

Notice of the Twenty-First Annual General Meeting

NOTICE is hereby given that the Twenty-First (“21st”) Annual General Meeting (“AGM”) of the Shareholders/Members of **S.J.S. Enterprises Limited** (“Company”) will be held on **Saturday, 04th July, 2026 at 11.30 a.m. IST** through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) to transact the following businesses:

ORDINARY BUSINESS:

1. Adoption of financial statements

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

“**RESOLVED THAT** the audited financial statements (Standalone and Consolidated) of the Company for the financial year ended 31st March, 2026 together with Reports of the Board of Directors and of the Auditors thereon, be and are hereby received, considered and adopted.”

2. Declaration of dividend

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

“**RESOLVED THAT** a final dividend of ₹ 3.5/- (35%) per equity Share of the face value of ₹ 10/- each, as recommended by the Board of Directors, be and is hereby declared for the financial year ended on 31st March, 2026.”

3. Re-appointment of Mr. Kevin K. Joseph (DIN: 09206689) as a director, liable to retire by rotation

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

“**RESOLVED THAT** pursuant to provisions of Section 152 of the Companies Act, 2013, Mr. Kevin K. Joseph, Director (DIN: 09206689) of the Company, who retires by rotation at the 21st AGM and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company.”

SPECIAL BUSINESS:

4. Re-appointment of Mr. Sanjay Thapar (DIN: 01029851), as an Executive Director of the Company presently designated as “Group CEO” and approval for payment of managerial remuneration in excess of 5% of the net profits of the Company.

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

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Articles of Association of the Company, and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, the consent of the Members be and is hereby accorded to the re-appointment of Mr. Sanjay Thapar (DIN: 01029851) as an Executive Director of the Company, presently designated as “Group CEO”, for a period of five (5) years with effect from 12th July, 2026 to 11th July, 2031 (both days inclusive) and whose office is liable to retire by rotation, on the terms and conditions, including remuneration, as set out in the Explanatory Statement annexed hereto, which shall be deemed to form part hereof.

RESOLVED FURTHER THAT the approval of the Members be and is hereby accorded for continuation of office by Mr. Sanjay Thapar as an Executive Director even after the attaining the age of seventy years during the aforesaid term.

RESOLVED FURTHER THAT pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors in the respective meetings, the approval of the Members be and is hereby accorded for payment of remuneration to Mr. Sanjay Thapar (DIN: 01029851), who is appointed as the Executive Director of the Company, in excess of prescribed limit of 5% of the net profits of the Company computed in accordance with Section 198 of the Act, for a period of three financial year(s) from 01st April, 2026 to 31st March, 2029, (i.e. Financial Years 2026-27, 2027-28 and 2028-29), primarily on account of accounting recognition of employee stock option related perquisite value in accordance with applicable accounting standards and the provisions of Section 198 of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby

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authorised to alter, vary or revise the terms and conditions of the said appointment, provided that the total managerial remuneration payable to the executive director(s) of the Company taken together in any financial year shall not exceed the limit of 10% of net profit and overall managerial remuneration payable to all directors shall not exceed the limit of 11% of net profit of the Company as prescribed under Section 197 of the Act read with rules made thereunder or other applicable provisions or any statutory modifications thereof of the said appointment, including remuneration, from time to time, as it may deem fit, in such manner as may be agreed between the Board of Directors and Mr. Sanjay Thapar.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient or desirable to give effect to this resolution.”

5. Re-appointment of Mr. Kevin K Joseph (DIN: 09206689), as an Executive Director of the Company.

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

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Articles of Association of the Company, and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, the consent of the Members be and is hereby accorded to the re-appointment of Mr. Kevin K Joseph (DIN: 09206689) as an Executive Director of the Company, for a period of five (5) years with effect from 19th July, 2026 to 18th July, 2031 (both days inclusive) and whose office is liable to retire by rotation, on the terms and conditions, including remuneration, as set out in the

Explanatory Statement annexed hereto, which shall be deemed to form part hereof.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) in the event of no profit or inadequate profit, be and is hereby authorised to alter, vary or revise the terms and conditions of the said appointment, including remuneration, from time to time, as it may deem fit, in such manner as may be agreed between the Board of Directors and Mr. Kevin K Joseph, subject to the provisions of the Act and within the limits prescribed under Schedule V thereto.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient or desirable to give effect to this resolution.”

6. Re-appointment of Mrs. Veni Thapar (DIN: 01811724) as a Woman Independent Director of the Company

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Regulations 17, 25 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mrs. Veni Thapar (DIN: 01811724), who was appointed as an Independent Director of the Company and who holds office up to 11th July, 2026 and is eligible for re-appointment for the second term as an Independent Director, and has given her consent along with a declaration that she meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the SEBI Listing Regulations, be and is hereby re-appointed as a Woman Independent Director of the Company, not

liable to retire by rotation, for a second term of five consecutive years from 12th July, 2026 to 11th July, 2031.

RESOLVED FURTHER THAT the Board or any duly constituted Committee of the Board or the Company Secretary of the Company, be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

7. Re-appointment of Mr. Ramesh Jain (DIN: 00038529) as an Independent Director of the Company

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Regulations 17, 25 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Ramesh Jain (DIN: 00038529) who was appointed as an Independent Director of the Company and who holds office up to 05th July, 2026 and is eligible for re-appointment for the second term as an Independent Director, and has given his consent along with a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the ('SEBI Listing Regulations'), be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of one year from 06th July, 2026 to 05th July, 2027.

RESOLVED FURTHER THAT pursuant to provisions of the Companies Act 2013 and the SEBI (LODR) Regulations, 2015 and other applicable provisions, if any, consent of the members of the Company be and is hereby accorded for continuation of directorship of Mr. Ramesh Jain (DIN: 00038529), up to 05th July,

2027, notwithstanding that he has attained the age of seventy-five years.

RESOLVED FURTHER THAT the Board or any duly constituted Committee of the Board or the Company Secretary of the Company, be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

8. Appointment of Mr. Randhir Singh Kalsi (DIN: 01453119) as an Independent Director of the Company

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 ('the Act') read with the Rules framed thereunder, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and as per Articles of Association of the Company, on recommendation of the Nomination and Remuneration Committee and on approval of the Board of Directors, Mr. Randhir Singh Kalsi (DIN: 01453119), who was appointed as an Additional Director in the capacity of an Independent Director with effect from 05th May, 2026, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160 of the Act, be and is hereby appointed as an Independent Director of the Company for a period of 5 (five) consecutive years with effect from 05th May, 2026 to 04th May, 2031 and that he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board or any duly constituted Committee of the Board or the Company Secretary of the Company be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

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9. Ratification of remuneration to be paid to Cost Auditors of the Company

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

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and based on the recommendation of the Audit Committee and approval of the Board of Directors, the remuneration payable to M/s. PSV & Associates, Bengaluru, Cost Accountants (Firm Registration No.

000304), appointed by the Board to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2027, amounting to ₹ 4,00,000 (Rupees Four Lacs Only), exclusive of Goods and Services Tax and reimbursement of out-of-pocket expenses incurred in connection with the aforesaid audit, be and is hereby ratified.”

By Order of the Board
For **S.J.S. Enterprises Limited**

Thabraz Hushain. W
Company Secretary
& Compliance Officer
Membership No.: A51119

Place: Bengaluru
Date: 08th June, 2026

NOTES:

1. The Explanatory Statement as required under Section 102 of the Companies Act, 2013 ("the Act"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standards on General Meetings issued by Institute of Company Secretaries of India setting out the material facts in respect of the special businesses are annexed herewith and forms part of this Notice.

