

September 07, 2026

To,
The Deputy Manager
Department of Corporate Services
BSE Limited
P.J. Towers, Dalal Street, Fort
Mumbai - 400 001

Ref: Scrip Code 535647 (BSE-SME)

Dear Sir/ Madam,

Sub: Intimation under Regulation 30(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

In pursuance to Regulation 30(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the following intimation is being made that:

Notice is hereby given that the 18th Annual General Meeting of the Company is scheduled to be held on Wednesday, September 30, 2026, at 12.00 Noon at the Registered Office of the Company situated at 33/1, Wallajah Road, Chepauk, Chennai -600002. Please find enclosed the Notice of the 18th Annual General Meeting as Annexure I.

Kindly take the same on your record & oblige.

Thanking You,

Yours Faithfully,

For SDC TECHMEDIA LIMITED

FAYAZ USMAN FAHEED
(DIN: 00252610)
MANAGING DIRECTOR

SDC TECHMEDIA LIMITED

Formerly known as Onesource Techmedia Limited

No. 33/1, Wallajah Road, Chepauk, Chennai - 600 002. Tel : +91 44 2854 5757

E-mail : info@sdctech.in customercare@sdctech.in Website : www.sdctech.in

CIN : L72900TN2008PLC067982 An ISO 9001:2015 Certified Company

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 18TH ANNUAL GENERAL MEETING OF THE MEMBERS OF SDC TECHMEDIA LIMITED, WILL BE HELD ON WEDNESDAY, SEPTEMBER 30, 2026 AT 12.00 NOON AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 33/1, WALLAJAH ROAD, CHEPAUK, CHENNAI-600002 TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS:**ITEM NO. 1: ADOPTION OF FINANCIAL STATEMENTS:**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026 and the Reports of Board of Directors and Auditors thereon.

ITEM NO. 2: RE-APPOINTMENT OF MRS. SAMIA FAHEED (DIN: 02967081), RETIREMENT BY ROTATION:

To appoint a director in place of Mrs. Samia Faheed (DIN: 02967081), who retires by rotation at this Annual General Meeting and being eligible has offered herself for re-appointment.

ITEM No.3: APPOINTMENT OF STATUTORY AUDITORS:

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

“RESOLVED THAT pursuant to the provisions of section 139, 140, 141 and 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules 2014 as may be applicable, (including any statutory modification(s) or re-enactment thereof, for the time being in force) and pursuant to the recommendation of the Audit Committee and the Board of Directors, **M/s. Ray & Ray**, Chartered Accountants (Firm Registration No. 301072E), the retiring Auditors, be and are hereby appointed as Statutory Auditors of the Company to hold office of Statutory Auditors of the Company till the conclusion of the 23rd Annual General Meeting to be held in the FY 2031-2032 at such remuneration, out-of-pocket, travelling, etc, as may be mutually agreed between the Board of Directors of the Company and the Auditors;

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby severally authorised to do all such acts, deeds, matters and things and to execute all such documents as may be necessary, desirable or expedient for the purpose of giving effect to this resolution.”

SPECIAL BUSINESS:**ITEM NO. 4: APPOINTMENT OF MS. MEGHA SARAF AS INDEPENDENT DIRECTOR:**

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act 2013 and the Companies (Appointment and Qualification of Directors) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read along with Regulation 16 and 17 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, Ms. Megha Saraf (DIN 11365899), who was appointed w.e.f. November 14, 2025 as an Additional Director (Non-Executive Independent Director) of the company by the Board of Directors at their meeting held on November 14, 2025 and who ceases to hold office at this Annual General Meeting pursuant to Section 161 of the Companies Act, 2013 and who is eligible for appointment in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director (Non-Executive) of the company to hold office for a terms of consecutive 5 years, up to November 13, 2030.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby severally authorised to do all such acts, deeds, matters and things and to execute all such documents as may be necessary, desirable or expedient for the purpose of giving effect to this resolution.”

ITEM NO. 5: APPOINTMENT OF MS. KANCHAN JHAWAR AS INDEPENDENT DIRECTOR:

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act 2013 and the Companies (Appointment and Qualification of Directors) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 along with Regulation 16 and 17 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, Ms. Kanchan Jhawar (DIN 11701589), who was appointed w.e.f., May 07, 2026 as an Additional Director (Non-Executive Independent Director) of the company by the Board of Directors at their meeting held on May 07, 2026 and who ceases to hold office at this Annual General Meeting pursuant to Section 161 of the Companies Act, 2013 and who is eligible for appointment in respect of whom the Company has received a notice in writing under Section 160 of the Companies

Act, 2013 from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director (Non-Executive Director) of the company to hold office for a terms of consecutive 5 years, up to May 06, 2031.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby severally authorised to do all such acts, deeds, matters and things and to execute all such documents as may be necessary, desirable or expedient for the purpose of giving effect to this resolution.”

