

STEEL STRIPS WHEELS LIMITED

(CIN: L27107PB1985PLC006159)

Registered Office: Village Somalheri/Lehli P.O. Dappar,
Tehsil Derabassi, Distt. S.A.S Nagar Mohali, Punjab-140506

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

Email: ssl_ssg@glide.net.in **Website:** www.sswlindia.com

NOTICE

(Pursuant to Section 101 of the Companies Act, 2013)

Notice is hereby given that the **39th (Thirty-Ninth)** Annual General Meeting (AGM) of the Members of Steel Strips Wheels Limited ("the Company") will be held on **Tuesday, the 30th day of September, 2025 at 11:00 A.M.** (IST) at the Registered Office of the Company situated at **Village Somalheri/Lehli, P.O. Dappar, Tehsil Derabassi, Distt. S.A.S Nagar, Mohali, Punjab-140506**, to transact the following business(es):

ORDINARY BUSINESS:

1. Receive, Consider and Adopt the:

- a) **Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2025 and the Reports of the Board of Directors and Auditors' thereon; and**
- b) **Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2025 and the Report of Auditors' thereon**

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

"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2025, the Reports of the Board of Directors and Auditors' thereon, as circulated to the Members and laid before the meeting, be and are hereby received, considered and adopted.

RESOLVED FURTHER THAT the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2025 and the Report of Auditors' thereon, as circulated to the Members and laid before the meeting, be and are hereby received, considered and adopted."

2. Declaration of Final Dividend on equity shares of the Company for the financial year 2024-25

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

"RESOLVED THAT pursuant to the recommendation of the Board of Directors of the Company, a final dividend of Rs. 1.25 per equity share (i.e. at the rate of 125%) on the fully paid up equity shares of face value of Rs. 1/- each of the Company, be declared for the financial year ended 31st March, 2025 and be paid out of the profits of the Company for the financial year ended 31st March, 2025 to the eligible equity shareholders as on the record date fixed for the purpose of giving of dividend."

3. Re-appointment of a Director in place of Sh. Rajinder Kumar Garg (DIN: 00034827), who retires by rotation and being eligible, offers himself for re-appointment

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

"RESOLVED THAT pursuant to the Section 152(6) and other applicable provisions of the Companies Act, 2013, and Rules made thereunder (including any statutory modifications(s) and/or re-enactments(s) thereof for the time being in force) and Articles of Association of the company, Sh. Rajinder Kumar Garg (DIN: 00034827), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company."

4. Re-appointment of a Director in place of Sh. Manohar Lal Jain (DIN: 00034591), who retires by rotation and being eligible, offers himself for re-appointment

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

"RESOLVED THAT pursuant to the Section 152(6) and other applicable provisions of the Companies Act, 2013, and Rules made thereunder (including any statutory modifications(s) and/or re-enactments(s) thereof for the time being in force) and Articles of Association of the company, Sh. Manohar Lal Jain (DIN: 00034591), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company."

SPECIAL BUSINESS:

5. Continuation of Directorship of Sh. Rajinder Kumar Garg (DIN: 00034827), Chairman and Non-Executive Director of the Company

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

"RESOLVED THAT pursuant to Regulation 17 (1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 {SEBI (LODR) Regulations, 2015} and the applicable provisions of the Companies Act, 2013 ("the Act") and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, the

consent of the members of the Company, be and is hereby accorded for the continuation of the Directorship of Sh. Rajinder Kumar Garg (DIN: 00034827) as Chairman and Non-Executive Director of the Company (presently aged 82 years) till the date he retires by rotation in terms of Section 152 of the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any committee thereof) and/or any person authorized by the Board of Directors of the Company be and is hereby authorized to take all such steps and to do all such acts, deeds, matters and things as may be considered necessary, proper, incidental and expedient in this connection including seeking all necessary approvals to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard."

6. **Re-appointment of Sh. Siddharth Bansal (DIN: 02909820) as an Independent Director of the Company**

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

"RESOLVED THAT pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 25(2A) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 {SEBI (LODR) Regulations, 2015} (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, Sh. Siddharth Bansal (DIN: 02909820), who was appointed as an Independent Director of the Company at 35th Annual General Meeting (AGM) held on 30.09.2021 for the period commencing from 09.11.2020 to 30.09.2025 and whose first term of office is coming to an end on 30.09.2025 and who being eligible for re-appointment as an Independent Director has submitted a declaration that he meets the criteria of Independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (LODR) Regulations, 2015 and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five (5) consecutive years effective from 01.10.2025 to 30.09.2030.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any committee thereof) and/or any person authorized by the Board of Directors of the Company be and is hereby authorized to take all such steps and to do all such acts, deeds, matters and things as may be considered necessary, proper, incidental and expedient in this connection including seeking all necessary approvals to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard."

7. **Appointment of Sh. Sushil Kumar Sikka, Practicing Company Secretary (Membership No. FCS 4241 and Certificate of Practice No. 3582) proprietor of M/s S.K. Sikka & Associates as Secretarial Auditor of the Company**

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

"RESOLVED THAT pursuant to the Regulation 24A and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 {SEBI(LODR) Regulations, 2015} and the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and based on the recommendations of the Audit Committee and the Board of Directors of the company, Sh. Sushil Kumar Sikka, Practicing Company Secretary (Membership No. FCS 4241, Certificate of Practice No. 3582 and Peer Review Certificate no.: 1057/2021) proprietor of M/s S.K. Sikka & Associates, be and is hereby appointed as Secretarial Auditor of the Company, to hold office for a term of five (5) consecutive years from the conclusion of this 39th Annual General Meeting till the conclusion of the 44th Annual General Meeting of the Company to be held in the year 2030, covering the period commencing from the April 01, 2025 to March 31, 2030, on such annual remuneration plus applicable taxes, out of pocket expenses, travelling expenses, etc; as recommended by the Audit Committee and as may be mutually agreed between the Board of Directors of the Company and the Secretarial Auditor, from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any committee thereof) and/or any person authorized by the Board of Directors of the Company be and is hereby authorized to take all such steps and to do all such acts, deeds, matters and things as may be considered necessary, proper, incidental and expedient in this connection including seeking all necessary approvals to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard."

By Order of the Board of Directors
Steel Strips Wheels Limited

Place:Chandigarh
Date: 01.08.2025

Kanika Sapra
Company Secretary
Membership No. ACS 56875

NOTES:

1. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 ("the Act") read with relevant rules made thereunder, and Secretarial Standard on General Meetings (SS-2) concerning the business with respect to Item No(s). 5 to 7 of this Notice, is annexed hereto. Further, relevant information pursuant to Regulation 36 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 {"SEBI (LODR) Regulations, 2015"} and SS-2, is also annexed to this Notice.

2. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT OF PROXY IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED, NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE AGM. A PROXY FORM FOR THE AGM IS ENCLOSED.**

A PERSON CAN ACT AS A PROXY ON BEHALF OF THE MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

DURING THE PERIOD BEGINNING 24 HOURS BEFORE THE TIME FIXED FOR THE COMMENCEMENT OF THE MEETING AND ENDING WITH THE CONCLUSION OF THE MEETING, A MEMBER WOULD BE ENTITLED TO INSPECT THE PROXIES LODGED AT ANY TIME DURING THE BUSINESS HOURS OF THE COMPANY, PROVIDED THAT NOT LESS THAN THREE (3) DAYS OF NOTICE IN WRITING OF THE INTENTION TO INSPECT IS GIVEN TO THE COMPANY.