2. Ministry of Corporate Affairs ("MCA") has vide its various circulars issued from time to time (the latest circular being circular dated 22nd September, 2025) ("MCA Circulars") permitted the holding of the AGM through VC / OAVM. In compliance with the provisions of the Act, MCA Circulars and SEBI Listing Regulations, the AGM is being held through VC / OAVM on Saturday, 04th July, 2026 at 11:30 a.m. (IST). The deemed venue of the AGM shall be the registered office of the Company.

The procedure for joining the AGM through VC / OAVM is mentioned in the Notice.

3. Since the AGM is being held through VC / OAVM, physical attendance of Members has been dispensed with and in accordance with the requirements of Regulation 44(4) of SEBI Listing Regulations, the requirement to send proxy forms is not applicable to general meetings held only through electronic mode. The route map, proxy form as well as the attendance slip are therefore, not annexed to this Notice. 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.

4. Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and MCA Circulars, the Company is providing facility of remote e-voting to its Shareholders/Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with MUFG Intime India Private Limited ("MIPL") for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by a Shareholders/Members using remote e-voting as

well as the e-voting system on the date of the AGM will be provided by MIPL.

5. Shareholders/Members are permitted to 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 this Notice. The facility of participation at the AGM through VC/OAVM will be made available to Shareholders/Members on first-come-first-serve basis.

This will not include large Shareholders/Members (Shareholders/Members 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-serve basis.

6. Shareholders/Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. The instructions for remote e-voting by Shareholders/Members holding shares in dematerialized mode and for Shareholders/Members who have not registered their email address is provided in the e-voting section, which forms part of this Notice. The attendance of the Shareholders/Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

7. Institutional/Corporate Shareholders/Members are required to send a scanned copy (in PDF/JPG format) of certified true copy of the Board resolution/ authorization letter authorising their representative to vote through remote e-voting and attend the AGM through VC/OAVM. The said certified true copy of the Board resolution/authorization letter should be sent to the Scrutinizer by email through their respective registered email addresses to the Scrutinizer at ananth.deshpande@gmail.com with a copy marked to compliance@sjsindia.com and enotices@in.mpms.mufg.com.

8. In line with the MCA Circular No. 17/2020 dated 13th April 2020, the Notice calling the AGM has been uploaded on the website of the Company at

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www.sjsindia.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also disseminated on the website of MIIPL at <https://instavote.linkintime.co.in>.

9. In compliance with the aforesaid MCA Circulars, Notice of the AGM and Annual Report as well as the web-link for joining the meeting is being sent only through electronic mode to those Shareholders/Members whose email addresses are registered with the Company.
10. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which the directors are interested under Section 189 of the Companies Act, 2013 and a Certificate from the Secretarial Auditor of the Company as required under Regulation 13 of the SEBI (Share Based Employee Benefits & Sweat Equity) Regulations, 2021 regarding compliance with the same will be available electronically for inspection by the Shareholders/ Members, without any fee, from the date of circulation of this Notice up to the date of AGM. The Shareholders/ Members can inspect the same up to the date of AGM, by sending an e-mail to the Company at compliance@sjsindia.com.
11. The Company has fixed Friday, 26th June, 2026 as the 'Record Date' for determining the entitlement of Shareholders/Members to final dividend for the financial year ended 31st March, 2026, if approved at the AGM.

The dividend of ₹ 3.5 (35%) per equity share of ₹ 10 each, if declared at the AGM, will be paid subject to deduction of tax at source ('TDS') within a period of 30 days from the date of approval at the meeting, as under:

- a) The list of all beneficial Owners as at the end of the day on Friday, 26th June, 2026 to be furnished by the National Securities Depository Limited and Central Depository Services (India) Limited in respect of the shares held in electronic form; and
- b) whose names appear as Members in the Register of Members of the Company as at the end of the business hours on Friday, 26th June, 2026 after giving effect to valid request(s) received for transmission/transposition of shares.

Effective 01st April, 2024, SEBI has mandated that the shareholders, who holds shares in physical form and whose folio are not updated with any of the KYC details s [viz., (i) PAN (ii) Choice of Nomination (iii) Contact Details (iv) Mobile Number (v) Bank Account Details and (vi) Signature], shall be eligible to get dividend only in electronic mode. Accordingly, payment of final dividend, subject to approval at the AGM, shall be paid to physical holders only after the above details are updated in their folios. Shareholders are requested to complete their KYC by writing to the Company's RTA, MUFG Intime India Private Limited ('MUFG').

In case of non-updation of PAN or Choice of Nomination or Contact Details or Mobile Number or Bank Account Details or Specimen Signature in respect of physical folios, dividend/interest etc. shall be paid upon furnishing all the aforesaid details in entirety.

12. To receive the dividend on time, Members holding shares in physical form should be KYC compliant and receive the dividends directly in their bank accounts through Electronic Clearing Service or any other means. Members are requested to send the following documents to our RTA – MUFG Intime India Private Limited, so as to reach the RTA before the record date i.e., Friday, 26th June, 2026
 - a. Form No. ISR-1 duly filled and signed by the holders stating their name, folio number, complete address with pin code, and the following details relating to the bank account in which the dividend is to be received:
 - I. Name of Bank and Bank Branch;
 - II. Bank Account Number & Type allotted by your bank after implementation of Core Banking Solutions;
 - III. 11-digit IFSC Code; and
 - IV. 9-digit MICR Code.
 - b. Original copy of cheque bearing the name of the Member or first holder, in case shares are held jointly;
 - c. Self-attested copy of the PAN Card of all holders; and

- d. Self-attested copy of any document (such as AADHAR Card, Driving License, Election Identity Card, Passport) in support of the address of the Member as registered with the Company.
- e. Form ISR-2 duly filled signed. The signature of holders should be attested by the Bank Manager
- f. Form SH 13 – Nomination form or ISR-3 – to opt out from Nomination

The above Investor Service Request Forms (ISR) are available <https://in.mpms.mufig.com/> → Resources → Downloads → KYC → Formats for KYC

13. Shareholders/Members may note that the Income-tax Act, 2025, (“the IT Act 2025”), mandates that dividend paid or distributed by a company shall be taxable in the hands of members. The Company shall therefore be required to deduct tax at source (TDS) at the time of making the payment of final dividend. To enable us to determine the appropriate TDS rate as applicable, members are requested to submit relevant documents, as specified in the below paragraphs, in accordance with the provisions of the IT Act 2025.

For resident shareholders, taxes shall be deducted at source under Section 393 of the IT Act as follows:

Members having valid Permanent Account Number (PAN)	10%* or as notified by the Government of India (GOI)
Members not having PAN / valid PAN	20% or as notified by the GOI

** As per Section 262 of the IT Act 2025, every person who has been allotted a PAN and who is eligible to obtain Aadhaar, shall be required to link the PAN with Aadhaar. In case of failure to comply with this, the PAN allotted shall be deemed invalid / inoperative and, such person shall be liable to all consequences under the IT Act 2025 and tax shall be deducted at the higher rates as provided in Section 397 of the IT Act 2025, i.e., 20% of tax deduction at source.*

However, no tax shall be deducted on the dividend payable to resident individual shareholders if the total dividend to be received by them during tax year 2026-27 does not exceed ₹ 10,000 and also in cases where members provide Form 121, subject to conditions specified in the IT Act 2025. Resident shareholders may

also submit any other document as prescribed under the IT Act 2025 to claim a lower / nil withholding of tax. PAN is mandatory for members providing Form 121 or any other document as mentioned above.

