NOTICE
OF
ANNUAL GENERAL
MEETING

NOTICE

NOTICE is hereby given that the 32nd Annual General Meeting of the Members of Sahyadri Industries Limited is scheduled to be held on Monday, 17th August, 2026 at 3:30 p.m. through Video Conferencing (VC) / Other Audio-Visual Means to transact the following businesses:

ORDINARY BUSINESS :

1. **To receive, consider and adopt the audited financial statements of the company for the financial year ended on 31st March, 2026 together with the report of the auditors' and board of directors.**

   To consider and, if thought fit, to pass with or without modification following resolution as an **ORDINARY RESOLUTION:**

   "RESOLVED THAT, the Audited Financial Statements of the Company for the financial year ended March 31, 2026 along with reports of the Board of Directors and Independent Auditors thereon as laid before meeting, be and are hereby received, considered, approved and adopted."

2. **To appoint Mr. Tuljaram Maheshwari (DIN: 00063688) as a director of the company who retires by rotation and being eligible, offers himself for re-appointment.**

   To consider and, if thought fit, to pass with or without modification following resolution as an **ORDINARY RESOLUTION:**

   "RESOLVED THAT, pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Tuljaram Maheshwari (DIN: 00063688) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment, be and is hereby re- appointed as Director of the Company, liable to retire by rotation."

3. **To declare a final dividend of Rs.1.5 per equity share for the financial year ended on 31st March 2026.**

   To consider and, if thought fit, to pass with or without modification following resolution as an **ORDINARY RESOLUTION:**

   "RESOLVED THAT a final dividend at the rate of Rs.1.5 per equity share of Face Value Rs 10/- each (fully paid-up) of the Company be and is hereby declared for the financial year ended on 31st March, 2026 and the same be paid as recommended by the Board of Directors of the Company, out of the profits of the Company for the financial year ended on 31st March, 2026."

SPECIAL BUSINESS :

4. **To re-appoint M/s Joshi Apte & Company, Statutory Auditors for a 2nd term of five years and to fix their remuneration.**

   To consider and, if thought fit, to pass with or without modification following resolution as an **ORDINARY RESOLUTION:**

   "RESOLVED THAT, pursuant to the provisions of Section 139, 142 and any other applicable provisions of the Companies Act 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s Joshi Apte & Company, Chartered Accountants (Firm Registration No.: 104370W) be and are appointed as Statutory Auditors of the Company to hold the office for the 2nd term of five consecutive years beginning from the conclusion of the ensuing 32nd Annual General Meeting till the conclusion of 37th Annual General Meeting of the Company to be held in the year 2031;

   FURTHER RESOLVED THAT, the Board be and is authorized to decide the remuneration payable to auditors, reimbursement of travelling and out of pocket expenses incurred from time to time in consultation with the Auditors;

   FURTHER RESOLVED THAT, Mr. Jayesh P. Patel, Chairman and Whole Time Director, and Mr. Satyen V. Patel, Managing Director be and is hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

5. **To ratify remuneration payable to the Cost Auditor, Mr. Narhar K. Nimkar for the financial year 2026- 27.**

   To consider and, if thought fit, to pass with or without modification following resolution as an **ORDINARY RESOLUTION:**

"RESOLVED THAT, pursuant to the provisions of Section 148(3) of the Companies Act, 2013 ("the Act") read with Rule 14 (a) (ii) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or amendments thereof, for the time being in force) consent of the Company be and is hereby accorded for the payment of remuneration Rs.50,000/- (Rupees Fifty Thousand only) (Plus GST, allowances, and reimbursement of out of pocket expenses) to Company's Cost Auditor Mr. Narhar K. Nimkar (Membership No.6493), Cost Accountants, appointed by Board of Directors of the Company to conduct audit of the Cost records maintained by the Company for the financial year ending on 31st March 2026;

FURTHER RESOLVED THAT, Mr. Jayesh P. Patel, Chairman and Whole Time Director, and Mr. Satyen V. Patel, Managing Director be and is hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

6. To re-appoint Mr. Ankem Sri Prasad Mohan (DIN: 09413926) as an Independent Director for second term of five years.

To consider and, if thought fit, to pass with or without modification following resolution as a **SPECIAL RESOLUTION:**

"RESOLVED THAT, pursuant to the provisions of Sections 149, 152 and other relevant provisions of the Companies Act, 2013, read with schedule IV to the said Act and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Articles of Association of the Company, and clause 17 of SEBI (Listing Obligations and Disclosure requirements) Regulation, 2015, approvals and recommendations of the Nomination and Remuneration Committee, and that of the Board, Mr. Ankem Sri Prasad Mohan (DIN: 09413926) who holds office as an Independent Director up to December 20, 2026 be and is hereby reappointed as an Independent Director, not liable to retire by rotation, for a second term of 5 (five) years with effect from December 21st 2026 up to December 20th 2031.