3. Institutional/Corporate Members intending to send their authorized representative to attend the meeting are requested to send to the Company, a certified true copy of the Board Resolution, pursuant to the section 113 of the Act, authorizing their representative(s) to attend and vote on their behalf at the meeting.
4. Members / Proxies / Authorized Representatives should bring the duly filled Attendance Slip enclosed herewith to attend the meeting. Route map of the venue of the Meeting (including prominent land mark) is annexed to this Notice.
5. In case of joint holders attending the meeting, only such joint holder who is higher in the order of the names as per the Register of Members of the company as on the cut-off date i.e. **Tuesday, 23.09.2025** will be entitled to vote at the meeting.
6. Pursuant to the acquisition of Link Group by Mitsubishi UFJ Trust & Banking Corporation by way of scheme of arrangement, the name of Registrar and Share Transfer Agent (RTA) of the Company i.e Link Intime India Private Limited has been changed to MUFG Intime India Private Limited (MIPL) with effect from 31.12.2024. Members may contact MIPL at delhi@in.mpms.mufg.com for any assistance related to the shares of the Company.

7. **Electronic Dispatch of Notice And Annual Report:**

In accordance with the amended provisions of Regulation 36(1)(b) of SEBI (LODR) Regulations, 2015:

- Notice of this AGM and the Annual Report for the financial year (FY) 2024-25 are being sent **ONLY** through electronic mode to all the members whose email IDs are registered with the Company/Depository Participant(s) (DP)/ MUFG Intime India Private Limited (Formerly Link Intime India Private Limited), Registrar & Share Transfer Agent (RTA);
- A letter is being sent by the Company to those shareholder(s) who have not registered their email address(es) either with the Company or with their respective Depository Participants or RTA of the Company, providing therein the web-link, including the exact path, where complete details of the Annual Report including Notice of this AGM is available;
- The physical copies of Notice of this AGM and the Annual Report shall be sent only to those members who request for the same either with Company or RTA of the Company.

Further, the Electronic copy of the Annual Report for Financial Year(FY) 2024-25 and Notice of this AGM is available on the website of:

- The Company at <https://sswlinia.com/investors/annual-reports/>
- BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE) at www.bseindia.com and www.nseindia.com, respectively and
- RTA at <https://in.mpms.mufg.com/>.

The physical copies of the aforesaid documents will also be available at the Company's Registered Office and Corporate Office for inspection during normal business hours (9:00 a.m. to 5:00 p.m.) (IST) on working days up to the date of this AGM.

8. Members may note that registration of email address is mandatory for receiving all communication(s) including Annual Report, Notices, Circulars, etc. from the Company electronically. Thus, the members who have not registered their e-mail addresses so far are requested to register their e-mail addresses in the following manner:
- Members holding shares in physical form can register their email address by sending KYC forms alongwith supporting documents to the RTA of the Company.
 - Members holding shares in demat mode may update the e-mail address through their respective Depository Participant(s).
9. **Record Date, Book Closure and Dividend:**
- i. Pursuant to Section 91 of the Act the Register of Members and Share Transfer Books of the Company will remain closed from **24.09.2025 to 30.09.2025** (both days inclusive) for the purpose of AGM and for determining the names of members entitled to dividend, if declared at this AGM.

- ii. The Board of Directors of the Company at their meeting held on 15.05.2025 have, inter alia, approved and recommended payment of a "final dividend" of Rs. 1.25 per equity share (i.e. at the rate of 125%) on the fully paid up equity shares of face value of Rs. 1/- each of the company for the financial year 2024-25, subject to approval of the members at this AGM.
- iii. The final dividend, if declared at this AGM, will be paid within a period of 30 days from the date of declaration, to those members whose name will appear in the register of members/depository records as at the closing hours of business on **23.09.2025 (Record Date)**.
- iv. Pursuant to the Income-Tax Act, 1961, dividend income is taxable in the hands of the shareholders/members, therefore the company shall be required to deduct TDS/ Withholding Tax (TDS/ WHT) at the time of payment of dividend as per the applicable tax rates. The rates of TDS/ WHT would depend upon the category and residential status of the shareholder as briefed hereunder:

A. Tax on Dividend to Resident Shareholders

I. Tax on dividend to Resident Individual Shareholders

- a) Tax shall not be deducted on payment of dividend to **Resident Individual Shareholder**, if the total amount of dividend payable during the financial year does not exceed Rs. 5,000/-.
- b) Tax to be deducted on payment of dividend to Resident Individual shareholder, if the total amount of dividend payable during the financial year exceeds Rs. 5,000/- in the following manner:

Category of shareholder	Applicable Tax Rate	Documents required to be submitted
Resident individual shareholders with PAN	10%	PAN to be updated with Depository Participant/ RTA
Resident individual shareholders without PAN / invalid PAN	20%	NA

- c) Resident Individual Shareholders, desires to avail exemption from deduction of tax on payment of dividend exceeding Rs. 5,000/- during the financial year can do so in the following manner:

Category of shareholder	Applicable Tax Rate	Documents required to be submitted
Resident Individual shareholders with PAN:-	Nil	
a) For individuals with no tax liability on total income		Copy of self-attested PAN & Declaration in Form 15G
b) For individuals above the age of 60 years with no tax liability on total income		Copy of self-attested PAN & Declaration in Form 15H

II. Tax on dividend to Resident Non-Individual Shareholders

Tax on dividend payable during the financial year to Resident Non-Individual Shareholders shall be deducted as per the following details:

Category of shareholder	Applicable Tax Rate	Documents required to be submitted
Resident Non-Individual Shareholders with PAN	10%	PAN to be updated with Depository Participant / RTA
Resident Non-Individual Shareholders without PAN / invalid PAN	20%	NA

However, the shareholder can avail exemption from TDS or lower rates by submission of following documents:

Category of shareholder	Applicable Tax Rate	Documents required to be submitted
Mutual Fund specified under Section 10(23D) of the Income Tax Act, 1961	Nil	Copy of self-attested PAN & Certificate of registration with SEBI Declaration under Section 10(23D) of the Income Tax Act, 1961
An Insurance Company exempted under Section 194 of Income Tax Act, 1961	Nil	Copy of self-attested PAN & Certificate of registration with Insurance Regulatory and Development Authority (IRDA)/ LIC/ GIC Declaration qualifying as Insurer as per Section 2(7A) of the Insurance Act, 1938

Category of shareholder	Applicable Tax Rate	Documents required to be submitted
Alternate Investment Fund (AIF established in India)	Nil	Copy of self-attested PAN & registration certificates for either Category I or Category II AIF as per SEBI Regulations Declaration under Section 10(23FBA) of the Income Tax Act, 1961 for exemption
Other Non-Individual shareholders	Nil	Copy of self-attested PAN Declaration along with self-attested copy of documentary evidence supporting the exemption
Shareholders who have submitted order u/s 197 of the Income Tax Act, 1961	As per order	Copy of self-attested PAN Lower/NIL withholding tax certificate for the FY 2024-25 obtained from tax authority to be submitted to claim the lower tax rates

B. Tax on Dividend to Non-Resident Shareholders

TDS/WHT on payment of dividend during the financial year to Non-Resident Shareholders shall be as follows:

Non-resident shareholders shall be taxed @ 20% plus applicable surcharge and cess on the dividend payable during the financial year. They can avail beneficial rates under tax treaty between India and their country of residence, subject to submission of necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits.