For non-resident shareholders, taxes are required to be withheld in accordance with the provisions of Section 393 and other applicable sections of the IT Act 2025, at the rates in force. The withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) or as notified by the GOI on the amount of dividend payable. However, as per Section 159 of the IT Act 2025, non-resident shareholders have the option to be governed by the provisions of the Double Tax Avoidance Agreement (“tax treaty” or “DTAA”), if any, between India and the country of tax residence of the shareholders, if they are more beneficial to them. For this purpose, i.e. to avail the benefits under the DTAA, non-resident shareholders will have to provide the following:

- Copy of the PAN card allotted by the Indian Income Tax authorities duly attested by the shareholders/ authorized signatory. In case of non-availability of PAN, information under sub-rule 2 of rule 217 of the Income-tax Rules, 2026
- Copy of the Tax Residency Certificate for the tax year 2026-27 obtained from the revenue or tax authorities of the country of tax residence, duly attested by shareholders / authorized signatory
- Form 41 (for claiming tax treaty benefit), which can be obtained electronically through the e-filing portal of the income tax website at <https://www.incometax.gov.in/iec/foportal>
- Self-declaration by the shareholders of having no permanent establishment in India in accordance with the applicable tax treaty and IT Act 2025
- Self-declaration of beneficial ownership of equity shares by the non-resident shareholder
- Self-declaration of fulfilling all conditions of applicable tax treaty for being eligible to claim benefit of the tax treaty
- Any other documents as prescribed under the IT Act 2025, if applicable, or certificate for lower withholding of taxes, duly attested by the shareholders.

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In case of Foreign Institutional Investors (FII) / Foreign Portfolio Investors (FPI), tax will be deducted under Section 393 of the IT Act 2025 at the rate of 20% (plus applicable surcharge and cess) or the rate provided in relevant DTAA, whichever is more beneficial, subject to the submission of the above documents, if applicable.

The aforesaid documents such as Form 121, documents under section 393(5), 393(6), FPI Registration Certificate, Tax Residency Certificate, Lower Tax certificate etc. can be uploaded on the link <https://web.in.mpms.mufg.com/formsreg/submission-of-Form-121-41.html> on or before **Saturday, 20th June, 2026** to enable the Company to determine the appropriate withholding tax rate applicable. In case where copy of documents (such as, PAN card, Registration certificate, etc.) is provided, the copy should be self-attested by the Shareholder or its authorized signatory. Any communication in relation to tax rate determination/deduction received **Saturday, 20th June, 2026** shall not be considered.

For detailed procedure on Tax Deduction, please refer the communication mail sent to the shareholders on **Monday, 01st June, 2026**.

14. Shareholders/Members are requested to note that dividends, if not encashed for a consecutive period of 7 years from the date of transfer to the Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Further, the shares in respect of such unclaimed dividends are also liable to be transferred to the Demat account of the IEPF Authority. In view of this, members/claimants are requested to claim their dividends from the Company within the stipulated timeline.
15. Shareholders/Members holding shares in electronic form may please note that their bank details as furnished by the respective Depositories to the Company will be considered for remittance of dividends as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such Members for change/ addition/deletion in such bank details. Accordingly, the Members holding shares in Demat form are requested to update their Electronic Bank Mandate with their respective DPs. Further, please note that instructions, if any, already given by Members in respect of shares held in physical form, will not be automatically applied to the dividend paid on shares held in electronic form.
16. Pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2014, the Board of Directors of the Company have appointed Mr. Ananta R. Deshpande (Membership No. FCS 11869; CP No. 20322), Company Secretary in Practice, as a Scrutinizer to scrutinize the remote e-voting process and voting through electronic voting system at the AGM in a fair and transparent manner.
17. Process for registration of e-mail ID for obtaining Annual Report in electronic mode and User ID / password for E-voting is annexed to this Notice.
18. All documents referred to in the Notice will be open for inspection through electronic mode. Shareholders/Members can inspect the same up to the date of AGM, by sending an e-mail to the Company at compliance@sjsindia.com.
19. Shareholders/Members holding shares as on cut-off date, i.e., Saturday, 27th June, 2026, may cast their votes electronically. A Shareholder/Member will not be allowed to vote again on any resolution on which his/her vote has already been cast. The voting rights of Shareholders/Members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date. A person who is not a Shareholder/Member as on the cut-off date is requested to treat this Notice for information purposes only.
20. Shareholders/Members who have acquired shares after the dispatch of this Notice and before the cut-off date may approach the Company/ MIPL for issuance of User ID and Password for exercising their votes by electronic means.
21. SEBI vide its Circular dated 25th January, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the above, members holding shares in physical form are advised to dematerialize the shares with their Depository Participant.

VOTING RESULTS:

1. The Scrutinizer shall, after the conclusion of the AGM, electronically submit the Consolidated Scrutinizer's Report (i.e. votes cast through Remote e-voting and e-voting during AGM) of the total votes cast in favour or

against the resolution and invalid votes, to the Chairman of the AGM or to any other person authorised by the Chairman of the Company.

2. Based on the Scrutinizer's Report, the result will be declared within two working days of the conclusion of the AGM and the details of result along with Scrutinizer's Report will be placed on the website of the Company at www.sjsindia.com and on the website of MIIPL at <https://instavote.linkintime.co.in> and the same will also be communicated to BSE and NSE.

THE INSTRUCTIONS FOR SHAREHOLDERS/ MEMBERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

- i. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company provides to the Shareholders/Members the facility of exercising their right to cast vote(s) at the AGM by electronic means and the businesses may be transacted through e-voting services.
- ii. The voting period begins on Wednesday, 01st July, 2026 at 9.00 am IST and ends on Friday, 03rd July, 2026 at 5.00 pm IST. During this period, Shareholders/ Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e Saturday, 27th June, 2026 may cast their vote electronically. The e-voting module shall be disabled by MIIPL for voting thereafter.
- iii. The facility for electronic voting system, shall also be made available at the AGM. The Shareholders/ Members attending the AGM, who have not cast their votes through remote e- voting and are otherwise not barred from doing so, shall be able to exercise their voting rights at the AGM. The Shareholders/Members who have already casted their votes through remote e-

voting may attend the meeting but shall not be entitled to cast their votes again at the AGM.

- iv. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 09th December 2020, under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its Shareholders/Members, in respect of all Shareholders'/ Members' resolutions. However, it has been observed that the participation by the public non-institutional Shareholders/Members, retail Shareholders/ Members is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the Shareholders/ Members. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
- v. In terms of SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 09th December 2020, on e- Voting facility provided by Listed Companies, Individual Shareholders/Members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders/Members are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual Shareholders/ Members holding securities in Demat mode is given below:

Shareholders/Members will be able to attend the AGM through VC/OAVM through InstaMeet provided by MUGF.

REMOTE E-VOTING INSTRUCTIONS:

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The instructions and other information relating to remote e-voting are as under:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p>METHOD 1- NSDL OTP based login</p> <ol style="list-style-type: none"> Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP. Enter the OTP received on your registered email ID/ mobile number and click on login. 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. <p>METHOD 2 - If registered with NSDL IDeAS facility Shareholders:</p> <ol style="list-style-type: none"> Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "IDeAS Login Section". Enter IDeAS User ID, Password, Verification code & click on "Log-in". Post successful authentication, you will be able to see e-Voting services under Value added services section. 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.

OR

Shareholders not registered for IDeAS facility:

- 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>
- Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
- Enter the last 4 digits of your bank account / generate 'OTP'
- Post successful registration, user will be provided with Login ID and password

Follow steps given in points (a-d)

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.