**By order of the Board of Directors
FOR SDC TECHMEDIA LIMITED**

**Sd/-
FAYAZ USMAN FAHEED
(DIN: 00252610)
MANAGING DIRECTOR**

Date : August 31, 2026

Place : Chennai

IMPORTANT NOTES:

1. The additional information as required under Listing Regulations and Circulars issued thereunder are annexed herewith.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company.

Corporate members intending to send their authorized representative to attend the meeting are requested to send a certified copy of the Board resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.

The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

3. **Members / proxies** should bring the duly filled Attendance slip enclosed herewith to attend the meeting. Shareholders are requested to tender their attendance slips at the registration counters at the venue of the AGM and seek registration before entering the meeting hall. The shareholder needs to furnish the printed 'attendance slip' along with a valid identity proof such as the PAN card, Passport, AADHAR card or Driving License, to enter the AGM hall.
4. The Register of Members and the Share Transfer books of the Company will remain closed from Thursday, September 24, 2026 to Wednesday, September 30, 2026 (both days inclusive), for the purpose of AGM.
5. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
6. The Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
7. Members holding shares in demat form are requested to submit/ update their KYC and nomination details with their respective Depository Participant ("DP"). The Company or its Registrars cannot act on any request received directly from the members holding share in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Members. Members holding shares in Physical form and desirous of either registering bank particulars or changing bank particulars already registered against their respective folios for payment of dividend are requested to write to the Company.
8. In accordance with the proviso to Regulation 40(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, effective from April 1, 2019, and SEBI notification dated January 24, 2022, transfers of securities of the Company including transmission and transposition requests shall not be processed unless the securities are held in the dematerialized form with a depository. Accordingly, Shareholders holding equity shares in physical form are urged to have their shares dematerialized so as to be able to freely transfer them, eliminate all risks associated with physical holding and participate in corporate actions.

9. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their Demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in Physical form can submit their PAN details to the Company.
11. Copies of the 18th Annual Report is being sent to all the Members via the permitted mode.
12. Members may also note that the 18th Annual Report will also be available on the Company's website www.sdctech.in for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office at Chennai for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post, free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: info@sdctech.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the Notice shall also be available on the website of CDSL (agency for providing the remote e-voting facility) i.e. www.evotingindia.com. Shareholders of the Company are urged to opt for e-communication to help the Company contribute to go-green initiative of this nation and the world for a better tomorrow.
13. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10.00 am to 6.00 pm) on all working days, up to and including the date of the Annual General Meeting of the Company.
14. No dividend has been proposed by the Board of Directors for the year ended 31st March, 2026.
15. Members seeking any information with regard to accounts are requested to write to the undersigned at the Corporate Office of the Company, at least 7 days in advance, so as to keep the information ready at the Meeting.
16. **The Additional Information, pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and the Secretarial Standard on "General Meetings" issued by the Institute of Company Secretaries of India in respect to the Director seeking re-appointment (Retirement by rotation) at the Annual General Meeting is as follows;**

Name of the Director	Mrs. Samia Faheed		
DIN	02967081		
Age	40 years		
Date of first appointment on the Board	February 21, 2018		
Education Qualifications	Mrs. Samia Faheed (DIN: 02967081) holds a Degree in B.Com from University of Karnataka and Diploma in Travelling & Tourism.		
Brief resume including expertise in specific functional areas	Mrs. Samia Faheed (DIN: 02967081) has vast experience and knowledge of functioning of various industries/sectors like, Information Technology, Media, Entertainment Industry, Consultancy, Infrastructure, FMCG and others. Her contribution to the growth of the Company is incomparable.		
Terms and conditions of appointment/re-appointment	Mrs. Samia Faheed (DIN: 02967081) is liable to retire by rotation at the Annual General Meeting of the Company and being eligible has offered herself for re-appointment.		
Details of remuneration sought to be paid	No remuneration was paid or is to be paid to Mrs. Samia Faheed in the Financial Year 2025-26 and FY 2026-27 respectively .		
Details of last remuneration paid	Not Applicable.		
Directorships held in other companies	Mrs. Samia Faheed (DIN: 02967081) holds Directorships in the following companies other than SDC Techmedia Limited:		
	Name of the Company	Date of Appointment	Designation
	UF Promoters Private Limited	15/12/2021	Director
	SDC I Networkz Private Limited	06/06/2022	Director
Memberships / Chairmanships of committees of other companies	Mrs. Samia Faheed (DIN: 02967081) does not hold any membership/chairmanship in Committees of Board in any other public company.		
Details of listed entities from which the person has resigned in the past three years	Mrs. Samia Faheed (DIN: 02967081) did not hold any Directorship/membership/chairmanship in Committees of Board in any other listed entity during the last three years.		

