will submit his report to the Chairman of the Company (the “Chairman”) or any other person authorized by the Chairman, and the result of the voting by Postal Ballot will be announced not later than 2 working days from the conclusion of the e-voting. The result declared along with the Scrutinizer’s report shall be communicated to www.bseindia.com and also be displayed on the Company’s website www.srusteels.com.

The last date of e-voting, i.e. Thursday, January 29, 2026 (till 5.00 p.m.) shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

SPECIAL BUSINESS:

ITEM NO. 1: TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. AKHIL ARORA (DIN 11329665) AS EXECUTIVE MANAGING DIRECTOR OF THE COMPANY.

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 (“the Act”) read with Schedule ‘V’ thereof and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company and subject to such other sanctions/approvals, as may be necessary or required, consent of the members be and is hereby accorded for appointment of Mr. Akhil Arora (DIN 11329665) as the Executive Director and Managing Director, for a period of 5 (Five) years



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effective 13th November, 2025 upto 12th November, 2030, on such terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice, with the power to the Board of Directors (hereinafter referred to as “the Board” which term shall include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit, within the maximum limits of remuneration approved by the Members of the Company.

RESOLVED FURTHER THAT notwithstanding anything contained herein, where in any financial year during the currency of the tenure of Mr. Akhil Arora, the Company has no profits or inadequate profit, Mr. Akhil Arora will be paid remuneration by way of salary and perquisites as set out in the Explanatory Statement annexed to the Notice, subject to requisite approval, if any, as may be required under the Act or rules made thereunder (including any modification or reenactment thereof).

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution.”

ITEM NO. 2: TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. ANAND SINGH (DIN:11329642) AS AN NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY.

To consider and pass, the following resolution, as an **Ordinary Resolution**:

“**RESOLVED THAT** Mr. Anand Singh (DIN:11329642) who was appointed as the Additional Non Executive -Non Independent Director of the Company by the board of directors in there meeting held on 29th October, 2025, under section 161(1) of the Companies act 2013 and the Rules made thereunder Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) and hold office up to the date of this EGM be and here is by appointed as the Non-Executive Non Independent Director of the company.

RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) or any Director of the Company be and is hereby authorized to do all such acts, deeds and things and to sign and execute all such deed, documents and instruments as may be necessary, expedient and incidental thereto to give effect to this resolution.”



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ITEM NO. 3: TO CONSIDER AND APPROVE THE APPOINTMENT OF MRS. MEENU JAIN (DIN: 07072779) AS AN NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.

To consider and pass, the following resolution, as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Rules made thereunder, Regulations 17, 25 and any other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI LODR”) (in each case including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), Articles of Association of the Company and on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, Mrs. Meenu Jain (DIN: 07072779) ,who was appointed as an Additional Director (Non-Executive-Independent) in the Board Meeting held on 13th October, 2025 and has submitted a declaration that he meets the criteria for independence as provided under the Act and the SEBI LODR, be and is hereby appointed as an Non-Executive Independent Director of the Company

RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) or any Director of the Company be and is hereby authorized to do all such acts, deeds and things and to sign and execute all such deed, documents and instruments as may be necessary, expedient and incidental thereto to give effect to this resolution.”

ITEM NO. 4: TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. NAVEEN SHARMA (DIN: 10659785) AS AN NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.

To consider and pass, the following resolution, as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Rules made thereunder, Regulations 17, 25 and any other applicable regulations, if any, of the



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Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI LODR”) (in each case including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), Articles of Association of the Company and on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, Mr. Naveen Sharma (DIN: 10659785) ,who was appointed as an Additional Director (Non-Executive-Independent) in the Board Meeting held on 13th October, 2025 and has submitted a declaration that he meets the criteria for independence as provided under the Act and the SEBI LODR, be and is hereby appointed as an Non-Executive Independent Director of the Company

RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) or any Director of the Company be and is hereby authorized to do all such acts, deeds and things and to sign and execute all such deed, documents and instruments as may be necessary, expedient and incidental thereto to give effect to this resolution.”