METHOD 3 - By directly visiting the e-voting website of NSDL:

- 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 can see "Access to e-voting".
- 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
Individual Shareholders holding securities in demat mode with CDSL	<p>METHOD 1 – CDSL e-voting page</p> <ol style="list-style-type: none"> Visit URL: https://www.cdslindia.com Go to e-voting tab. Enter 16-digit 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 Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. 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. <p>METHOD 2 – CDSL Easi/ Easiest facility:</p> <p>Shareholders who have registered/ opted for Easi/Easiest facility:</p> <ol style="list-style-type: none"> Visit URL: https://web.cdslindia.com/myeasitoken/Hom/Login or Visit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)". Enter existing username, Password & click on "Login". Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. 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.
	<p>OR</p> <p>Shareholders not registered for Easi/Easiest facility:</p> <ol style="list-style-type: none"> To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration / https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration Proceed with updating the required fields for registration. Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).
Individual Shareholders (holding securities in demat mode) & login through their 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, members shall navigate through "e-voting" option. Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Post successful authentication, 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.
Login method for shareholders holding securities in physical mode/ 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 and vote on InstaVote as under:</p> <p>STEP 1: LOGIN/ SIGNUP on InstaVote</p> <p>Shareholders registered for INSTAVOTE facility:</p> <ol style="list-style-type: none"> Visit URL: https://instavote.linkintime.co.in & click on "Login" under 'SHARE HOLDER' tab. Enter details as under: <ol style="list-style-type: none"> User ID: Enter User ID

Notice (Contd.)

Type of shareholders	Login Method
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2. Password: Enter existing Password
3. Enter Image Verification (CAPTCHA) Code
4. Click "Submit". (Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is <u>Event No + Folio no.</u> , registered with the Company

Shareholders not registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on "Sign Up" under 'SHARE HOLDER' tab & register with details as under:

1. User ID: Enter User ID
2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/ Company - in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - o Shareholders, holding shares in **NSDL form**, shall provide 'point 4' above.
 - o Shareholders, holding shares in **CDSL form**, shall provide 'point 3' or 'point 4' above.
 - o Shareholders, holding shares in **physical form** but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above
5. Set the password of your choice.

(The password should contain minimum 8 characters, at least one special Character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).

6. Enter Image Verification (CAPTCHA) Code.
7. Click "Submit" (You have now registered on InstaVote).

Post successful registration, click on "Login" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is <u>Event No + Folio no.</u> , registered with the Company

STEP 2: Steps to cast vote for Resolutions through InstaVote

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
- B. Select 'View' icon. E-voting page will appear.

Type of shareholders	Login Method
	<p>C. 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>D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.</p> <p>E. 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> <p>NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.</p> <p>Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.</p> <p>Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at ananth.deshpande@gmail.com with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at compliance@sjindia.com.</p>
<p>Guidelines for Institutional Shareholders/Members ("Corporate Body Custodian/Mutual Fund"):</p>	<p>STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration</p> <ol style="list-style-type: none"> Visit URL: https://instavote.linkintime.co.in Click on "Sign up" under "Corporate Body/ Custodian/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) will be 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 credentials as received in Step 1 above. 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"> <i>Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678</i> <i>Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.</i> 'Investor's Name - Enter full name of the entity. 'Investor PAN' - Enter your 10-digit PAN issued by Income Tax Department. 'Power of Attorney' - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card. Click on Submit button and investor will be mapped now. The same can be viewed under the "Report Section".

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Type of shareholders	Login Method
	<p>STEP 3 – Steps to cast vote for Resolutions through InstaVote</p> <p>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. will be available on the home page of InstaVote under "Ongoing Events". Enter "16-digit Demat Account No." 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>(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).</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 see "Notification for e-voting". Select "View" icon for "Company's Name / Event number". E-voting page will appear. <hr/> <ol style="list-style-type: none"> 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. <p>(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).</p> <p>NOTE: Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at ananth.deshpande@gmail.com with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at compliance@sjsindia.com.</p>

HELPCENTRE:

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.

Individual Shareholders holding securities in demat mode:

Individual Shareholders/Members 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

FORGOT PASSWORD:**Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:**

If Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the Shareholders/Members can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>:

- Click on 'Login' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g. IN123456) and 8 digit Client ID (eg. 12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no., 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
- Further Click on "**forgot password?**"
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

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

Individual Shareholders holding securities in demat mode with NSDL/ CDSL 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.

General Instructions - Shareholders

- 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.
- During the voting period, Shareholders/Members can login any number of times till they have voted on the resolution(s) for a particular "Event".

INSTAMEET VC INSTRUCTIONS FOR SHAREHOLDERS

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 03/2025 dated 22.09.2025, the Companies can conduct their AGMs/ EGMs by means of Video Conference (VC) or other audio-visual means (OAVM) till further orders.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

B. PROCESS AND MANNER FOR ATTENDING THE ANNUAL GENERAL MEETING ("AGM") THROUGH INSTAMEET:

1. Open the internet browser and launch the URL: <https://instameet.in.mpms.mufg.com> & Click on "Login".

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- 2.A) Select the “Company Name” and register with the following details:

Demat Account No. or Folio No.	<ul style="list-style-type: none"> Shareholders/Members holding shares in CDSL: 16 Digit Beneficiary ID; Shareholders/Members holding shares in NSDL: 8 Character DP ID followed by 8 Digit Client ID; and Shareholders/Members holding shares in physical form: Folio Number registered with the Company
PAN	<ul style="list-style-type: none"> Enter your 10-digit Permanent Account Number (PAN) Shareholders/Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
Mobile No. and Email ID	<ul style="list-style-type: none"> Enter your mobile number Enter your e-mail ID, as recorded with your DP/ Company.

- Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).
- Please refer the instructions for the software requirements given in point ‘E’ below and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

C. INSTRUCTIONS FOR SHAREHOLDERS/ MEMBERS TO SPEAK DURING THE AGM THROUGH INSTAMEET:

- Shareholders/Members who would like to express their views/ask questions during the AGM may register themselves as a speaker by sending their request from 29th June, 2026 to 01st July, 2026 mentioning their name, demat account number/ folio number, e-mail ID, mobile number at compliance@sjsindia.com.

- Shareholders/Members will get confirmation on first-come-first-serve basis depending on the availability of time at the AGM.
- Shareholders/Members will receive “speaking serial number” once they mark attendance for the meeting.
- Shareholders/Members are requested to remember speaking serial number and start your conversation only when moderator of the meeting/ management will announce the name and serial number for speaking.
- The Shareholders/Members who do not wish to speak during the AGM but have queries may send their queries in advance 3 (three) days prior to the AGM mentioning their name, demat account number/folio number, e-mail ID, mobile number at compliance@sjsindia.com. The Company will give response to the queries suitably by email.

Shareholders/Members may note that the Company reserves the right to restrict the number of questions and number of speakers during the AGM, depending upon availability of time and for conducting the proceedings of the meeting smoothly. However, the Company will suitably respond to the questions which have remained unanswered during the meeting, over email.

D. INSTRUCTIONS FOR SHAREHOLDERS/ MEMBERS TO VOTE DURING THE AGM THROUGH INSTAMEET:

- Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, Shareholders/Members who have not exercised their vote through the remote e-Voting can cast the vote as under:

Sr. no.	Steps
1.	On the Shareholders/Members VC page, click on the link for e-Voting “Cast your vote”
2.	Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet and click on ‘Submit’.
3.	After successful login, you will see “Resolution Description” and against the same the option “Favour / Against” for voting

Sr. no.	Steps
4.	Cast your vote by selecting appropriate option i.e. "Favour / Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under "Favour/ Against".
5.	After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6.	Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

- Shareholders/Members, who will be present in the AGM through InstaMeet 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 facility during the meeting. Shareholders/Members who have voted through Remote e-voting prior to the AGM will be eligible to attend/ participate in the AGM through InstaMeet. However, they will not be eligible to vote again during the meeting.
- Shareholders/Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.
- Shareholders/Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.
- Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000 / 4918 6175

E. INSTRUCTIONS FOR THE SOFTWARE REQUIREMENTS AND OTHER GENERAL INSTRUCTIONS:

For a smooth experience of viewing the AGM proceedings of MUFG Intime India Pvt. Ltd. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

- Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/> OR
- If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:
 - Enter your First Name, Last Name and Email ID and click on Join Now.
 - If you have already installed the Webex application on your device, join the meeting by clicking on Join Now.
 - If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or Run a temporary application.
 - Click on Run a temporary application, an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now.