Disclosure of relationships between directors inter-se	Mrs. Samia Faheed (DIN: 02967081) is not related to any of the other Director(s) and KMP(s) of the Company except, Mr. Fayaz Usman Faheed (DIN: 00252610), Managing Director of the Company.
Number of meetings of the Board attended during the Financial year 2025-26	Mrs. Samia Faheed (DIN: 02967081) attended 6 (Six) Meetings of the Board of Directors during the Financial Year 2025-26.
Number of shares held in the Company (including shareholding as beneficial owner)	Mrs. Samia Faheed (DIN: 02967081) does not hold any Equity Shares in the Company.

17. The Additional Information, pursuant to Regulation 36(5) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 in respect to the re-appointment of Statutory Auditors is as follows;

Name of the Auditor	V RAMAN
Membership Number	019839
Name of the Audit Firm	Ray & Ray, Chartered Accountants
Registration No.	301072E
Terms of Appointment	For a consecutive period of 5 years. i.e., from the conclusion of the 18 th AGM till the conclusion of 23 rd AGM to be held in FY 2031-32.
Profile of the Audit Firm	M/s Ray & Ray, Chartered Accountants, is a reputed firm of Chartered Accountants with a multi-city presence across Kolkata, New Delhi, Mumbai, Bengaluru, and Chennai. The firm provides audit, assurance, taxation, and advisory services through a team of experienced partners and professionals and has extensive expertise in statutory audits, financial reporting, and regulatory compliance.
Proposed fees payable to the statutory auditor(s)	Rs. 6,00,000/- per year & out-of-pocket, travelling, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors. Further the Board of Directors of the Company has the rights to change the above stated Professional Fee in consultation with the Auditors.

18. In compliance with provisions of Section 108 of the Companies Act, 2013, along with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide e-voting facility to its shareholders to enable them to cast their vote electronically in the 18th Annual General Meeting (AGM). The business may be transacted through remote e-voting services provided by Central Depository Services (India) Limited (CDSL). Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

THE INSTRUCTIONS FOR MEMBERS FOR VOTING ELECTRONICALLY ARE AS UNDER:-

- (A) The voting period begins on Sunday, September 27, 2026 at 09.00 A.M. IST and ends on Tuesday, September 29, 2026 at 05.00 P.M. IST. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Wednesday, September 23, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (B) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (C) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the Demat account holders, by way of a single login credential, through their Demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(D) LOGIN METHOD FOR E-VOTING FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE:

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, on e-voting facility provided by Listed Companies, Individual shareholders holding securities in Demat mode are allowed to vote through their Demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their Mobile Number and Email ID in their Demat accounts in order to access the e-voting facility.

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	1. Users who have opted for CDSL Easi/Easiest facility, can login through their existing User ID and Password. Option will be made available to reach e-voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2. After successful login the Easi/Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4. Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN from an e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email ID as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.
Individual Shareholders holding securities in Demat mode with NSDL Depository	1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a Mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting services. Click on "Access to e-voting" under e-voting services and you will be able to see e-voting page. Click on Company name or e-voting service provider name and you will be re-directed to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" "Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 3. Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a Mobile. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit Demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on Company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.

	4. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp . You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in Demat mode) login through their Depository Participants (DP)	1. You can also login using the login credentials of your Demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. After successful login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in Demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with 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 210 9911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no 022 - 4886 7000 and 022 - 2499 7000

(E) LOGIN METHOD FOR E-VOTING FOR SHAREHOLDERS OTHER THAN INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE AND SHAREHOLDERS HOLDING SECURITIES IN PHYSICAL MODE:

- a. The shareholders should log on to the e-voting website, i.e., www.evotingindia.com.
- b. Click on "Shareholders" tab.
- c. Now Enter your User ID
 - For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Members holding shares in Physical form should enter Folio Number registered with the Company.
- d. Next enter the Image Verification as displayed and Click on Login.
- e. If you are holding shares in Demat mode and had logged on to www.evotingindia.com and voted on an earlier e-voting of any Company, then your existing password is to be used.
- f. If you are a first-time user follow the steps given below:

Particulars	For Members holding shares in Demat mode other than Individuals and Physical form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both Demat shareholders as well as Physical shareholders). • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field.

Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your Demat account or in the Company records in order to login. If both the details are not recorded with the Depository or Company please enter the member ID/folio number in the Dividend Bank details field as mentioned in instruction (s).
---	--

- g. After entering these details appropriately, click on "SUBMIT" tab.
- h. Members holding shares in Physical form will then directly reach the Company selection screen. However, members holding shares in Demat mode will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the Demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- i. For Members holding shares in Physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- j. Click on the EVSN for "SDC TECHMEDIA LIMITED" on which you choose to vote.
- k. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option "YES" implies that you assent to the Resolution and option "NO" implies that you dissent to the Resolution.
- l. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- m. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- n. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- o. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- p. If a Demat account holder has forgotten the login password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- q. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(F) FACILITY FOR NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS –REMOTE VOTING ONLY:

- a. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- b. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- c. After receiving the login details a Compliance User which should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- d. A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- e. Alternatively, Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@sdctech.in if they have voted from individual tab & not uploaded the same in the CDSL e-voting system for the scrutinizer to verify.

(G) PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES:

- a. For Physical shareholders: Please provide necessary details like Folio No., Name of the shareholder, scanned copy of the share certificate (Front and Back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company Email ID info@sdctech.in and/or RTA Email ID support@purvashare.com.
 - b. For Demat shareholders: Please update your Email ID & Mobile No. with your respective Depository Participant (DP).
 - c. For Individual Demat shareholders – Please update your Email ID & Mobile No. with your respective Depository Participant (DP) which is mandatory while e-voting & joining virtual meetings through Depository.
19. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e., Tuesday, September 23, 2026.
 20. The shareholders shall have one vote per equity share held by them as on the cut-off date i.e., Tuesday, September 23, 2026.
 21. The facility of e-voting would be provided once for every folio/client id, irrespective of the number of joint holders.
 22. Any person, who acquires shares of the Company and becomes a shareholder of the Company after dispatch of the Notice of AGM and holds shares as of the cut-off date i.e., September 23, 2026 may obtain the login ID and password by sending a request at evoting@cdslindia.com and helpdesk.evoting@cdslindia.com. However, if you are already registered with CDSL for remote e-voting, then you can use your existing User ID and Password for casting your vote. If you forget your password, you can reset the password by using 'Forgot User Details/Password' option available on www.evotingindia.com.
 23. A member may participate in the AGM even after exercising his right to vote through remote e-voting; but shall not be allowed to vote again at the AGM.
 24. The facility for voting through ballot will also be made available at the AGM, and members attending the AGM who have not already cast their vote by remote e-voting will be able to exercise their right at the AGM. Shareholders who have not cast their vote electronically, by remote e-voting may cast their vote at the AGM through ballot paper.
 25. At the end of the discussion at the AGM, on the resolutions on which voting is to be held, the Chairman shall, with the assistance of the Scrutinizer, order voting through ballot paper for all those members who are present but have not cast their votes electronically using the remote e-voting facility.
 26. Scrutiny of the Voting Process:
 - a) The Board of Directors have appointed **M/s. Jain Sonesh & Associates, Practising Company Secretaries** represented by its Proprietor Mr. Sonesh Jain (Certificate of Practice No. 11865 & Membership No. F9627) as a scrutinizer to scrutinize the voting process (both electronic and physical) in a fair and transparent manner.
 - b) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in employment of the Company. The Scrutinizer shall submit a consolidated Scrutinizer's Report of the total votes cast in favour of or against, if any, within two working days of conclusion of the AGM to the Chairman of the Annual General Meeting. The Chairman, or any other person authorized by the Chairman, shall declare the results of the voting forthwith.
 - c) The results, along with the Scrutinizer's Report, will be placed on the Company's website, www.sdctech.in and on the website of CDSL immediately after the result is declared by the Chairman or any other person authorized by the Chairman, and the same shall be communicated to the BSE Ltd.