Format for submission of various declarations mentioned above are made available on the website of the Company and the shareholders are requested to provide signed declarations to the Company at SCO 49-50, Sector- 26, Madhya Marg, Chandigarh, 160019 or to the RTA of the Company viz. MUFG Intime India Pvt. Ltd., Noble Heights 1st Floor, Plot No. NH-2, C-1 Block, LSC Near Savitri Market, Janakpuri, New Delhi – 110058, Tel: 011-49411000, e-mail ID: delhi@in.mpms.mufig.com on or before 30.09.2025 (Date of AGM).

C. SPECIAL PROVISIONS OF SECTION 206AB OF THE INCOME TAX ACT, 1961

(For non-filers of tax return - For resident shareholders and selected non-resident shareholders)

The provisions of Section 206AB of the Income Tax Act, 1961 prescribes for TDS in case of 'specified person'. The term 'specified person' is defined in sub-section (3) of Section 206AB and covers the persons who meet the following conditions:

- A person who has not furnished the return of income for the assessment year relevant to the previous year immediately preceding the financial year in which tax is required to be deducted, for which the time limit for furnishing the return of income under sub-section (1) of section 139 has expired; and
- The aggregate of tax deducted at source and tax collected at source in his/her case is Rs. 50,000 (Rupees Fifty Thousand) or more in the said previous year.

TDS is required to be deducted at higher of following rates in case of payments to specified persons:

- twice the rate specified in the relevant provision of the Income Tax Act, 1961; or
- twice the rate or rates in force; or
- the rate of 5%

As per the provisions of newly introduced Section 206AB, the verification as required under this section will be done by the Company from the Income Tax portal and applicable tax will be deducted. The decision of the Company in this respect will be final and for any refund of tax, the shareholder has to file the return of income and claim tax refund.

Members holding shares under multiple accounts under different status / category and single PAN, may note that, higher of the tax as applicable to the status in which shares held under a PAN will be considered on their entire holding in different accounts. In case of joint shareholding, the shareholder named first in the Register of Members is required to furnish the requisite documents for claiming any applicable beneficial tax rate.

Members may note that in case the tax on said dividend is deducted at a higher rate in absence of timely receipt, or insufficiency/incompleteness/incorrectness of the aforementioned details/documents from you, an option is available to you to file the return of income as per the Income Tax Act, 1961 and claim an appropriate refund, if eligible.

No claim shall lie against the Company for such tax deductions.

10. Updation of mandate for receiving dividend directly in bank account through Electronic Clearing System or any other means in a timely manner:

SEBI has made it mandatory for all companies to use the bank account details furnished by the Depositories and/or the bank account details maintained by the RTA for payment of dividend to members electronically.

The Company has extended the facility of electronic credit of dividend directly to the respective bank accounts of the Member(s) through the National Electronic Clearing Service (NECS)/ National Electronic Fund Transfer (NEFT)/Real Time Gross Settlement (RTGS)/Direct Credit, etc.

Further, the members holding shares in physical form may kindly note that SEBI vide Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024 issued to the Registrar and Transfer Agents read with SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024, SEBI Circular No. SEBI/ HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023, directive e-mail dated 17.01.2024 to the RTA(s) and FAQs dated 17.01.2024 has mandated that dividend shall be paid only through electronic mode with effect from April 01, 2024. In case of non-updation of PAN or Contact Details or Mobile Number or Bank Account Details or Specimen Signature in respect of physical folios, dividend/interest etc. shall be paid only through electronic mode with effect from April 01, 2024 upon furnishing all the aforesaid details in entirety. Therefore, members are requested to update their details with Company/ RTA/DP in following manner:

Shares held in physical form: In order to receive dividend in a timely manner, members holding shares in physical form who have not updated their mandate for receiving the dividends directly in their bank accounts through Electronic Clearing Service or any other means ("Electronic Bank Mandate"), can register their Electronic Bank Mandate to receive dividends directly into their bank account electronically or any other means, by submitting the hard copies of the following details/ documents to the company's RTA:

- a) Form ISR-1 & ISR-2 along with supporting documents. The said forms are available on the company's website at <https://sswllindia.com/investors/investor-service-request/> and at RTA's website at <https://web.in.mpms.mufg.com/KYC-downloads.html>
- b) Cancelled cheque in original, bearing the name of the member or first holder, in case shares are held jointly; In case name of the holder is not available on the cheque, kindly submit the following documents:
 - i. Cancelled cheque in original
 - ii. Bank attested legible copy of the first page of the Bank Passbook/Bank Statement bearing the names of the account holders, address, same bank account number and type as on the cheque leaf and full address of the bank branch.
 - iii. Self-attested copy of the PAN Card of all the holders; and
 - iv. Self-attested copy of any document (such as Aadhar Card, Driving Licence, Election Identity Card, Passport) in support of the address of the Member(s) as registered with the Company.

Shares held in demat form: Members holding shares in electronic form may note that the bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its RTA cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant(DP) of the members. Accordingly, the Members holding shares in demat form are requested to update their Electronic Bank Mandate with their respective DPs.

11. Nomination Facility: As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or Form SH-14, as the case may be. The said forms are available on the Company's website at <https://sswllindia.com/investors/investor-service-request/> and at RTA's website at <https://web.in.mpms.mufg.com/KYC-downloads.html>. Members are requested to submit the said form(s) to their respective DP, in case the shares are held in electronic form and to the Company's RTA in case the shares are held in physical form.

Further, the Company in compliance to the SEBI circulars has sent individual letters to the members holding shares in physical form for furnishing their PAN or Contact Details (Postal Address with PIN code) or Mobile Number or Bank Account Details or Specimen Signature alongwith Email-id and nomination details.

12. Transfer, Transmission, Transposition, Dematerialization of shares and all other investor related matters are attended to and processed by the Company's RTA:

As per Regulation 40 of the SEBI (LODR) Regulations, 2015, securities of listed companies can be transferred only in dematerialized form.

Further, SEBI in continuation of its efforts to enhance ease of dealing in securities market by investors vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 read with SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 07, 2024 and SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024, has mandated the listed entities to issue securities for the following service requests only in dematerialized form:

- i. Issue of duplicate securities certificate;
- ii. Claim from Unclaimed Suspense Account;

- iii. Renewal/ Exchange of securities certificate;
- iv. Endorsement; Sub-division/Splitting of securities certificate;
- v. Consolidation of securities certificates/folios;
- vi. Transmission and Transpositions

In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Accordingly, the members are requested to make service request by submitting a duly filled and signed Form No. ISR-4, the format of which is available on the Company's website at <https://sswliindia.com/wp-content/themes/ssw/assets/docs/Form-ISR-4.pdf> and on the website of RTA at <https://web.in.mpms.mufig.com/KYC-downloads.html>. Members are requested to note that any service request would only be processed after the folio is KYC Compliant.