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F. INSTRUCTIONS PROCESS FOR THOSE SHAREHOLDERS/MEMBERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

Shareholders/Members who have not registered their e-mail addresses are requested to register the same with the Company's Registrars and Transfer Agents / Depository Participant(s) for sending future communication(s) in electronic form. The email addresses can be registered with the Depository Participant ("DP") in case the shares are held in electronic form and with the Registrar and Transfer Agent of the Company ("RTA") in case the shares are held in physical form.

For any assistance regarding share transfers, transmissions, change of address or bank mandates, duplicate / missing share certificates and other related matters, the RTA of the Company may be contacted at the following address:

MUFG Intime India Private Limited
C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai
- 400083. Tel.: 022 - 4918 6270/ 4918 6200 / 1800
1020 878
Fax: 022 - 4918 6060
Email: instameet@in.mpms.mufg.com

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 ANNEXED TO THE NOTICE OF THE TWENTY-FIRST AGM OF THE COMPANY IN RESPECT OF ITEM NO. 4, 5, 6, 7, 8 & 9 OF THE SAID NOTICE:

ITEM NO.4

Re-appointment of Mr. Sanjay Thapar (DIN: 01029851), as an Executive Director of the Company presently designated as “Group CEO” and approval for payment of managerial remuneration in excess of 5% of the net profits of the Company.

Mr. Sanjay Thapar is presently serving as the Executive Director and Group CEO of the Company. The Nomination & Remuneration Committee at its meeting held on 04th May, 2026 recommended and the Board at its meeting held on 05th May, 2026 approved his re-appointment as an Executive Director designated as Group CEO for a period of five years with effect from 12th July, 2026, subject to approval of the Members.

In his current role, he leads the Company’s strategy, mergers and acquisitions, business development, and finance functions, and has been instrumental in driving growth through key acquisitions, strengthening sales strategy, expanding the customer base, and developing new product offerings. He has also played a key role in shaping the Company’s product strategy and international expansion. Mr. Sanjay Thapar is also a Director on the Boards of SJS Decoplast Private Limited and Walter Pack Automotive Products India Private Limited (‘Material Subsidiaries’).

A brief profile of Mr. Sanjay Thapar along with detailed disclosure in terms of Regulation 36(3) of the Listing Regulations and Secretarial Standard - 2 on General Meetings

(SS-2) issued by the Institute of Company Secretaries of India, is given in Annexure-I of this Notice.

Further, Mr. Sanjay Thapar has confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 (‘Act’) and has given his consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members.

Pursuant to Section 197 of the Act, the remuneration payable to any one managing director; or whole-time director or manager shall not exceed 5% of the net profits of the company and if there is more than one such director remuneration shall not exceed 10% of the net profits to all such directors and manager taken together;

The Companies may pay remuneration exceeding the aforesaid limit, subject to the provisions of Schedule V to the Act, with the approval of the members of the Company in general meeting by way of Special Resolution.

The details of managerial remuneration vis-à-vis the limits prescribed under Sections 197 and 198 of the Act, are provided below for the information of Members:”

As per section 198 of Companies Act,2013

Particulars	As on 31 st March, 2026
Net profit as per section 198	₹ 1703.42 Mn
Individual maximum limit as per Section 197	
5% of the Net profit	₹ 85.17 Mn
Over all maximum limit as per Section 197	
10% of the Net profit	₹ 170.34 Mn

Note: The above figures are based on the audited financial statements for FY 2025-26 and are provided as a reference base.

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As per section 197 of Companies Act,2013

Amt in Mn						
Name of the Director	Maximum Limit %	Maximum Limit Amount (As per FY 26 financials)	Current Remuneration	ESOP Cost (Perquisites)	Total Remuneration	Remarks
Mr. Kevin K Joseph - Executive Director	5%	85.17	4.57	Nil	4.57	Within the statutory limit
Mr. K A Joseph - Managing Director	5%	85.17	32.10	Nil	32.10	Within the statutory limit
Mr. Sanjay Thapar – Group CEO & Executive Director	5%	85.17	32.10	57.61	89.71	Exceeding statutory limit
Overall Limit	10%	170.34	-	-	126.38	Within the statutory limit

Note: The proposed excess over the individual limit prescribed under Section 197 of the Companies Act, 2013 is primarily attributable to employee stock option related accounting perquisite valuation and does not represent equivalent cash payout.

Further it is informed that the proposed excess over the individual limit prescribed under Section 197 of the Act, is marginal in nature and is primarily attributable to accounting recognition of employee stock option related perquisite value. The Company has demonstrated consistent growth in revenue and profitability over the years. Based on the past financial performance of the Company, the Company expects that in FY 2026-27, the managerial remuneration payable to Mr. Sanjay Thapar would remain substantially aligned with the permissible limits under the Act. Nevertheless, as a matter of abundant caution and in line with good governance practices, the approval of the Members is being sought by way of Special Resolution.

In connection with the stock options granted to Mr. Sanjay Thapar under the SJS Enterprises – Employee Stock Option Plan – 2021 ('Scheme') and consequent to Mr. Sanjay Thapar, Executive Director of the Company, exercising stock options as and when they vest, along with un-exercised stock options as and when they vest, his remuneration shall exceed the prescribed limit of 5% of net profit of the Company as specified under section 197 of the Act.

Therefore, the approval of the members of the Company is sought for payment of managerial remuneration exceeding the prescribed limit of 5% of the net profits of the Company for a period of three financial years from 01st April, 2026 to 31st March, 2029.

The proposed remuneration and terms and conditions of appointment of Mr. Sanjay Thapar is as given below:

A. Salary: ₹ 32.10 Mn, p.a. The annual increments effective from 01st April, each year, to be determined by the Nomination and Remuneration Committee / Board of Directors based on the performance of the Director, the profitability of the Company and other relevant factors.

B. Benefits, Perquisites & Allowances: Details of Benefits, Perquisites and Allowances are as follows as per the Rules of the Company:

- ESOP Cost: ₹ 57.61 Mn
- Car facility with driver
- Telecommunication facility.
- Travelling allowances
- Mediclaime insurance premium.
- He will be entitled to reimbursement and all other expenses actually and properly incurred by him in the course of discharging official duties of the Company.

Mr. Sanjay Thapar shall not be entitled to sitting fees for attending the meetings of the Board of Directors or Committees thereof.

The Board and/or the Nomination and Remuneration Committee of the Company is authorised to determine the increments, if any during the subsequent years and the increments, allowances, bonus and shares grant shall be linked to achievement of targets set by the Company and the performance of the incumbent. The Nomination and

Remuneration Committee has reviewed the remuneration structure and confirmed that the same is aligned with the Company's performance, industry benchmarks and long-term shareholder value creation. Any variation to the terms and conditions of his appointment and remuneration, including basic salary, fixed remuneration, bonus, perquisites including shares grant and allowances, if any will be subject to review and approval of the Board and/or the Nomination and Remuneration Committee and the Shareholders (if applicable), in accordance with the applicable law, including the Act and SEBI Listing Regulations.