FURTHER RESOLVED THAT, the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to any other officer(s) / authorized representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

On behalf of Board of Directors

SAHYADRI INDUSTRIES LIMITED

Sd/-	Sd/-
Jayesh P. Patel	**Satyen V. Patel**
Chairman and Whole Time Director	Managing Director
(DIN: 00131517)	(DIN: 00131344)

Date : 09th May 2026
Place : Pune

Notes :

1. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (the 'Act'), with respect to the Ordinary and Special Businesses to be transacted at the Annual General Meeting (the 'Meeting/AGM') is annexed hereto. The Board of Directors of the Company at its meeting held on 9th May, 2026 considered that the Special Business under Item No 4 to 6 being considered unavoidable, be transacted at the 32nd AGM of the Company.
2. The relevant details, pursuant to Regulations 26 and 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/ re- appointment at this AGM are annexed.
3. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and such proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA circulars through VC, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the proxy form and attendance slip are not annexed to this notice.
4. In case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote.
5. Since the AGM will be held through VC, the Route Map is not annexed in this Notice.
6. Electronic copy of relevant documents referred to in the accompanying Notice and the Statement will be made available for inspection by the Members through e-mail. The Members are requested to send an email to cs@silworld.in for the same.
7. Electronic copies of the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, will be available for inspection by the Members at the time of the AGM.
8. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company/RTA of the Company.
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/RTA of the Company.
10. Non-Resident Indian Members are requested to inform their Depository Participant, immediately of:
    A. Change in their residential status on return to India for permanent settlement.
    B. Particulars of their bank account maintained in India with complete Bank Name, Branch, Account Type, Account Number and Address of the Bank with Pin Code Number, if not furnished earlier.
11. The Final Dividend, if approved, will be paid within 30 (Thirty) days from the date of approval/declaration to those Members whose name appear in the Register of Members as at the close of business hours on 7th August 2026.(cut off date)
12. Pursuant to Finance Act, 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source (TDS) from dividend paid to shareholders at the prescribed rates. For the prescribed rates of various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof.
13. The requisite form for claiming tax exemption can be downloaded from Company's Website www.silworld.in and required to submitted to Company at cs@silworld.in and to RTA at investor.helpdesk@in.mpms.mufg.com on or before 17th August 2026.
14. Pursuant to section 124 and 125 of the Companies Act, 2013, and IEPF Rules, 2016 dividend and underlying shares that remain unclaimed for 7(Seven) Consecutive years are transferred to the Investor Education and Protection Fund.

RATIONALE FOR AGM THROUGH VC/OAVM ARE AS UNDER:

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time

being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.silworld.in/investors/. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on Friday, 14th August, 2026 at 9:00 A.M. and ends on Sunday, 16th August, 2026 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Monday, 10th August 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Monday, 10th August 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. 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 i.e.** NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the **"Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are 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 4. 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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App **"NSDL Speede"** facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	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 Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 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 & 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.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL (Contd.)	3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 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 www.cdslindia.com home page. The 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 Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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. NSDL and CDSL.

Login type	Helpdesk details
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.com or call at 022 - 4886 7000
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 toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

	Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a)	For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b)	For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c)	For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.

5. Upon confirmation, the message “Vote cast successfully” will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to ashwini.i@mehta-mehta.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager – NSDL or Mr. Amit Vishal, Deputy Vice-President – NSDL at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 cs@silworld.in

2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@silworld.in . If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** <u>i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.</u>

3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. <u>In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.</u>

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system.** After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at cs@silworld.in. The same will be replied by the company suitably.

6. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a Speaker by sending their request in advance at least 7(Seven) days prior to meeting mentioning their Name, Demat Account Number/ Folio Number, Email ID, Mobile Number at cs@silworld.in and RTA at investor.helpdesk@in.mpms.mufg.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 (Seven) days prior to meeting mentioning their Name, Demat Account Number/Folio Number, Email ID, Mobile Number at cs@silworld.in. These queries will be replied by the Company suitably by email.

7. Those shareholders who have registered themselves as a Speaker will only be allowed to express their views/ask questions during the Meeting.

ANNEXURE TO THE NOTICE

Explanatory Statement Pursuant to Section 102(1) of the Companies act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014.