Members may also contact the Company's RTA, M/s MUFG Intime India Pvt. Ltd. (Formerly known as Link Intime India Pvt. Limited), at Noble Heights 1st Floor, Plot No. NH-2, C-1 Block, LSC Near Savitri Market, Janakpuri, New Delhi 110058, Phone No. 011-49411000, e-mail - delhi@in.mpms.mufig.com for assistance in this regard.

13. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.
14. 'SWAYAM' is a secure , user friendly web-based application , developed by MUFG Intime India Private Limited, RTA of the Company, that empowers members to effortlessly access various services. We request you to get registered and have first-hand experience of the portal. This application can be accessed at <https://swayam.in.mpms.mufig.com/>. For effective resolution of Service Requests i.e Generate and Track Service Requests/complaints can be done through SWAYAM.
15. The Company is maintaining the "INVESTORS SERVICE CELL" at its Corporate Office at SCO 49-50, Sector 26, Madhya Marg, Chandigarh- 160019.
16. SEBI vide its circular no. SEBI/HO/OIAE/ OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023 (subsequently amended as on December 28, 2023, December 20, 2023 and August 4, 2023) has specified that a member shall first take up his/her/their grievance with the listed entity by lodging a complaint directly with the concerned listed entity and if the grievance is not redressed satisfactorily, the member may, in accordance with the SCORES guidelines, escalate the same through the SCORES Portal in accordance with the process laid out therein. Only after exhausting all available options for resolution of the grievance, if the member is not satisfied with the outcome, he/ she/they can initiate dispute resolution through the Online Dispute Resolution ("ODR") Portal. The SMART ODR Portal can be accessed at: <https://smartodr.in/login> or the same can be accessed through the company's website at <https://sswliindia.com/investors/online-dispute-resolution-odr/>. Members are requested to take note of the same.
17. Members having any queries relating to Annual Report are requested to send their queries at least seven (7) days before the date of the AGM.
18. Members can inspect the Register of Directors and Key Managerial Personnel (KMP) and their shareholding, required to be maintained under Section 170 of the Act, and Register of Contracts or Arrangements in which the Directors are interested, to be maintained under Section 189 of the Act, alongwith the certificate obtained from the Secretarial Auditor in respect of the ongoing Employee Stock Option Scheme of the Company as prescribed under the Regulation 13 of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, during the course of the meeting at the venue.
19. **Investor Education and Protection Fund (IEPF) related information:**

Pursuant to section 124, 125 and applicable provisions of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("the Rules"), all unpaid or unclaimed dividends are required to be transferred by the Company to the Investor Education and Protection Fund (IEPF) Authority established by the Central Government, after completion of seven years from the date of transfer to Unclaimed Dividend Account of the Company. Further, according to the Rules, the shares in respect of which dividend has not been paid or claimed by the shareholders for seven(7) consecutive years or more shall also be transferred to the de-mat account of the IEPF Authority. The said requirement does not apply to shares in respect of which there is a specific order of Court, Tribunal or Statutory Authority, restraining transfer of the shares.

In view of this, members who have not encashed their dividends are requested to claim the same from the Company, within the stipulated timeline. Also, the members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on www.iepf.gov.in / www.mca.gov.in. For details, please refer to Corporate Governance Report, which is a part of this Annual Report.

During the year under review, the Company had sent individual notices and also advertised in the newspapers i.e. both national (English) and local (Punjabi) seeking action from the shareholders who have not claimed their dividends for seven years or more. Accordingly, the Company had transferred the unclaimed/unpaid dividend for the FY 2016-17 (Final Dividend) and corresponding shares to the IEPF Authority as follows:

Particulars	Amount of Dividend	No. of shares (FV Rs. 1/-)
2016-17 (Final Dividend)	Rs. 9,55,164.00	89329

During the financial year (FY) 2025-26, the company would be transferring unpaid or unclaimed dividend amount for the FY 2017-18 (Final Dividend) within 30 days from the due date of transferring the amount to IEPF i.e. 03.11.2025. Further, the Company is also required to transfer the shares in respect of which dividends have not claimed for seven (7) consecutive years from the FY 2017-18 (Final Dividend) to the demat account of the IEPF Authority. The Company has given individual intimations to concerned shareholders indicating that such shares shall be transferred to IEPF Authority and also advertised in the newspapers seeking action from said shareholders. Accordingly, the concerned members are requested to claim the unpaid or unclaimed dividend for FY 2017-18 (Final Dividend) on or before due date for transfer to IEPF.

Members are requested to note the following date(s) for claiming the unpaid or unclaimed dividend declared by the company for the FY 2017-18 and thereafter:

Financial year	Date of Dividend	Dividend per share (in Rs.)	Due date for transfer to IEPF
2017-18	28-09-2018	4.00	03-11-2025
2018-19	30-09-2019	4.00	05-11-2026
2020-21	30-09-2021	2.00	05-11-2028
2021-22	30-09-2022	3.75	05-11-2029
2022-23	23-08-2023	1.00	29-09-2030
2023-24	30-09-2024	1.00	05-11-2031

Further, IEPF Authority, under the Ministry of Corporate Affairs, has launched a 100-day campaign titled "Saksham Niveshak", running from 28th July, 2025 to 6th November, 2025. In reference with the same, it is specially reminded to update KYC and bank details to claim Equity Shares and Unpaid/Unclaimed Dividend prior to the transfer to the IEPF. We request you to kindly register/update your KYC and bank account details with RTA/your Depository Participant to receive the dividend electronically. The dividend payment will be processed if the request is found appropriate in all respects. In case of any discrepancies or if the documents are inadequate/incomplete, the request is liable to be rejected and the Company will proceed to transfer the unclaimed dividend(s) for the aforementioned years along with the corresponding shares in respect of which dividend has not been claimed for seven consecutive years to the IEPF as per applicable regulations. Kindly note that no claim shall lie against the Company in respect of shares or dividend transferred to the IEPF as per the aforesaid rules. The concerned shareholders may approach the IEPF Authority to claim the transferred dividend amount and shares as prescribed under the IEPF Rules.

20. The **cut-off date** for the purpose of determining the members eligible for participating in remote e-voting (e-voting from a place other than venue of the AGM) and voting at the AGM is **23.09.2025**. Please note that the members can opt for only one mode of voting i.e., either by voting at the meeting or remote e-voting. If members opt for remote e-voting, then they should not vote at the Meeting. However, once e-voting on a resolution is cast by a Member, such member is not permitted to change it subsequently or cast the vote again. Members, who have cast their vote by remote e-voting prior to the date of the Meeting, can attend and participate in the Meeting but shall not be entitled to cast their vote again.
21. **Intimation of details of the agreement, if any, under the SEBI (LODR) Regulations, 2015:** Members are informed that in terms of the provisions of the SEBI (LODR) Regulations, 2015, the Company is required to intimate the Stock Exchanges the details of the agreements entered into by the shareholders, promoter(s), members of the promoter(s) group, related parties, directors, key managerial personnel, employees of the Company or of its holding, subsidiary or associate company, among themselves or with the Company or with a third party, solely or jointly, which, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the Company or impose any restriction or create any liability upon the Company, including disclosure of any rescission, amendment or alteration of such agreements thereto, whether or not the Company is a party to such agreements.