The Act and Secretarial Standard – 2 on General Meetings provides that the re-appointment and remuneration of Directors shall be subject to approval of the shareholders in a General Meeting. Accordingly, the Resolution at Item No. 4 in relation to re-appointment of Mr. Sanjay Thapar, as an Executive Director is proposed for approval of members by means of a Special Resolution

Mr. Sanjay Thapar is presently sixty-six years of age. The Board also noted that the proposed continuation ensures stability in leadership and continuity in execution of the Company's long-term strategic initiatives. In view of his vast industry experience, strong leadership capabilities, and invaluable contributions towards the growth and strategic direction of the Company, the Board of Directors believes that his continued association with the Company, even after attaining the age of seventy years, would be immensely beneficial to the Company. Accordingly, the Board recommends the re-appointment of Mr. Sanjay Thapar as an Executive Director of the Company by way of a Special Resolution.

Except Mr. Sanjay Thapar, being the appointee, none of the other Directors, Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the proposed resolution set out at Item No. 4 of the Notice.

The Board recommends the Special Resolution, as set out in Item No. 4 of the Notice, for approval by the Members.

ITEM NO.5

Re-appointment of Mr. Kevin K Joseph (DIN: 09206689), as an Executive Director of the Company

Mr. Kevin K Joseph is presently serving as the Executive Director on the board of the Company. His current term would come to an end on 19th July, 2026. Based on the

recommendation of the Nomination & Remuneration Committee at its meeting held on 04th May, 2026 and the Board, at its meeting held on 05th May, 2026, re-appointed Mr. Kevin, as an Executive Director of the Company with effect from 19th July, 2026 upto 18th July, 2031, subject to the approval of the members in the Annual General Meeting.

The approval sought under Item No. 5 is in relation to his executive role, tenure and remuneration as Executive Director of the Company, in addition to his re-appointment as a Director liable to retire by rotation under Item No. 3 of this Notice.

Mr. Kevin is associated with the Company since 2021 and at the Company, Mr. Kevin drives manufacturing excellence and product innovation, while overseeing day-to-day operations, including team management, inter-departmental coordination, and ensuring efficient functioning of the business activities.

A brief profile of Mr. Kevin along with detailed disclosure in terms of Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and Secretarial Standard - 2 on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), is given in Annexure-I to this Notice.

Further, Mr. Kevin has confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director in terms of Section 152 of the Companies Act, 2013 ('Act'), subject to re-appointment by the Members

The proposed remuneration and terms and conditions of appointment of Mr. Kevin K Joseph is as given below:

C. Salary: ₹ 4.57 Mn, p.a. The annual increments effective from 01st April each year, to be determined by the Nomination and Remuneration Committee / Board of Directors based on the performance of the Director, the profitability of the Company and other relevant factors.

D. Benefits, Perquisites & Allowances: Details of Benefits, Perquisites and Allowances are as follows as per the Rules of the Company:

1. Car facility with driver
2. Telecommunication facility.

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3. Travelling allowances
4. Mediclaim insurance premium.

He will be entitled to reimbursement and all other expenses actually and properly incurred by him in the course of discharging official duties of the Company.

Minimum Remuneration: In the absence of, or inadequacy of the profits in any financial year, the remuneration including the perquisites will be paid in accordance with the applicable provisions of Schedule V of the Act.

Maximum Remuneration: Except with the permission of the Members, the remuneration paid shall not exceed the limits specified under the provisions of Section 197 and other applicable provisions of the Act read with Schedule V of the Act.

Mr. Kevin Joseph shall not be entitled to sitting fees for attending the meetings of the Board of Directors or Committees thereof.

The Board and/or the Nomination and Remuneration Committee of the Company is authorised to determine the increments, if any during the subsequent years and the increments, allowances and bonus shall be linked to achievement of targets set by the Company and the performance of the incumbent. Any variation to the terms and conditions of his appointment and remuneration, including basic salary, fixed remuneration, bonus, perquisites including allowances, if any will be subject to review and approval of the Board and/or the Nomination and Remuneration Committee and the Shareholders (if applicable), in accordance with the applicable law, including the Act and SEBI Listing Regulations.

The Act and Secretarial Standard – 2 on General Meetings provides that the re-appointment and remuneration of Directors shall be subject to approval of the shareholders in a General Meeting. Accordingly, the Resolution at Item No. 5 in relation to re-appointment of Mr. Kevin Joseph, as an Executive Director is proposed for approval of members by means of a special resolution.

Considering his technical expertise, leadership capabilities, and significant contributions to the Company's operations and growth, the Board of Directors is of the view that his continued association would be beneficial to the Company. Accordingly, the Board recommends his re-appointment as an Executive Director of the Company.

Mr. Kevin K Joseph, being the appointee, and Mr. K A Joseph, being related to the appointee and part of the Promoter Group, may be deemed to be interested in the resolution set out at Item No. 5 of the Notice. Except as stated above, none of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Special Resolution, as set out in Item No. 5 of the Notice, for approval by the Members.

ITEM NO.:06

Re-appointment of Mrs. Veni Thapar (DIN: 01811724) as a Woman Independent Director of the Company

Mrs. Veni Thapar (DIN: 01811724) was appointed as an Independent Director of the Company for a term of five (5) consecutive years commencing from 12th July, 2021 up to 11th July, 2026 (both days inclusive). She currently serves as the Chairperson of the Audit Committee and the Nomination & Remuneration Committee, and is also a Member of the Corporate Social Responsibility Committee, Risk Management Committee, and Stakeholders Relationship Committee of the Company. Being eligible for re-appointment, the Board proposes her re-appointment for a second consecutive term as an Independent Director on the Board of the Company.

The performance evaluation of Mrs. Veni Thapar was conducted by the Board of Directors on the basis of various criteria as approved by the Nomination and Remuneration Committee and adopted by the Board. Accordingly, based on aforesaid performance evaluation, the Nomination and Remuneration Committee and the Board of Directors at its meetings held on 04th May, 2026 and 05th May, 2026 respectively, have recommended the re-appointment of Mrs. Veni Thapar as an Independent Director of the Company for a second term of 5 (five) years, from 12th July, 2026 upto 11th July, 2031, and she shall not be liable to retire by rotation. As per the provisions of Section 149 of the Companies Act, 2013 ('Act'), members' approval is required by way of Special Resolution for her re-appointment

The Board is of the opinion that Mrs. Veni Thapar continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in her role as an Independent Director of the Company and her continued association would be of immense benefit to the Company.

A brief profile of Mrs. Veni Thapar along with detailed disclosure in terms of Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and Secretarial Standard - 2 on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, is given in Annexure-I this Notice.

The Company has received a declaration from Mrs. Veni Thapar confirming that she continues to meet 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 Listing Regulations. In terms of Regulation 25(8) of the SEBI Listing Regulations, Mrs. Veni Thapar has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties and has also confirmed that she is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority.

In the opinion of the Board, Mrs. Veni Thapar fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and is independent of the Management.

Mrs. Veni Thapar is not related to any Director, Key Managerial Personnel, or Promoter of the Company. None of the Directors or Key Managerial Personnel of the Company and / or their relatives except Mrs. Veni Thapar, to whom the resolution relates, is in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Special Resolution, as set out in Item No. 6 of the Notice, for approval by the Members.