Registered office :

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Jheel Khuranja, Delhi – 110031**

Place: Delhi

Date: 13th November, 2025

**By order of the Board
SRU Steels Limited**

**Akhil
Arora** Digitally signed
by Akhil Arora
Date: 2025.11.13
20:01:28 +05'30'

**Akhil Arora
Managing Director
DIN: 11329665**



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Notes:

1. The explanatory statement pursuant to Sections 102 and 110 of the Act stating all material facts and the reasons for the proposal is annexed herewith. It also contains all the disclosures as specified in the Act, Listing Regulations and MCA Circulars.
2. The Postal Ballot Notice is being sent to all the Members of the Company whose names appear on the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”), (NSDL together with CDSL, (the “Depositories”) and is available with the Company as on Friday, 26th December, 2025. A copy of this Postal Ballot Notice will also be available on the website of the Company the relevant section of the websites of the Stock Exchange on which the Equity Shares of the Company are listed and the website of Central Depository Services (India) Limited (“CDSL”)
3. Voting rights shall be reckoned on the paid-up value of equity shares registered in the name of the members as on Friday, 26th December, 2025. A person who is not a shareholder on this date should treat this notice for information purpose only.
4. The Company is sending Postal Ballot Notice in electronic form only. To facilitate such members to receive this notice electronically and cast their vote electronically, the Company has made special arrangement with its Registrar & Share Transfer Agent for registration of email addresses in terms of the MCA Circulars.
5. In compliance with Sections 108 and 110 of the Act and the Rules made thereunder and Regulation 44 of "Listing Regulations". The Company has provided the facility to the members to vote on the resolution through the e-voting facility arranged by Central Depository Services (India) Limited (“CDSL”). The instructions for e-voting are annexed to this Postal Ballot Notice. All the members are requested to cast their votes only through remote e-voting. A member cannot exercise vote by sending physical Postal Ballot.
6. The Scrutinizer will submit his report to the Chairman of the Company (the “Chairman”) or any other person authorized by the Chairman, and the result of the voting by Postal Ballot will be announced not later than 2 working days from the conclusion of the e-voting. The result declared along with the Scrutinizer’s report shall be communicated to BSE Limited (“BSE”), and also be displayed on the Company’s website www.srusteels.com. The last date of e-voting, i.e. Thursday, 29th January, 2026 (till 5.00 p.m.) shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.



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7. All the material documents referred to in the explanatory statement will be available or inspection electronically and at the registered office of the Company, during office hours on all working days from the date of dispatch of the Postal Ballot Notice until the last date for receipt of votes by remote e-voting. Members seeking electronic inspection of such documents can send an email to www.srusteels.com.

8. General information and instructions relating to e-voting

Pursuant to the provisions of Section 108 of the Act read with the Rules thereunder and Regulation 44 of Listing Regulations, the Company is offering e-voting facility to its members in respect of the resolution proposed to be passed in terms of Postal Ballot Notice. The Company has engaged the services of Central Depository Services (India) Limited (“CDSL”) as the Authorized Agency to provide e-voting facilities. The e-voting facility will be available during the following voting period:

- a) Commencement of e-voting: Wednesday, 31st December, 2025 (from 9.00 AM)
- b) End of e-voting: Thursday, 29th January, 2026 (till 5.00 p.m.)
- c) The cut-off date for the purpose of e-voting is Friday, 26th December, 2025
- d) This communication forms an integral part of the Postal Ballot Notice, which is enclosed herewith and is also made available on the website of the Company www.srusteels.com.
- e) Please read the instructions for e-voting given below before exercising the vote

CDSL e-Voting System – For Remote e-voting or postal ballot

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

- (i) The voting period begins on Wednesday, 31st December, 2025 9:00A.M.(IST) and end 29th January, 2026, During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Friday, 26th December, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) 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



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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 evoting process.

- (iii) 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 above said SEBI Circular, Login method for e-Voting and joining virtual meetings 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	<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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.</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</p>



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	<p>to see e-Voting page of the</p> <p>e-Voting service provider for casting your vote during the remote e- Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e- Voting Service Providers i.e.CDSL/NSDL/KARVY/LINKINTIME, so that the 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration.</p> <p>4.Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting</p> <p>link available on www.cdslindia.comhome page or click on https://evoting.cdslindia.com/Evoting/EvotingLoginThe system will authenticate the user by sending OTP on registered Mobile & 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. Individual</p>
Individual Shareholders holding securities in demat mode with NSDL	<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: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is laun ched, 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-</p>



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	<p>Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/either on a Personal Computer or on a mobile. 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 or joining virtual meeting & voting during the meeting. 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 or joining virtual meeting & voting during the meeting.</p>
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Important note: Members who are unable to retrieve User ID/ Password are advised to use ForgetUser 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 helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
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 evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(iv) Login method for e-Voting and joining virtual meetings 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.