Accordingly, it is hereby advised to the members to inform the Company about such agreement to which the Company is not a party, within two (2) working days of entering into such agreements or signing an agreement to enter into such agreements. The Company will inform the details of such agreements to the Stock Exchanges on it becoming aware of it within the prescribed timelines.

[Explanation: For the purpose of this clause, the term "directly or indirectly" includes agreements creating an obligation on the parties to such agreements to ensure that the listed entity shall or shall not act in a particular manner.]

22. **Special Window For Re-Lodgement Of Transfer Requests Of Physical Shares:**

Pursuant to Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated July 2, 2025, investors of the company are hereby informed that a Special Window for re-lodgment of transfer requests of physical shares has been opened for a period of six (6) months i.e. from July 7, 2025 till January 6, 2026. Investors who had submitted transfer requests for physical shares prior to April 1, 2019 (the date from which transfer of securities in physical form was discontinued), and whose requests were rejected or returned due to deficiencies in documents/process/or otherwise, are now provided an opportunity to re-lodge such transfer requests.

Eligible investors may re-lodge their earlier requests with the Registrar and Share Transfer Agent ("RTA") of the Company i.e MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited) along with requisite documents and rectifying deficiency, if any, during the aforementioned Special Window period and may send the documents to the Company or RTA of the Company i.e MUFG Intime India Private Limited (Formerly known as Link Intime India Pvt Ltd).

23. Voting through electronic means

Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the SEBI (LODR) Regulations, 2015, as amended from time to time, the Company is pleased to provide members, a facility to exercise their right to vote on the resolutions proposed to be passed in the 39th AGM by electronic means through remote e-voting services provided by MUFG Intime India Private Limited (hereinafter "MIPL" or "RTA") through their e-voting website "InstaVOTE". It may be noted that this e-voting facility is optional. Since the Company is providing the facility of remote e-voting to the shareholders, there shall be no voting by show of hands at the said meeting.

The instructions to Members for voting electronically are as under:

- a. **The remote e-voting period will commence on Saturday, 27.09.2025 at 9:00 a.m. (IST) and will end on Monday, 29.09.2025 at 5:00 p.m. (IST).** During this period members of the Company, holding shares either in physical form or in dematerialized form, as **on the cut-off date i.e. Tuesday, 23.09.2025**, may cast their vote electronically. The remote e-voting module shall be disabled by MIPL for voting thereafter. The members are requested to note that once vote on a resolution is cast electronically, he/she shall not be allowed to change it subsequently or cast vote again.
- b. The voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on cut-off date. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting as well as voting at the meeting through ballot paper.
- c. Further, pursuant to SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, the Individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various E-voting Service Providers ("ESPs") portals directly from their demat account.
- d. In order to increase the efficiency of the voting process, and pursuant to Section VI-C of the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, the demat account holders, are provided a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders will now be able to cast their vote without having to register again with the ESPs, thereby facilitating seamless authentication and convenience of participating in remote e-voting process.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	1. Shareholders who have registered for NSDL IDeAS facility: <ol style="list-style-type: none"> a. Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "Login". b. Enter User ID and Password. Click on "Login" c. 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. d. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.
	2. Shareholders who have not registered for NSDL IDeAS facility: <ol style="list-style-type: none"> a. To register, visit URL: https://eservices.nsdl.com and select "Register Online for IDeAS Portal" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp b. Proceed with updating the required fields. c. Post successful registration, user will be provided with Login ID and password. d. After successful login, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services. e. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Type of shareholders	Login Method
	<p>3. By directly visiting the e-voting website of NSDL</p> <ol style="list-style-type: none"> Visit URL: https://www.evoting.nsdl.com Click on the “Login” tab available under ‘Shareholder/Member’ section. Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Users who have registered for CDSL Easi/Easiest facility:</p> <ol style="list-style-type: none"> Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com. Click on New System Myeasi Tab Login with existing my easi username and password After successful login, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime, for voting during the remote e-voting period. Click on “Link InTime/ MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.
	<p>2. Users who have not registered for CDSL Easi/Easiest facility:</p> <ol style="list-style-type: none"> To register, visit URL: https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration / https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration Proceed with updating the required fields. Post registration, user will be provided username and password. After successful login, user able to see e-voting menu. Click on “Link InTime / MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.
	<p>3. By directly visiting the e-voting website of CDSL:</p> <ol style="list-style-type: none"> Visit URL: https://www.cdslindia.com Go to e-voting tab. Enter Demat Account Number (BO ID) and PAN No. and click on “Submit”. System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account After successful authentication, click on “Link InTime / MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with depository participants	<p>Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.</p> <ol style="list-style-type: none"> Login to DP website After Successful login, user shall navigate through “e-voting” option. Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature. After successful authentication, click on “Link InTime / MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Type of shareholders	Login Method
Login method for Individual shareholders holding securities in physical form / Non-Individual Shareholders holding securities in demat mode	<p>Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for InstaVote as under:</p> <p>1. Visit URL: https://instavote.linkintime.co.in</p> <p>Shareholders who have not registered for INSTAVOTE facility:</p> <p>a) Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details:</p> <p>A. User ID:</p> <p>NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.</p> <p>CDSL demat account – User ID is 16 Digit Beneficiary ID.</p> <p>Shareholders holding shares in physical form – User ID is <u>Event No + Folio Number</u> registered with the Company.</p> <p>B. PAN:</p> <p>Enter your 10-digit Permanent Account Number (PAN)</p> <p>(Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable).</p> <p>C. DOB/DOI:</p> <p>Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)</p> <p>D. Bank Account Number:</p> <p>Enter your Bank Account Number (last four digits), as recorded with your DP/Company.</p> <p><i>*Shareholders holding shares in NSDL form, shall provide ‘D’ above</i></p> <p><i>**Shareholders holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above</i></p> <ul style="list-style-type: none"> Set the password of your choice <p>(The password should contain <u>minimum 8 characters</u>, at least <u>one special Character</u> (!#\$%*), at least <u>one numeral</u>, at least <u>one alphabet</u> and at least <u>one capital letter</u>).</p> <ul style="list-style-type: none"> Enter Image Verification (CAPTCHA) Code Click “Submit” (You have now registered on InstaVote). <p>Shareholders who have registered for INSTAVOTE facility:</p> <p>b) Click on “Login” under ‘SHARE HOLDER’ tab.</p> <p>A. User ID: Enter your User ID</p> <p>B. Password: Enter your Password</p> <p>C. Enter Image Verification (CAPTCHA) Code</p> <p>D. Click “Submit”</p> <p>c) Cast your vote electronically:</p> <p>A. After successful login, you will be able to see the “Notification for e-voting”.</p> <p>B. Select ‘View’ icon.</p> <p>C. E-voting page will appear.</p> <p>D. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).</p> <p>E. After selecting the desired option i.e. Favour / Against, click on ‘Submit’.</p> <p>A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.</p>