ITEM NO.07

Re-appointment of Mr. Ramesh Jain (DIN: 00038529) as an Independent Director of the Company

Mr. Ramesh Jain (DIN: 00038529) was appointed as an Independent Director of the Company, for a term of five (5) consecutive years commencing from 06th July, 2021 up to 05th July, 2026 (both days inclusive). He currently serves as a Member of the Audit Committee and the Nomination & Remuneration Committee of the Company. Being eligible for re-appointment, the Board proposes his re-appointment for a second term as an Independent Director on the Board of the Company.

The performance evaluation of Mr. Ramesh Jain was conducted by the Board of Directors on the basis of various criteria as approved by the Nomination and Remuneration Committee ('NRC') and adopted by the Board. Accordingly, based on aforesaid performance evaluation, the Nomination and Remuneration Committee and the Board of Directors at its meetings held on 04th May, 2026 and 05th May, 2026 respectively. Considering succession planning and the Company's phased board transition approach, the NRC & the Board recommended the re-appointment of Mr. Ramesh Jain as an Independent Director of the Company for a second term of 1 (one) year, from 06th July, 2026 upto 05th July, 2027, and he shall not be liable to retire by rotation. Mr. Ramesh Jain was born on 22nd December, 1946 and has attained the age of 79 years as on the date of this Notice. In terms of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), continuation of a Non-Executive Director who has attained the age of seventy-five years requires approval of the Members by way of Special Resolution. Accordingly, the said approval is being sought as part of this resolution. As per the provisions of Section 149 of the Companies Act, 2013 ('Act'), members' approval is required by way of Special Resolution for his re-appointment.

The proposed one-year continuation is intended to facilitate smooth board transition and continuity in governance oversight. The Board believes that his continued guidance and industry experience would continue to benefit the Company during the transition period. The Board is of the opinion that Mr. Ramesh continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in his role as an Independent Director of the Company and that his continued association would be of immense benefit to the Company.

The Nomination and Remuneration Committee has initiated the process for identification of a successor Independent Director, and the Board expects to complete the same well within the aforesaid one-year transition period.

A brief profile of Mr. Ramesh Jain along with detailed disclosure in terms of Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard - 2 on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, is given in Annexure-I this Notice.

The Company has received a declaration from Mr. Ramesh Jain confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act,

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read with the rules framed thereunder and Regulation 16(1) (b) of the SEBI Listing Regulations. In terms of Regulation 25(8) of the SEBI Listing Regulations, Mr. Ramesh Jain has confirmed 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 and has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority.

In the opinion of the Board, Mr. Ramesh Jain fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and is independent of the Management.

Mr. Ramesh Jain is not related to any Director, Key Managerial Personnel, or Promoter of the Company. None of the Directors or Key Managerial Personnel of the Company and / or their relatives except Mr. Ramesh Jain, to whom the resolution relates, is in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Special Resolution, as set out in Item No. 7 of the Notice, for approval by the Members.

ITEM NO.08

To approve the appointment of Mr. Randhir Singh Kalsi (DIN: 01453119) as an Independent Director of the Company

The Board of Directors at their meeting held on 05th May, 2026, based on the recommendation of the Nomination and Remuneration Committee at its meeting held on 04th May, 2026, appointed Mr. Randhir Singh Kalsi (DIN: 01453119) as an Additional Director (Independent) of the Company in terms of Section 161(1) of the Companies Act, 2013 ("Act") and who holds office up to the date of this Annual General Meeting.

Pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee, the Board

proposes the appointment of Mr. Randhir Singh Kalsi as an Independent Director of the Company for a term of 5 (five) consecutive years, commencing from 05th May, 2026 up to 04th May, 2031. During his tenure, he shall not be liable to retire by rotation.

Accordingly, approval of the shareholders is sought to comply with the SEBI Listing Regulations.

A brief profile of Mr. Randhir Singh Kalsi along with detailed disclosure in terms of Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard - 2 on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, is given in Annexure-I to this Notice.

The Company has received from Mr. Randhir Singh Kalsi (i) consents in writing to act as Directors in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Act and (iii) a declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. In terms of Regulation 25(8) of the SEBI Listing Regulations, Mr. Randhir Singh Kalsi has confirmed 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 and has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority. Mr. Kalsi does not hold any equity shares of the Company. Keeping in view his expertise and vast knowledge in leadership & change management, business strategy & innovation, startups & new business ventures, aftermarket parts & logistics, operations management, digital transformation, it will be in the interest of the Company to appoint Mr. Randhir Singh Kalsi as an Independent Director.

Mr. Randhir Singh Kalsi is not related to any Director, Key Managerial Personnel, or Promoter of the Company. None of the Directors or Key Managerial Personnel of the Company and / or their relatives except Mr. Randhir Singh Kalsi, to whom the resolution relates, is in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Special Resolution, as set out in Item No. 8 of the Notice, for approval by the Members.

ITEM NO.9**Ratification of Cost Auditor's Remuneration:**

Section 148 of the Companies Act, 2013 ("Act") read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 provides for:

- Appointment of a Cost Accountant in Practice, to conduct audit of cost records of a Company, by the Board of Directors on the recommendation of Audit Committee; and
- Ratification of remuneration payable to him by the Shareholders/Members of the Company.

In terms of the aforesaid provisions, the Board of Directors of the Company at its meeting held on 05th May 2026, based on the recommendation of Audit Committee has approved the appointment of M/s. PSV & Associates, Bengaluru, Cost Accountants (Registration Number: 000304), to conduct the audit of the cost records of the Company for the financial year ending 31st March 2027. The remuneration fixed for their appointment is ₹ 4,00,000 (Rupees Four Lacs only) plus applicable Goods and Services Tax (GST) and reimbursement of out-of-pocket expenses incurred in connection with the aforesaid audit.

In terms of the provisions of Section 148(3) of the Act read with Rule 14(a) (ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the Shareholders/Members of the Company.

Accordingly, consent of the Shareholders/Members is sought to ratify the remuneration payable to the Cost Auditors for the financial year ending 31st March 2027.

None of the Directors or KMP of the Company and their respective relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 9 of the accompanying Notice.

The Board recommends the Ordinary Resolution set out at Item No. 9 for the approval of the Shareholders/Members.

By Order of the Board
For **S.J.S. Enterprises Limited**

Thabraz Hushain. W

Company Secretary
& Compliance Officer

Membership No.: A51119

Place: Bengaluru
Date: 08th June, 2026

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ANNEXURE-1

Details of Directors seeking appointment/re-appointment at the 21st Annual General Meeting to be held on 04th July, 2026

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meeting (SS-2)]

Name of the Director	Mr. Sanjay Thapar	Mr. Kevin Joseph
DIN	01029851	09206689
Category	Executive Director	Executive Director
Date of Birth	08/01/1959	09/03/1992
Qualifications	Bachelor's degree In Science (Mechanical Engineering) from the Delhi College of Engineering, University of Delhi.	Bachelor's degree in Mechanical Engineering from the Visvesvaraya Technological University, Belgaum.
Experience and Expertise	Mr. Sanjay Thapar is the Group CEO and Executive Director of the Company with over 40 years of experience in the automotive industry. He began his career with Tata Engineering and Locomotive Company Limited (now Tata Motors Limited) and has held leadership positions with Minda HUF Limited, Minda Valeo Security Systems, and the Ashok Minda Group. He currently leads the strategy, M&A, business development, and finance functions of the Company and has played a key role in the acquisitions of SJS Decoplast Private Limited (formerly Exotech Plastics Private Limited) and Walter Pack Automotive Products India Private Limited. He has been instrumental in driving the Company's product strategy, customer relationships, new product development, and international business expansion. He also serves as a Director on the Boards of SJS Decoplast Private Limited and Walter Pack Automotive Products India Private Limited.	Mr. Kevin K. Joseph is the Executive Director of the Company and holds a bachelor's degree in Mechanical Engineering from Visvesvaraya Technological University, Belgaum. He began his career as a Design Engineer at Tata Elxsi in the passenger vehicles segment. At the Company, he leads manufacturing excellence, product innovation, and day-to-day operations, while overseeing cross-functional coordination to ensure operational efficiency and sustained competitiveness.
Disclosure of relationships between directors & KMP	None	Mr. Kevin K Joseph is an immediate relative of Mr. K A Joseph, the promoter & Managing Director of the Company.
List of the directorships held in other companies	<ol style="list-style-type: none"> 1. Sanders Consulting Private Limited 2. SJS Decoplast Private Limited 3. Walter Pack Automotive Products India Private Limited 4. Minda Instruments Limited 	Nil
Committee Membership/ Chairmanship in Boards of other Listed Companies	Nil	Nil
Listed entities from which the person has resigned in the past three years	Nil	Nil
Shareholding of non-executive directors [in the listed entity, including shareholding as a beneficial owner];	Not Applicable	Not Applicable