The following Explanatory Statement sets out all material facts relating to the business mentioned under Resolutions 2, 4, 5 and 6 of the accompanying Notice along with the disclosures as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and the Secretarial Standards on General Meetings:

Item No.2

The additional information required under Regulations 17 and 36 of SEBI (LODR) Regulations, 2015

Name of the Director	**Mr. Tuljaram Maheshwari (DIN 00063688)**
Age	67 years
Qualification	B. Com, University of Rajasthan Chartered Accountant, ICAI
Experience (including expertise in specific functional area) / Brief Resume	He has a varied and rich experience of 43 years with large organizations in the field of strategic planning, corporate finance, accounts and audit, sales and marketing operations, joint ventures, mergers and acquisitions, general administration, etc.
Terms and Conditions of Re-appointment	No change proposed for re-appointment
Remuneration last drawn (including sitting fees, if any)	Kindly refer Corporate Governance Report
Date of first appointment on the Board	08/10/2020
Shareholding in the Company as on March 31, 2026	25000 Equity shares of Rs. 10/- each
Relationship with other Directors / Key Managerial Personnel	Not Applicable
Number of meetings of the Board attended during the financial year (2025-26)	Kindly refer Corporate Governance Report.
Directorships of other Boards as on March 31, 2026	None
Membership / Chairmanship of Committees of other Boards as on March 31, 2026	None

Item No.4

Board of Directors and Audit Committee at their respective meetings held on 9th May 2026, have considered and recommended the appointment of M/s Joshi Apte & Company, Chartered Accountants as the Statutory Auditors of the Company for a term of 5 (Five) consecutive years from the conclusion of 32^{nd} AGM till to the conclusion of 37^{th} AGM of the Company.

Further the Board in consultation with Audit Committee is authorised to decide the fee/remuneration payable to auditors, reimbursement of travelling and out of pocket expenses incurred from time to time in consultation with the Auditors.

Details of information pursuant to regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.		
Sr. No	**Particulars**	**Details**
1	Brief Profile	Joshi Apte & Co. Chartered Accountants, established in 1981 as a partnership firm. There are four partners in the firm. Late Shri CA. C. K. Joshi and Mr. P. J. Apte are the founder partners It is amongst the leading firms in Pune associated with large MNCs and corporate clients. The firm with experienced partners and a dynamic team of 34 persons executing work. It offers services like Statutory Audit, Internal Audit, Tax Audit, Direct Tax Consultation and Representation, Transfer Pricing Audit, GST Audit, Process Mapping for Internal Financial Controls, Due diligence Audit for Merger and Acquisition and Consultancy services for implementation of IND AS.

Details of information pursuant to regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. (Contd.)		
Sr. No	**Particulars**	**Details**
2	Fees Proposed:	
	Statutory Audit	INR 10.00 Lakh PA
	Limited Review of quarterly results	INR 02.00 Lakh PA
3	Material change in the fee payable to such auditor from that paid to the out-going auditor along with the rationale for such change.	Since It's a re-appointment, comparison of material change in fee with outgoing auditors is not applicable. No change in fees payable from the last FY.
4	Term of Appointment	5 years subject to the Peer Review Process of the Institute of Chartered Accountants of India (ICAI).
5	Basis of Recommendation	The Audit Committee considered various parameters like capability to serve a diverse and complex business landscape as that of the Company, audit experience in the Company's operating segments, market standing of the firm, clientele served, technical knowledge etc., and found M/s Joshi Apte & Company to be best suited to handle the scale, diversity and complexity associated with the audit of the financial statements of the Company.

The Statutory auditors have confirmed their eligibility under Sections 139 and 141 of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

None of the Directors and Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise in the Resolution set out in Item No 4.

The Board recommends the proposed resolution as set out in Item No 4 of the Notice for approval of the Members.

Item No.5

The Board of Directors at their meeting held on 9th May, 2026, on the recommendations of the Audit Committee, had appointed Mr. Narhar. K. Nimkar (M.No 6493), Cost Accountants as the Cost Auditor of the Company for auditing the cost records maintained by the company for financial year ending on 31st March 2027 and also fixed their remuneration for the said purpose.

Pursuant to the provisions of Section 148 and any other applicable provisions of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or amendments thereof, for the time being in force) remuneration payable to the Cost Auditor is required to be ratified by the members of the Company.

None of the Directors and Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise in the Resolution set out in Item No. 5.

The Board recommends the proposed resolution as set out in Item No. 5 of the Notice for approval of the Members.