Type of shareholders	Login Method
Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund Registration"):	<p>STEP 1 – Registration</p> <ol style="list-style-type: none"> Visit URL: https://instavote.linkintime.co.in Click on “Sign Up” under “Custodian / Corporate Body/ Mutual Fund” Fill up your entity details and submit the form. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote) <p>STEP 2 –Investor Mapping</p> <ol style="list-style-type: none"> Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials. Click on “Investor Mapping” tab under the Menu Section Map the Investor with the following details: <ol style="list-style-type: none"> ‘Investor ID’ – <ol style="list-style-type: none"> NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678 CDSL demat account – User ID is 16 Digit Beneficiary ID. ‘Investor’s Name’ - Enter Investor’s Name as updated with DP. ‘Investor PAN’ - Enter your 10-digit PAN. ‘Power of Attorney’ - Attach Board resolution or Power of Attorney. <i>*File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.</i> Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report Section”. <p>STEP 3 – Voting through remote e-voting. The corporate shareholder can vote by two methods, during the remote e-voting period.</p> <p>METHOD 1 - VOTES ENTRY</p> <ol style="list-style-type: none"> Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials. Click on “Votes Entry” tab under the Menu section. Enter the “Event No.” for which you want to cast vote. Event No. can be viewed on the home page of InstaVote under “On-going Events”. Enter “16-digit Demat Account No.” for which you want to cast vote. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). After selecting the desired option i.e. Favour / Against, click on ‘Submit’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote. <p style="text-align: center;">OR</p> <p>METHOD 2- VOTES UPLOAD:</p> <ol style="list-style-type: none"> Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials. After successful login, you will be able to see the “Notification for e-voting”. Select “View” icon for “Company’s Name / Event number”. E-voting page will appear. Download sample vote file from “Download Sample Vote File” tab. Cast your vote by selecting your desired option ‘Favour / Against’ in the sample vote file and upload the same under “Upload Vote File” option. Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

e. **Helpdesk for Shareholders**

i. **Individual Shareholders holding securities in physical mode/ Non-Individual Shareholders holding securities in demat mode:**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

ii. **Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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.co.in 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 22 55 33

f. **Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode who has forgotten the password:**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on “**Login**” under ‘SHARE HOLDER’ tab.
- Click “**forgot password?**”
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Click “**forgot password?**”
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

g. **Individual Shareholders holding securities in demat mode with NSDL/ CDSL who has forgotten the password:**

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

h. **General Guidelines for shareholders:**

- During the voting period, shareholders can login any number of times till they have voted on all the resolution(s) for a particular “Event No.”.
- Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.

- Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. **23.09.2025**, may follow the same instructions as mentioned above for remote e-voting. **A person who is not a member as on the cut-off date should treat this Notice for information purposes only.**
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

24. The Board of Directors of the Company has appointed Sh. Sushil Kumar Sikka, Practicing Company Secretary (Membership No. FCS 4241 and C.P. No. 3582) proprietor of M/s S.K. Sikka & Associates, as the Scrutinizer to scrutinize the voting and remote e-voting process for this AGM in a fair and transparent manner. He has communicated his willingness for appointment as scrutinizer and will be available for same purpose.

The Scrutinizer shall immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting, in the presence of at least two witnesses (who shall not be in the employment of the Company). Thereafter, Scrutinizer shall give a consolidated report, specifying the total votes cast in favour or against, if any, within two working days of conclusion of the meeting, which is within the time stipulated under the applicable laws, to the Chairman or any director or the person authorized by him in writing who shall countersign the same.

The Chairman or any Director or the person authorized by him in writing shall declare the result of the voting forthwith. The results declared along with the Scrutinizer's Report shall be placed on the Company's website at <https://sswfindia.com/investors/shareholders-meetings-results-and-scrutinisers-report/> and on the website of the RTA immediately after the results are declared by the Chairman and shall also be communicated to the Stock Exchanges i.e. BSE Limited (BSE) and The National Stock Exchange of India Limited (NSE) where the shares of the Company are listed.

The resolutions proposed will be deemed to have been passed on the date of the AGM i.e. 30.09.2025, subject to the receipt of requisite number of votes in favour of the resolution.

25. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the **Registered Office** (i.e. Village Somalheri/ Lehli, P.O. Dappar, Tehsil Derabassi, Distt. SAS Nagar, Mohali, Punjab-140506) and **Corporate office** (i.e. SCO 49-50, Sector 26, Madhya Marg, Chandigarh-160019) of the Company during normal business hours (9:00 am to 5:00 pm) (IST) on all working days up to and including the date of AGM of the Company.

By Order of the Board of Directors
Steel Strips Wheels Limited

Place: Chandigarh
Date: 01.08.2025

Kanika Sapra
Company Secretary
Membership No. ACS 56875

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("THE ACT"), SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2) AND REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 {"SEBI (LODR) REGULATIONS, 2015"}

ITEM NO. 5

Sh. Rajinder Kumar Garg (DIN: 00034827, presently aged 82 years), Chairman and Non-Executive Director of the Company, retires by rotation at this Annual General Meeting ("AGM") and being eligible offers himself for re-appointment under Item No. 3 of this Notice.

Pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 {SEBI(LODR) Regulations, 2015}, no listed entity shall appoint a person or continue the directorship of any person as a Non-Executive Director who has attained the age of 75 (seventy five) years unless a special resolution is passed to that effect, in which case the explanatory statement annexed to this notice for such motion shall indicate the justification for appointing such a person.

Sh. Rajinder Kumar Garg has attained the age 75 (seventy-five) years. Thus, as per Regulation 17(1A) of SEBI (LODR) Regulations, 2015, he will be able to continue to hold the directorship as Chairman and Non-Executive Director, only on the approval of the Members of the Company by way of Special Resolution.

The Board of Directors of the Company is of opinion that Sh. Rajinder Kumar Garg is a person of integrity, having vast experience & relevant expertise. He is one of the promoters of the Company and has been associated with the Company since inception in 1985 when the first plant of the Company was conceived at Dappar (Punjab). He started his career in the government service and ventured into his own business in the year 1975. He is an industrialist and is a technocrat with almost five decades of rich experience across various industrial fields including Steel, Acrylics Fibre, Automotive wheel rims, civil constructions and other allied activities. Under his visionary leadership and extensive industry knowledge, the Company has consistently benefitted and achieved significant growth and success over the years and his continued association would be of immense benefit to the Company and it is desirable to avail his services as the Chairman and Non-Executive Director

of the Company. Hence, in view of his rich experience and contributions throughout his association with the Company and on the recommendation of the Nomination and Remuneration Committee, the Board considered the continuation of his directorship as justified.

Accordingly, the Board of Directors of the company recommends, the continuation of directorship of Sh. Rajinder Kumar Garg as the Chairman and Non-Executive Director of the Company till the date he retires by rotation in terms of Section 152 of the Companies Act, 2013 ("the Act"), to the members for their consideration and approval by way of **Special Resolution** as set out in **Item No. 5** of this Notice.

A brief resume of Sh. Rajinder Kumar Garg and additional disclosures as required under the Act, Secretarial Standard-2 and Regulation 36 of the SEBI (LODR) Regulations, 2015 are provided in Annexure I to this Notice.

None of the Directors and/or Key Managerial Personnel of the Company or their relatives, except Sh. Rajinder Kumar Garg himself and Sh. Dheeraj Garg, Managing Director of the Company (relative of Sh. Rajinder Kumar Garg) is in any way concerned or interested financially or otherwise in the resolution mentioned at Item No. 5 of this Notice.

ITEM NO. 6

Sh. Siddharth Bansal (DIN: 02909820) was appointed as an Independent Director of the company by the members of the Company at their 35th Annual General Meeting held on 30.09.2021 for the period commencing from 09.11.2020 to 30.09.2025. Thus, his first term of appointment as an Independent Director is coming to an end on 30.09.2025.