Name of the Director	Mr. Sanjay Thapar	Mr. Kevin Joseph
Date of first appointment on the Board	24 th September, 2015	19 th July, 2021
Number of Board meetings attended during the year 2025-26	06 out of 06	06 out of 06
Shareholding in S.J.S. Enterprises Limited as on 31 st March, 2026	3,87,505	100
In case of Independent Directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Kindly refer the Corporate Governance Report.	Kindly refer the Corporate Governance Report.

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Name of the Director	Mrs. Veni Thapar	Mr. Ramesh C Jain	Mr. Randhir Singh Kalsi
DIN	01811724	00038529	01453119
Category	Independent Director	Independent Director	Independent Director
Date of Birth	11/01/1971	22/12/1946	10/07/1959
Qualifications	Chartered Accountant, Institute of Chartered Accountants of India, Cost Accountant from the Institute of Cost Accountants of India, Bachelor's degree in Commerce (Honours) from the University of Delhi.	B.Tech (Hons.) in Mechanical Engineering from the Indian Institute of Technology Kharagpur	Bachelor's degree in Mechanical Engineering from Delhi College of Engineering (now Delhi Technological University).
Experience and Expertise	Mrs. Veni Thapar is an Independent Director of the Company. She holds a bachelor's degree in Commerce (Honours) from the University of Delhi and is a Chartered Accountant, Cost Accountant, and Certified Information Systems Auditor (CISA). She is presently a Senior Partner at V K Thapar & Company, Chartered Accountants. She also serves as an Independent Director on the Boards of many Companies, and is a member of the Investor Education and Protection Fund Authority. She has previously served on the Board of Governors of IICA.	Mr. Ramesh Chandra Jain is the Chairman and Lead Independent Director of the Company. He holds a B. Tech (Hons.) in Mechanical Engineering from Indian Institute of Technology Kharagpur and a Master's degree in Industrial Engineering and Administration from Cranfield University, UK. He has over 25 years of experience with the Eicher Group, where he retired as Group Vice Chairman, and was previously associated with Hindustan Aeronautics Limited. He has served on the boards of several reputed companies and has held leadership positions in industry bodies, including as President of the Tractor Manufacturers Association of India. He has also advised Government of India ministries and international organizations such as UNIDO and FAO on strategic matters.	Mr. Randhir Singh Kalsi is a Mechanical Engineering graduate from Delhi Technological University with over four decades of experience in the Indian automotive industry. He began his career with Tata Motors and spent nearly 40 years at Maruti Suzuki India Limited, where he held several senior leadership positions, including Senior Executive Director – Marketing & Sales and Member of the Executive Board. He has led pioneering initiatives such as Maruti Insurance, True Value, Maruti Driving Schools, and the launch of NEXA. He has also served in key industry leadership roles and has been recognized with several awards for his contributions to the automotive sector.
Disclosure of relationships between directors & KMP;	None	None	None
List of the directorships held in other companies	<ol style="list-style-type: none"> 1. Bandhan Bank Limited 2. RVR Corporate Consultancy Private Limited 3. Monedo Financial Services Private Limited 	<ol style="list-style-type: none"> 1. The Hi-Tech Robotic Systemz Limited 2. Indoi Systems Private Limited 3. SJS Decoplast Private Limited 4. Walter Pack Automotive Products India Private Limited 5. Novus Hi-Tech Robotic Systemz Private Limited 	<ol style="list-style-type: none"> 1. UNO Minda Limited; 2. Vardhman Special Steels Limited

Name of the Director	Mrs. Veni Thapar	Mr. Ramesh C Jain	Mr. Randhir Singh Kalsi
Committee Membership/ Chairmanship in Boards of other Listed Companies	Bandhan Bank Limited - Member in following Committees: a. Audit Committee b. Risk Management Committee and c. IT Strategy Committee	Nil	Vardhman Special Steels Limited - Member in following Committees: a. Nomination & Remuneration Committee
Listed entities from which the person has resigned in the past three years	Nil	Nil	Nil
Shareholding of non-executive directors [in the listed entity, including shareholding as a beneficial owner];	Nil	Nil	Nil
Date of first appointment on the Board	12 th July, 2021	06 th July, 2021	05 th May, 2026*
Number of Board meetings attended during the year 2025-26	06 out of 06	06 out of 06	Not Applicable
Shareholding in S.J.S. Enterprises Limited as on 31 st March 2026	Nil	Nil	Nil
In case of Independent Directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	As mentioned in the explanatory statement.	As mentioned in the explanatory statement.	As mentioned in the explanatory statement.

* Subject to approval of shareholders in the Annual General Meeting of the Company.

For further details, including the terms and conditions of appointment or re-appointment, remuneration of Directors, please refer to the Notice of the AGM and the Corporate Governance Report, which form part of this Annual Report

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INFORMATION AT A GLANCE:

S/N	Particulars	Details
1	Date and Time of AGM	Saturday, 04 th July, 2026, at 11:30 a.m. (IST)
2	Mode of Conduct	Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")
3	Link to participate in the AGM through VC/OAVM	https://instameet.in.mpms.mufg.com
4	Contact Details of MIPL for assistance before or during the AGM	Email: instameet@in.mpms.mufg.com Contact No: 022-4918 6000 / 4918 6175
5	Record Date for Final Dividend	Friday, 26 th June, 2026
6	Payment Date for Final Dividend	On or before 31 st July, 2026
7	Cut-off date to determine entitlement for e-voting	Saturday, 27 th June, 2026
8	E-voting start date and time	Wednesday, 01 st July, 2026 at 9.00 am IST
9	E-voting end date and time	Friday, 03 rd July, 2026 at 5.00 pm IST
10	Registration as speaker shareholder	Commences from Monday, 29 th June, 2026 (9:00 a.m. IST) to Wednesday, 01 st July, 2026 (5:00 p.m. IST). Please send the request from your registered e-mail ID and mention name, DP ID and Client ID/Folio No., PAN, Mobile No. in the e-mail sent for registration) Email Id: compliance@sjindia.com
11	Email ID and link to submit the form for TDS exemption	Last date to submit: 20 th June, 2026 (up to 7.00 p.m.) (IST) https://web.in.mpms.mufg.com/formsreg/submission-of-Form-121-41.html
12	Name, address and contact details of Registrar and Transfer Agent	MUFG Intime India Private Limited C-101, Embassy 247, L. B. S. Marg, Vikhroli (West), Mumbai - 400083. Tel No: +91 810 811 8484 Link to register queries: enotices@in.mpms.mufg.com Website: http://www.in.mpms.mufg.com/