

# SIL Investments Limited

CIN No.-L17301RJ1934PLC002761

Registered Office: Pachpahar Road, Bhawanimandi - 326 502 (Rajasthan)

Tel.: (07433) 222082; Fax: (07433) 222916; Mob.: 0976948106

E-mail: investor.grievances@silinvestments.in; Website : www.silinvestments.in

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07<sup>th</sup> July, 2026

<b>BSE Ltd.</b> Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai 400 001. <b>Scrip Code: 521194</b>	<b>National Stock Exchange of India Ltd.</b> Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. C/1, G-Block, Bandra - Kurla Complex, Bandra (E), Mumbai 400 051. <b>Scrip Code: SILINV</b>
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Dear Sirs / Madam,

## **Sub: Notice of 92<sup>nd</sup> Annual General Meeting of the Company**

This is further to our letter dated 30<sup>th</sup> June, 2026 wherein the Company had informed that the Annual General Meeting (AGM) of the Company is scheduled to be held on Friday, 31<sup>st</sup> July, 2026 through Video Conference / Other Audio-Visual Means, in accordance, with the relevant circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI).

We are submitting herewith the Notice of AGM for the financial year 2025-26, which is also being sent through electronic mode to the Members.

Further, in terms with Regulation 36(1)(b) of the Listing Regulations, 2015, the Company has issued letters to those Shareholders whose e-mail addresses are not registered with the Company / Depository Participants, providing the web-link from where the AGM Notice and Annual Report can be accessed on the Company's Website.

The same is also available on the Company's website at [www.silinvestments.in](http://www.silinvestments.in)

You are requested to take note of the same.

Thanking you.

Yours faithfully  
For **SIL Investments Limited**

Lokesh Gandhi  
Company Secretary and Compliance Officer

Encl.: a/a

## SIL INVESTMENTS LIMITED

(CIN: L17301RJ1934PLC002761)

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Tel. No.: (07433) 222082 Fax: (07433) 222916

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**NOTICE** is hereby given that the Ninety Second Annual General Meeting of the Members of SIL Investments Limited, will be held on Friday, 31<sup>st</sup> July, 2026 at 3.00 p.m. through Video Conference (VC) or any Other Audio-Visual Means (OAVM) to transact the following business:

### A. AS ORDINARY BUSINESS:

1. To receive, consider and adopt the standalone Audited Financial Statements of the Company as at 31<sup>st</sup> March, 2026, together with the Reports of the Auditors and Directors thereon.
2. To receive, consider and adopt the consolidated Audited Financial Statements of the Company as at 31<sup>st</sup> March, 2026, together with the Reports of the Auditors thereon.
3. To declare Dividend, if any.
4. To appoint a Director in place of Mr. C. S. Nopany (DIN - 00014587) who retires by rotation and being eligible, offers himself for re-appointment.

### B. AS SPECIAL BUSINESS:

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:

**"RESOLVED THAT** pursuant to Regulations 2(1)(zc), 23(4) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations, 2015") read with Industry Standards on related party transactions notified by SEBI (as amended till date), the applicable provisions of the Companies Act, 2013 ("Act") read-with rules made thereunder, any other applicable rules, regulations, guidelines and other provisions of law, if any, (including any statutory modification(s) or amendment(s) or re-enactment thereof for the time being in force) and in accordance with the Company's policy on dealing with Related Party Transactions and based on the approval of the Audit Committee and recommendation of the Board of Directors, approval of the Members of the Company be and is hereby accorded to the Company to enter into loan contracts / arrangements / transactions, deemed to be "Material Related Party Transactions", with entities / Qualified Bodies Corporate, the related parties from time to time, within the overall limits and on the terms and conditions, the details of which are more particularly set out in the Explanatory Statement of this Notice and the said approval shall remain valid upto the next Annual General Meeting of the Company, subject to such contract(s) / arrangement(s) / transaction(s) being carried out at arm's length and in the ordinary course of business of the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as they may deem fit in their absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

**RESOLVED FURTHER THAT** all actions taken by the Board, or any person so authorized by the Board, in connection with any matter referred to or contemplated in this resolution, be and are hereby approved and confirmed in all respects.

**RESOLVED FURTHER THAT** any one Director or Company Secretary of the Company be and is hereby authorized to file necessary forms with the Registrar of Companies in this regard."