In terms of the Section 149(10) of the Act and Regulation 25(2A) of the SEBI(LODR) Regulations, 2015, a special resolution is required to be passed by the members of the Company for the re-appointment of an Independent Director for the second term.

Sh. Siddharth Bansal is a qualified Chartered Accountant (CA) (All India 35th Rank holder) and also holds Post Graduate Diploma in Banking and Finance (PGDBF), a graduate degree in commerce (B.Com) and a Certificate in Investment Performance Measurement (CIPM). Presently, he is associated as a partner with M/s. Bansal & Co. LLP, a five decades old Chartered Accountancy firm based out of New Delhi. He has 20 years of work experience and specializes in IFRS, US GAAP, Ind-AS, Audit Support and Process improvement spanning across clients in Hospitality, Real-Estate, Manufacturing, IT services and NBFC sectors. He has previously worked in core EY audit function for about 7 years and has been delivering trainings in IFRS, Ind-AS, financial statement audit to senior professionals as a part of EY learning. He has led and been part of audit and the IPO / transaction engagements of large companies. He has also led audit and advisory engagements in IT sector involving US GAAP, IND AS, merger and de-merger activities. Furthermore, he has also led engagements involving preparation of audit schedules, performing procedures as agreed by the management on such schedules, review of carve out financials for a large companies in manufacturing and financing sectors.

During his first term as the Independent Director of the Company, he provided valuable insights towards the company's strategic and accounting matters. His experience and professional judgement have significantly benefitted the Board's functioning.

The Company has received a notice in writing from a member under Section 160(1) of the Act proposing his candidature.

Based on the performance evaluation and taking into consideration the skills, expertise and competencies required for the Board in the context of the business of the Company, the Nomination and Remuneration Committee(NRC) concluded and recommended to the Board that Sh. Siddharth Bansal's qualifications and the rich experience align with the skills and capabilities required for the role of Independent Director of the Company as specified in the Act and the SEBI (LODR) Regulations, 2015, as amended from time to time. The Board is also of the opinion that Sh. Siddharth Bansal is independent of the management and possesses the identified core skills, expertise, and competencies fundamental for effective functioning as an Independent Director of the Company. Considering his valuable contributions, continued association with the company for the second term is considered to be in the best interest of the company.

The Board, on the recommendation of the NRC and subject to the approval of the members, has approved the re-appointment of Sh. Siddharth Bansal (DIN: 02909820) as an Independent Director of the Company for the second term of five (5) consecutive years effective from 01.10.2025 to 30.09.2030 and whose period of office shall not be liable to retire by rotation in terms of section 152 of the Act.

Further, the Company has received all statutory declarations/disclosures from Sh. Siddharth Bansal including the following:

- a declaration that he meets the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015;
- consent to act as a Director in terms of Section 152 of the Act;
- confirmation that he is neither disqualified from being re-appointed as a Director in terms of Section 164 of the Act nor debarred from holding the office of Director pursuant to any Order issued by Securities and Exchange Board of India (SEBI) or any such other authority;
- confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence in terms of Regulation 25(8) of the SEBI (LODR) Regulations, 2015;
- confirmation that he has complied with the requirements of Independent Director's Databank maintained by Indian Institute of Corporate Affairs (IICA) in terms of Section 150 of the Act.

Accordingly, the Board of Directors of the company recommends the re-appointment of Sh. Siddharth Bansal as an Independent Director of the Company, for the second term of five (5) consecutive years effective from 01.10.2025 to 30.09.2030 and whose period of office shall not be liable to retire by rotation in terms of section 152 of the Act, to the members for their consideration and approval by way of **Special Resolution** as set out at **Item No. 6** of this Notice.

A copy of the draft letter of re-appointment of Sh. Siddharth Bansal, setting out terms and conditions of re-appointment is available for inspection by the members of the Company at the Registered Office & Corporate Office of the Company between 9:00 a.m. to 5:00 p.m. (IST), on all working days (except Saturdays, Sundays and Public Holidays), up to the date of the AGM and shall also be available during the AGM at the venue thereof. Further, the same is also available on the website of the company at <https://sswlindia.com/investors/terms-and-conditions-of-appointment-of-independent-director/>.

A brief resume of Sh. Siddharth Bansal and additional disclosures as required under the Act, Secretarial Standard-2 and Regulation 36 of the SEBI (LODR) Regulations, 2015 are provided in *Annexure I to this Notice*.

Except Sh. Siddharth Bansal and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Director(s)/ Key Managerial Personnel (KMP) of the Company/their relatives, are in any way, concerned or interested, financially or otherwise in the resolution set out at Item No. 6 of the Notice.

ITEM NO. 7

In accordance with the provisions of Section 204 and other applicable provisions of the Act read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A of the SEBI (LODR) Regulations, 2015, Sh. Sushil Kumar Sikka, Practicing Company Secretary (Membership No. FCS 4241, Certificate of Practice No. 3582 and Peer Review Certificate no.: 1057/2021) proprietor of M/s S.K. Sikka & Associates has served as Secretarial Auditor of the Company for the financial year 2024-25.

The provisions of Regulation 24A of the SEBI (LODR) Regulations, 2015, were amended vide Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024, which, inter alia, state that with effect from 01.04.2025, every listed entity is required to appoint a Practicing Company Secretary for not more than one term of five consecutive years or a firm of Practicing Company Secretaries as Secretarial Auditors for not more than two terms of five consecutive years, with the approval of the members at its Annual General Meeting ("AGM") and such Secretarial Auditor(s) must be a peer reviewed company secretary and should not have incurred any of the disqualifications as specified under the SEBI (LODR) Regulations, 2015. Further, the said regulation also provides that any association of the individual or the firm as the Secretarial Auditor(s) of the Company before 31.03.2025 shall not be considered for the purpose of calculating the tenure of the Secretarial Auditor(s).

Sh. Sushil Kumar Sikka, is a fellow member (Membership No. FCS 4241 and Certificate of Practice no. 3582) of the Institute of Company Secretaries of India, based in Chandigarh. He also holds Post Graduate degree in Commerce. He has almost 34 years of post qualification work experience. In the initial days of his professional career, he worked as Company Secretary in public limited companies. Later, in the year 2001, he started his journey as Practicing Company Secretary under the name of M/s. S. K. Sikka and Associates registered as sole proprietorship. The sole proprietorship firm is primarily engaged in providing professional services in the field of Corporate Laws, SEBI Regulations, FEMA Regulations including carrying out Secretarial Audits, Due Diligence Audits and Compliance Audits for various reputed Government, Private as well as Public Limited Companies. M/s. S. K. Sikka and Associates, the sole proprietorship firm is Peer Reviewed and Quality Reviewed by the Institute of the Company Secretaries of India (ICSI) and have not incurred any of disqualifications as specified by the Securities and Exchange Board of India (SEBI). M/s. S.K. Sikka & Associates had consented to its appointment as the Secretarial Auditor of the Company and have confirmed that they fulfil the criteria as specified in Clause (a) of Regulation 24A (1A) of the SEBI (LODR) Regulations, 2015.