**By order of the Board of Directors
FOR SDC TECHMEDIA LIMITED**

**Sd/-
FAYAZ USMAN FAHEED
(DIN: 00252610)
MANAGING DIRECTOR**

**Date : August 31, 2026
Place : Chennai**

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No 4: APPOINTMENT OF MS. MEGHA SARAF AS INDEPENDENT DIRECTOR:

The Board of Directors of the Company at the meeting held on November 14, 2025 on the recommendation of the Nomination and Remuneration Committee of the Company, appointed Ms. Megha Saraf (DIN 11365899) as the Additional Director (Non-Executive Independent Director) of the Company with effect from November 14, 2025 to hold office till the conclusion of this Annual General Meeting.

In terms of provisions of Section 149 and any other applicable provisions of the Companies Act, 2013, he being eligible and seeks appointment as Independent Director (Non-Executive) of the Company terms of consecutive 5 years, up to November 13, 2030.

The brief profile of Ms. Megha Saraf (DIN 11365899) and other requisite details, pursuant to the provisions of the Secretarial Standard on General Meeting (SS-2), issued by the Institute of Company Secretary of India is as follows:

Name of the Director	Mrs. Megha Saraf
DIN	11365899
Age	37
Date of first appointment on the Board	November 14, 2025
Education Qualifications	Mrs. Megha Saraf (DIN: 11365899) holds a Degree of Company Secretary from the Institute of Company Secretary of India.
Brief resume including expertise in specific functional areas	Mrs. Megha Saraf (DIN: 11365899) is a qualified Company Secretary, member of the Institute of Company Secretaries of India. She has a work experience of 11 years in the field of Corporate Law and Finance.
Terms and conditions of appointment/ re-appointment	Mrs. Megha Saraf (DIN: 11365899) is being appointed as Independent Director for a terms of consecutive 5 years, up to November 13, 2030.
Details of remuneration sought to be paid	Not Applicable
Details of last remuneration paid	Not Applicable.
Directorships held in other companies	She does not hold Directorships in the any companies other than SDC Techmedia Limited.
Memberships / Chairmanships of committees of other companies	She does not hold any membership/chairmanship in Committees of Board in any public company
Details of listed entities from which the person has resigned in the past three years	She did not hold any Directorship/membership/chairmanship in Committees of Board in any other listed entity during the last three years.
Disclosure of relationships between directors inter-se	Mrs Megha Saraf (DIN: 11365899 is not related to any of the other Director(s) and KMP(s) of the Company.
Number of meetings of the Board attended during the Financial year 2025-26	She attended (1) Meetings of the Board of Directors during the Financial Year 2025-26.
Number of shares held in the Company (including shareholding as beneficial owner)	She does not hold any Equity Shares in the Company.

The Company has received from Mrs. Megha Saraf (DIN: 11365899):

- Consent in writing to act as an Intendent Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014,
- Intimation of Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under Sub-Section (2) of Section 164 of the Companies Act, 2013 and
- A declaration to the effect that she meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013.

As per the said Section 149 (11) of the Companies Act, 2013 an Independent Director can hold office for a term up to 5 (five) consecutive years for two consecutive terms on the Board of a company and he shall not be included in the total number of directors for retirement by rotation.

The Board, based on the evaluation of the profile of Mrs. Megha Saraf (DIN: 11365899), considers that, given her professional background and experience, her appointment as an Independent Director would be beneficial to the Company. Accordingly, it is proposed to appoint Mrs. Megha Saraf (DIN: 11365899), as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) consecutive years, upto November 13, 2030.

In the opinion of the Board of Directors, Mrs. Megha Saraf (DIN: 11365899), proposed to be appointed, fulfils the conditions specified in the Act and the Rules made thereunder and she is Independent of the Management and possesses appropriate skills, experience, knowledge and capabilities required for the role of Independent Director. A copy of the draft letter for appointment of Mrs. Megha Saraf (DIN: 11365899), as an Independent Director setting out the terms and conditions is available for inspection without any fee by the members at the Company's registered office during normal business hours on working days up to the date of Annual General Meeting.

The Board recommends the resolution in relation to appointment of Mrs. Megha Saraf (DIN: 11365899), as an Independent Director, for the approval by the shareholders of the company to be passed by way of an **Ordinary Resolution**.

None of the director, key managerial personnel or their relatives, except Mrs. Megha Saraf (DIN: 11365899), to whom the resolution relates, is interested or concerned in the resolution.