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.



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5) If you are holding shares in demat form and had logged on to 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:

For Physical shareholders and other than individual shareholders holding shares in Demat.	
PAN	Department (Applicable for both demat shareholders as well as physical shareholders) * 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.
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. *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.

(v) After entering these details appropriately, click on “SUBMIT” tab.

(vi) 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



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Email id: srusteels95@gmail.com; Website:-www.srusteels.in; Phone +91 7567730702

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- 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.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (ix) 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.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) 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.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) 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.
- (xv) 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 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.
 - 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.



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- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor 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; www.srusteels.com, 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 attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

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 or call on 022-23058542/43



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ANNEXURE TO NOTICE

EXPLANATORY STATEMENT U/S 102 OF THE COMPANIES ACT, 2013

Item No. 1

The Board, based on the recommendations of the Nomination and Remuneration Committee, subject to the approval of the Members of the Company, also approved appointed Mr. Akhil Arora (DIN 11329665) as the Managing Director- Executive Director, for a term of 5 (Five) years effective 13th November, 2025, subject to the approval of the Members of the Company.

Mr. Akhil Arora (DIN 11329665) has given his consent to act as the Managing Director- Executive Director of the Company. Also, as per the confirmations received from him, he is not disqualified from being appointed as a Director in terms of Section 164 of the Act and satisfies all the conditions as set out under Part I of Schedule V and Section 196(3) of the Act for his appointment as Managing Director. The Company has received a notice in writing from a Member under Section 160 of the Act proposing the candidature of Mr. Akhil Arora (DIN 11329665) for the office of a Director of the Company. The remuneration proposed to be paid to Mr. Akhil Arora is Rs.6,00,000 /- per annum including all perquisites.

MINIMUM REMUNERATION

In any financial year, if the Company has no profits or its profits are inadequate, the Company shall pay the remuneration to the Director in accordance with the provisions of Section 197 read with Schedule V of the Act and rules framed thereunder and any other applicable provisions of the Act or any statutory modification or re-enactment thereof.

As required by Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the particulars of Directors who are proposed to be appointed are given below:

Sr. No.	Disclosure Requirement	Details
1	Reason for change viz. Appointment	Mr. Akhil Arora (DIN 11329665), the Managing Director of the Company with effect from 13 th November, 2025, subject to



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		approval of Shareholders.
2	Date of Appointment	13 th November, 2025
3	Brief Profile (In case of appointment)	Mr. Akhil Arora (DIN 11329665) have 15 years of experience in the field of Marketing.
4	Disclosure of Relationship between Directors {in case of appointment of Director)	He is not related to any Directors of the company
5	Declaration pursuant to BSE Circular No. LIST/COMP/14/2018- 19 dated June 20, 2018,	Mr. Akhil Arora is not debarred from holding office of the Director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority

The Board of Directors recommends the resolution at item no. 1 to be passed as Ordinary Resolution.

None of the Directors/Key Managerial Personnel and their relatives is concerned or interested in the passing of the aforesaid resolution(s) as mentioned at item no. 1 above, except to the extent of their shareholding, if any.

Item No. 2

The approval of members for appointment of Mr. Anand Singh (DIN:11329642) as Non-Executive Non Independent Director of the Company, as approved by the Nomination & Remuneration Committee in its meeting held on 29th October, 2025.

The present proposal is to seek the Shareholders' approval for the appointment of Mr. Anand Singh (DIN:11329642) as Non- Executive Non Independent Director in terms of the applicable provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). The



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remuneration payable to him shall remain the same as recommended by the Nomination and remuneration committee.