Accordingly, taking into account the above requirements and the consideration of factors such as technical skills, independence, industry experience, expertise, quality of audit practices, and past association with the Company and on the recommendation of the Audit Committee, the Board, at its Meeting held on 01.08.2025, subject to the approval of the Members of the Company, approved the appointment of Sh. Sushil Kumar Sikka, Practicing Company Secretary (Membership No. FCS 4241, Certificate of Practice No. 3582 and Peer Review Certificate no.: 1057/2021) proprietor of M/s S.K. Sikka & Associates as the Secretarial Auditor of the Company, to hold office for a term of five (5) consecutive years from the conclusion of this 39th Annual General Meeting till the conclusion of the 44th Annual General Meeting of the Company to be held in the year 2030, covering the period commencing from the April 01, 2025 to March 31, 2030, on such annual remuneration plus applicable taxes, out of pocket expenses, travelling expenses, etc; as recommended by the Audit Committee and as may be mutually agreed between the Board of Directors of the Company and the Secretarial Auditor, from time to time.

None of the Director(s) and/or Key Managerial Personnel (KMP) of the Company or their relatives, are in any way, concerned or interested, financially or otherwise in the resolution mentioned at **Item No. 7** of this Notice.

Accordingly, the Board recommends to the members, the appointment of Secretarial Auditor by way of **Ordinary Resolution** as set out in **Item No. 7** of this Notice.

By Order of the Board of Directors
Steel Strips Wheels Limited

Place: Chandigarh
Date: 01.08.2025

Kanika Sapra
Company Secretary
Membership No. ACS 56875

STEEL STRIPS WHEELS LIMITED

Annexure I

DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT/CONTINUATION OF APPOINTMENT AT THE 39th ANNUAL GENERAL MEETING OF THE COMPANY.

Name of Director	Sh. Rajinder Kumar Garg	Sh. Manohar Lal Jain	Sh. Siddharth Bansal
DIN	00034827	00034591	02909820
Date of Birth	18.08.1943	07.06.1955	04.10.1986
Age	82 years	70 years	38 years
Qualification	Bachelors of Engineering (Civil)	B.Com, FCS, FCA	B.Com (Hons), PGDBF, CIPM, FCA
Brief Resume and Expertise in specific functional areas	<p>Sh. Rajinder Kumar Garg has vast experience & relevant expertise. He is one of the promoters of the Company and has been associated with the Company since inception in 1985 when the first plant of the Company was conceived at Dappar (Punjab). He started his career in the government service and ventured into his own business in the year 1975. He is an industrialist and is a technocrat with almost five decades of rich experience across various industrial fields including Steel, Acrylics Fibre, Automotive wheel rims, civil constructions and other allied activities. Under his visionary leadership and extensive industry knowledge, the Company has consistently benefitted and achieved significant growth and success over the years.</p>	<p>Sh. Manohar Lal Jain has been associated with the Group for a period of more than 44 years. He is a FCA and FCS by qualification. He has vast experience in the field of finance, legal, secretarial and taxation matters. He also possesses skills for development of various strategies in the said areas and ensuring its successful implementation for the betterment and growth of the Company.</p>	<p>Sh. Siddharth Bansal is a qualified Chartered Accountant (CA) (All India 35th Rankholder) and also holds Post Graduate Diploma in Banking and Finance (PGDBF), a graduate degree in commerce (B.Com) and a Certificate in Investment Performance Measurement (CIPM). Presently, he is associated as a partner with M/s. Bansal & Co. LLP, a five decades old Chartered Accountancy firm based out of New Delhi. He has 20 years of work experience and specializes in IFRS, US GAAP, Ind-AS, Audit Support and Process improvement spanning across clients in Hospitality, Real-Estate, Manufacturing, IT services and NBFC sectors.</p> <p>He has previously worked in core EY audit function for about 7 years and has been delivering trainings in IFRS, Ind-AS, financial statement audit to senior professionals as a part of EY learning. He has led and been part of audit and the IPO / transaction engagements of large companies. He has also led audit and advisory engagements in IT sector involving US GAAP, IND AS, merger and demerger activities. Furthermore, he has also led engagements involving preparation of audit schedules, performing procedures as agreed by the management on such schedules, review of carve out financials for a large companies in manufacturing and financing sectors.</p>
Terms and Conditions of Appointment/ Re-appointment	As detailed in the resolution and explanatory statement	As per existing terms and conditions approved by the members of the company at their 37 th AGM	As detailed in the resolution and explanatory statement.
Remuneration last drawn (including sitting fee if any)	Paid sitting fees for attending Board Meeting. For more details please refer Corporate Governance Report section of the Annual Report 2024-25.	For details please refer Corporate Governance Report section of the Annual Report 2024-25	Paid sitting fees for attending Board Meeting and Audit Committee meetings. For more details please refer Corporate Governance Report section of the Annual Report 2024-25.

Name of Director	Sh. Rajinder Kumar Garg	Sh. Manohar Lal Jain	Sh. Siddharth Bansal
Remuneration proposed to be paid	As per Nomination and Remuneration Policy of the Company	As per existing terms and conditions approved by the members of the company at their 37th AGM	As per Nomination and Remuneration Policy of the Company
Date of First Appointment on the Board	28.02.1985	01.08.2013	09.11.2020
Shareholding in the Company	3055333 equity shares as on 31.03.2025 as well as on the date of the Notice.	155756 equity shares as on 31.03.2025 as well as on the date of the Notice.	NIL
Shareholding of Non-Executive Directors as a beneficial owner	NIL	NA	NIL
Relationship with other Director/Key Managerial Personnel	He is father of Sh. Dheeraj Garg, Managing Director of the Company.	He is not related to any other director/ Key Managerial Personnel of the Company.	He is not related to any other director/ Key Managerial Personnel of the Company.
Number of meetings of the Board attended during the financial year	Please refer Corporate Governance Report section of the Annual Report 2024-25	Please refer Corporate Governance Report section of the Annual Report 2024-25	Please refer Corporate Governance Report section of the Annual Report 2024-25
Directorships held in other companies	<ul style="list-style-type: none"> Indian Acrylics Ltd. SAB Industries Ltd. Steel Strips Infrastructures Ltd. 	<ul style="list-style-type: none"> Malwa Chemtex Udyog Ltd. Indlon Chemicals Ltd. Steel Strips Industries Ltd. Munak Financiers Private Limited S J Mercantile Private Limited Steel Strips Holdings Private Limited Munak Investments Pvt Ltd Steel Strips Financiers Pvt Ltd S S Credits Pvt Ltd DHG Marketing Pvt. Ltd. Chandigarh Developers Pvt. Ltd. 	<ul style="list-style-type: none"> Indira Infratech Private Limited
Memberships/ chairmanships of committees of Board of Directors of the company (includes only Audit Committee and Stakeholders Relationship Committee)	NIL	<ul style="list-style-type: none"> Audit Committee- Member Stakeholder Relationship Committee-Member 	<ul style="list-style-type: none"> Audit Committee- Member

STEEL STRIPS WHEELS LIMITED

Name of Director	Sh. Rajinder Kumar Garg	Sh. Manohar Lal Jain	Sh. Siddharth Bansal
Memberships/ chairmanships of committees of other companies (includes only Audit Committee and Stakeholders Relationship Committee)	NIL	NIL	NIL
Listed Companies from which the Director has resigned in the past three years	NIL	NIL	NIL