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

Item No 5: APPOINTMENT OF MS. KANCHAN JHAWAR AS INDEPENDENT DIRECTOR:

The Board of Directors of the Company at the meeting held on May 07, 2026 on the recommendation of the Nomination and Remuneration Committee of the Company, appointed Ms. Kanchan Jhawar (DIN 11701589) as the Additional Director (Non-Executive Independent Director) of the Company with effect from May 07, 2026 to hold office till the conclusion of this Annual General Meeting.

In terms of provisions of Section 149 and any other applicable provisions of the Companies Act, 2013, he being eligible and seeks appointment as an Independent Director (Non-Executive) of the Company terms of consecutive 5 years, up to May 06, 2031.

The brief profile of Ms. Kanchan Jhawar (DIN 11701589) and other requisite details, pursuant to the provisions of the Secretarial Standard on General Meeting (SS-2), issued by the Institute of Company Secretary of India is as follows:

Name of the Director	Ms. Kanchan Jhawar (DIN 11701589)
DIN	11365899
Age	37
Date of first appointment on the Board	May 07, 2026
Education Qualifications	Ms. Kanchan Jhawar (DIN 11701589) holds a Degree of Company Secretary from the Institute of Company Secretary of India.
Brief resume including expertise in specific functional areas	Ms. Kanchan Jhawar (DIN 11701589) is a qualified Company Secretary, member of the Institute of Company Secretaries of India. She has a work experience of 11 years in the field of Corporate Law and Finance.
Terms and conditions of appointment/ re-appointment	Ms. Kanchan Jhawar (DIN 11701589) is being appointed as Independent Director for a terms of consecutive 5 years, up to May 06, 2031.
Details of remuneration sought to be paid	Not Applicable
Details of last remuneration paid	Not Applicable.
Directorships held in other companies	She does not hold Directorships in the any companies other than SDC Techmedia Limited.
Memberships / Chairmanships of committees of other companies	She does not hold any membership/chairmanship in Committees of Board in any public company
Details of listed entities from which the person has resigned in the past three years	She did not hold any Directorship/membership/chairmanship in Committees of Board in any other listed entity during the last three years.
Disclosure of relationships between directors inter-se	Ms. Kanchan Jhawar (DIN 11701589) is not related to any of the other Director(s) and KMP(s) of the Company.
Number of meetings of the Board attended during the Financial year 2025-26	Not Applicable
Number of shares held in the Company (including shareholding as beneficial owner)	She does not hold any Equity Shares in the Company.

The Company has received from Ms. Kanchan Jhawar (DIN 11701589):

- Consent in writing to act as an Intendent Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014,
- Intimation of Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under Sub-Section (2) of Section 164 of the Companies Act, 2013 and
- A declaration to the effect that she meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013.

As per the said Section 149 (11) of the Companies Act, 2013 an Independent Director can hold office for a term up to 5 (five) consecutive years for two consecutive terms on the Board of a company and he shall not be included in the total number of directors for retirement by rotation.

The Board, based on the evaluation of the profile of Ms. Kanchan Jhawar (DIN 11701589), considers that, given her professional background and experience, her appointment as an Independent Director would be beneficial to the Company.

Accordingly, it is proposed to appoint Ms. Kanchan Jhawar (DIN 11701589), as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) consecutive years, upto May 06, 2031.

In the opinion of the Board of Directors, Ms. Kanchan Jhawar (DIN 11701589), proposed to be appointed, fulfils the conditions specified in the Act and the Rules made thereunder and she is Independent of the Management and possesses appropriate skills, experience, knowledge and capabilities required for the role of Independent Director. A copy of the draft letter for appointment of Ms. Kanchan Jhawar (DIN 11701589), as an Independent Director setting out the terms and conditions is available for inspection without any fee by the members at the Company's registered office during normal business hours on working days up to the date of Annual General Meeting.

The Board recommends the resolution in relation to appointment of Ms. Kanchan Jhawar (DIN 11701589), as an Independent Director, for the approval by the shareholders of the company to be passed by way of an **Ordinary Resolution**.

None of the director, key managerial personnel or their relatives, except Ms. Kanchan Jhawar (DIN 11701589), to whom the resolution relates, is interested or concerned in the resolution.

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

**By order of the Board of Directors
FOR SDC TECHMEDIA LIMITED**

**Sd/-
FAYAZ USMAN FAHEED
(DIN: 00252610)
MANAGING DIRECTOR**

**Date : August 31, 2026
Place : Chennai**

(The rest of the page is intentionally left blank)