Brief profile of Mr. Anand Singh is given below

Sr. No.	Disclosure Requirement	Details
1	Reason for change viz. Appointment	Mr. Anand Singh (DIN:11329642) has been appointed as an Additional Non-Executive-Non-Independent Director of the Company with effect from 29 th October, 2025, subject to approval of Shareholders.
2	Date of Appointment	29 th October, 2025
4	Brief Profile (In case of appointment)	Mr. Anand Singh (DIN:11329642) has 10 years of experience in the field of Accounts and Finance.
5	Disclosure of Relationship between Directors {in case of appointment of Director)	He is not related to any Directors of the company.
6	Declaration pursuant to BSE Circular No. LIST/COMP/14/2018- 19 dated June 20, 2018,	Mr. Anand Singh (DIN:11329642) is not debarred from holding office of the Director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority



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The Board of Directors recommends the resolution at item no. 2 to be passed as Ordinary Resolution.

None of the Directors/Key Managerial Personnel and their relatives is concerned or interested in the passing of the aforesaid resolution(s) as mentioned at item no. 2 above, except to the extent of their shareholding, if any.

Item No. 3

The approval of members for appointment of Mrs. Meenu Jain (DIN: 07072779) as Non-Executive Independent Director of the Company, as approved by the Nomination & Remuneration Committee in its meeting held on 13th October, 2025.

The present proposal is to seek the Shareholders' approval for the appointment of Mrs. Meenu Jain (DIN: 07072779) as Non- Executive Independent Director in terms of the applicable provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). The remuneration payable to him shall remain the same as recommended by the Nomination and remuneration committee.

Brief profile of Mrs. Meenu Jain is given below

Sr. No.	Disclosure Requirement	Details
1	Reason for change viz. Appointment	Mrs. Meenu Jain (DIN: 07072779) has been appointed as an Additional Non-Executive Independent Director of the Company with effect from 13th October, 2025, subject to approval of Shareholders.
2	Date of Appointment	13 th October, 2025
4	Brief Profile (In case of appointment)	Mrs. Meenu Jain (DIN: 07072779) has 12 year



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		experience in the field company law and listing compliances.
5	Disclosure of Relationship between Directors {in case of appointment of Director)	She is not related to any Directors of the company
6	Declaration pursuant to BSE Circular No. LIST/COMP/14/2018- 19 dated June 20, 2018,	Mrs. Meenu Jain (DIN: 07072779) is not debarred from holding office of the Director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority

The Board of Directors recommends the resolution at item no. 3 to be passed as Special Resolution.

None of the Directors/Key Managerial Personnel and their relatives is concerned or interested in the passing of the aforesaid resolution(s) as mentioned at item no. 3 above, except to the extent of their shareholding, if any.

Item No. 4

The approval of members for appointment of Mr. Naveen Sharma (DIN: 10659785) as Non-Executive Independent Director of the Company, as approved by the Nomination & Remuneration Committee in its meeting held on 13th October, 2025.

The present proposal is to seek the Shareholders' approval for the appointment of Mr. Naveen Sharma (DIN: 10659785) as Non- Executive Independent Director in terms of the applicable provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). The remuneration payable to him shall remain the same as recommended by the Nomination and remuneration committee.



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Brief profile of Mr. Naveen Sharma is given below

Sr. No.	Disclosure Requirement	Details
1	Reason for change viz. Appointment	Mr. Naveen Sharma (DIN: 10659785) has been appointed as an Additional Non-Executive Independent Director of the Company with effect from 13th October, 2025, subject to approval of Shareholders.
2	Date of Appointment	13 th October, 2025
4	Brief Profile (In case of appointment)	Mr. Naveen Sharma (DIN: 10659785) has vast experience in the field of Management.
5	Disclosure of Relationship between Directors {in case of appointment of Director)	He is not related to any Directors of the company.
6	Declaration pursuant to BSE Circular No. LIST/COMP/14/2018- 19 dated June 20, 2018,	Mr. Naveen Sharma (DIN: 10659785) is not debarred from holding office of the Director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority

The Board of Directors recommends the resolution at item no. 4 to be passed as Special Resolution.



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None of the Directors/Key Managerial Personnel and their relatives is concerned or interested in the passing of the aforesaid resolution(s) as mentioned at item no. 4 above, except to the extent of their shareholding, if any.

Registered office :

**11/598/1, Chawla Market, Patpar Ganj Road,
Jheel Khuranja, Delhi – 110031**

Place: Delhi

Date: 13th November, 2025

**By order of the Board
SRU Steels Limited**

Akhil
Arora
Digitally signed
by Akhil Arora
Date: 2025.11.13
20:03:06 +05'30'

Akhil Arora
Managing Director
DIN: 11329665