Item No.6

Mr. Ankem Sri Prasad Mohan was appointed as Independent Director of the Company pursuant to Section 149 of the Companies Act, 2013 ("the Act") read with Companies (Appointment and Qualification of Directors) Rules, 2014, by the Shareholders via postal ballot and approved the appointment to hold office for a term of 5 consecutive years w.e.f. 21st December 2021 ("first term" as per the explanation to Section 149(10) and 149(11) of the Act.).

The Nomination & Remuneration Committee at its Meeting held on 9th May, 2026 considering the knowledge, acumen, expertise and experience in the field of Finance, Tax, Regulatory and Compliance functions and the consent along with the declaration received from Mr. Ankem Sri Prasad Mohan to confirm that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 read with Schedule IV to the Act and under Regulation 16 (1) (b) of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015 and that he is neither disqualified from being appointed as a Director in terms of Section 164 of the Act nor debarred from holding office as a Director of the company, by virtue of any SEBI Order or any other such authority, has recommended to the

Board that continued association of the Director as an Independent Directors would be in the interest of the Company.

Based on the above, the Nomination & Remuneration Committee and the Board has recommended the re-appointment of Mr. Ankem Sri Prasad Mohan as Independent Directors on the Board of the Company, to hold office for the second term of five consecutive years commencing from 21st December 2026 to 20th December 2031 and not liable to retire by rotation.

Brief Profile

Name of the Director	**Mr. Ankem Sri Prasad Mohan**
Reason for re-appointment	Mr. Ankem Sri Prasad Mohan was appointed as Independent Director of the Company pursuant to Section 149 of the Companies Act, 2013 ("the Act") read with Companies (Appointment and Qualification of Directors) Rules, 2014, by the Shareholders and approved the appointment to hold office for a term of 5 consecutive years w.e.f. 21st December 2021 ("first term" as per the explanation to Section 149(10) and 149(11) of the Act). The Nomination & Remuneration Committee at its Meeting held on 9th May 2026 after considering the performance evaluation of the Independent Director during the first term of five years and considering the knowledge, acumen, expertise and experience in the respective fields and the contribution made by the Director during his tenure as an Independent Director since his appointment, and the consent along with the declaration received from Mr. Ankem Prasad to confirm that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 read with Schedule IV to the Act and under Regulation 16 (1) (b) of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015 and that he is neither disqualified from being appointed as a Director in terms of Section 164 of the Act nor debarred from holding office as a Director of the company, by virtue of any SEBI Order or any other such authority, has recommended to the Board that continued association of the Director as an Independent Directors would be in the interest of the Company.
Age	55 years
Qualification	B. Com,
	Chartered Accountant – ICAI Executive MBA (PGPMAX 2021) Indian School of Business Certified International Tax Professional (ICAI)
Experience (including expertise in specific functional area) / Brief Resume	Mr. Ankem Sri Prasad Mohan is a professional Chartered Accountant with more than 27 years of cross functional experience across Finance, Taxation, Regulatory and Compliance functions. He is also an Executive MBA (PGPMAX 20-21) from Indian School of Business, Hyderabad and a certified International Tax Professional since 2010. He previously worked in MNC's across Industries like ABB (2 years), Hindustan Coca Cola Beverages (5½ Years) and Big 4 Audit, Tax & Consulting Firm, Deloitte (15½ Years).
skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Mr. Ankem Sri Prasad Mohan has deep technical knowledge with strategic business acumen and modern technological proficiency. With his vast experience and expertise in the field of finance, taxation, Regulatory and Compliance coupled with industry exposure he is perfectly fit the criteria to carry out the role of Independent Director.

Name of the Director	Mr. Ankem Sri Prasad Mohan
Terms and Conditions of Re-appointment	For a period of 5 (Five) years with effect from 21st December 2026 to 20th December 2031
Remuneration last drawn (including sitting fees, if any)	For sitting fees please refer Corporate Governance Report.
Remuneration proposed to be paid	He shall be paid remuneration for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board.
Date of first appointment on the Board	21st December 2021
Shareholding in the Company as on March 31, 2026	None
Relationship with other Directors / Key Managerial Personnel	None
Number of meetings of the Board attended during the financial year (FY 2025-26)	7
Directorships of other Boards as on March 31, 2026	None
Membership / Chairmanship of Committees of other Boards as on March 31, 2026	None

None of the Directors, Key Managerial Personnel of the Company and their relatives other than Mr. Ankem Sri Prasad Mohan himself is in any way concerned or interested financially or otherwise, in the said resolution.

The Board recommends the special resolution as set out at Item No.6 of the Notice for approval by the shareholders.