By order of the Board  
For SIL Investments Limited

**Lokesh Gandhi**

Company Secretary and Compliance Officer  
Membership No.: F9053

Place: Kolkata

Date: 12<sup>th</sup> May, 2026

NOTES FOR MEMBERS' ATTENTION

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the Act) relating to the business at Item No. 5 to be transacted at the 92<sup>nd</sup> Annual General Meeting (AGM) as set out in the Notice, is annexed hereto.
2. The Ministry of Corporate Affairs (MCA), in continuation to previous Circulars has further extended the relaxation of convening the AGM through Video Conference (VC) / Other Audio-Visual Means (OAVM) vide Circular dated 22<sup>nd</sup> September, 2025. In view of this, the 92<sup>nd</sup> AGM is being conducted through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company. National Securities Depositories Limited (NSDL) will be providing the facility for voting through remote e-Voting, for participation in the AGM through VC / OAVM facility and e-Voting during the AGM. The procedure for participating in the meeting through VC / OAVM is explained in note no. 15 below and is also available on the website of the Company at [www.silinvestments.in](http://www.silinvestments.in).
3. As the AGM shall be conducted through VC / OAVM, the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice. However, in terms of the provisions of Sections 112 and 113 of the Act read with the said Circulars, Corporate Members are entitled to appoint their authorized representatives to attend the AGM through VC / OAVM on their behalf and participate thereat, including casting votes by electronic means.
4. The Annual Report including Notice of the 92<sup>nd</sup> AGM of the Company inter alia indicating the process and manner of e-Voting is being sent by email, to all the Members whose email IDs are registered with the Company / Depository Participant(s) (DPs) for communication purposes and to all other persons so entitled. For those Members whose email IDs are not registered, a letter providing the details of the web-link from where the Annual Report and Notice of the AGM can be accessed is being sent via post / courier. Further, in terms of the applicable provisions of the Act, Listing Regulations, 2015 read with the said Circulars issued by MCA and SEBI, the Annual Report including Notice of the 92<sup>nd</sup> AGM of the Company will be available on the website of the Company at [www.silinvestments.in](http://www.silinvestments.in). The same can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com), National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and from the website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
5. Particulars pursuant to Regulation 36(3) of Listing Regulations, 2015 and Secretarial Standard - 2 on General Meetings, issued by The Institute of Company Secretaries of India, pertaining to the Director being re-appointed is annexed hereto to this notice.
6. Members are requested to send all their documents and communications pertaining to shares to **MUFG Intime India Pvt. Ltd.**, Registrar and Share Transfer Agent (RTA) of the Company at their address C-101, Embassy 247, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai - 400083, Contact details: +91 8108116767, [investor.helpdesk@in.mpms.mufg.com](mailto:investor.helpdesk@in.mpms.mufg.com), for both physical and demat segment of Equity Shares. Please quote on all such correspondence - "Unit - SIL Investments Limited".
7. Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with RTA in case the shares are held by them in physical form.
8. 'SWAYAM' – Member Self-Service Portal  
The RTA of the Company has launched 'SWAYAM', Members Self-Service Portal, designed exclusively for the Members serviced by the RTA of the Company.  
'SWAYAM' is a secure, user-friendly platform that empowers Members to effortlessly access information through a dashboard and avail various services in digital mode. Following are the key features and benefits of 'SWAYAM' Portal:
  - Updated status on electronic holdings across various companies serviced by the RTA and its subsidiaries.
  - Tracking of corporate actions.
  - Generate and track service requests / complaints raised on this portal.
  - Members holding shares in physical form can register on the said Portal only after updating their KYC details.The Members can visit and access the 'SWAYAM' Portal at <https://swayam.in.mpms.mufg.com>
9. As per the provisions of Section 72 of the Act, facility for making nomination is available to individuals holding shares in the Company. Members holding shares in physical form who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If the Member desires to opt-out or cancel the earlier nomination and record a fresh nomination, the Member may submit the same in Form ISR- 3 or Form SH-14, as the case may be. Members may download the said Forms from the Company's website under the weblink at <https://www.silinvestments.in/ImportantAnnouncementforPhysicalShareholders.aspx>  
Members are requested to submit the said form to their DPs in case the shares are held in electronic form and to the RTA at [investor.helpdesk@in.mpms.mufg.com](mailto:investor.helpdesk@in.mpms.mufg.com) in case the shares are held in physical form, quoting their folio no(s).

10. Pursuant to various SEBI Circulars, Members holding shares in physical form are required to furnish / update their PAN, KYC details, bank account details and nomination particulars.

The investor service requests forms for updation of PAN, KYC, Bank details and Nomination viz., Forms ISR-1, ISR-2, ISR-3, SH-13, SH-14 and the said SEBI circular are available on our website [www.silinvestments.in](http://www.silinvestments.in). In view of the above, we urge the Members to submit the Investor Service Request form along with the supporting documents to the Company / RTA at the earliest.

In accordance with above SEBI circulars, the Company has sent / will be sending out intimations to those Members, holding shares in physical form, whose PAN, KYC and / or Nomination details are not updated, requesting them to update the details.

Members who hold shares in dematerialized form and wish to update their PAN, KYC, Bank details and Nomination, are requested to contact their respective DPs.

11. Members may please note that SEBI vide its various circulars has mandated Listed Companies to issue securities in demat form only while processing service requests viz. issue of duplicate securities certificate; claim from Unclaimed Suspense Account; renewal / exchange of securities certificate; endorsement; sub-division / splitting of securities certificate; consolidation of securities certificates / folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR - 4, the format of which is available on the Company's website under the weblink at

<https://www.silinvestments.in/pdfs/ImportantAnnouncementforPhysicalShareholders/6.%20FORM-ISR-4.pdf>

Members holding equity shares of the Company in physical form are requested to kindly get their equity shares converted into demat / electronic form to get inherent benefits of dematerialization and also considering that physical transfer of equity shares / issuance of equity shares in physical form have been disallowed by SEBI.

Further, pursuant to the SEBI Circular dated 30<sup>th</sup> January 2026, effective from 02<sup>nd</sup> April 2026, the issuance of a Letter of Confirmation has been discontinued. Accordingly, Members submitting service requests are required to comply with the revised procedural requirements and submit the prescribed documents and information, as applicable, in accordance with the aforesaid SEBI Circular.

12. Members are requested:
- To quote their folio number / DP ID and Client ID in all correspondence.
  - To intimate changes, if any, about their name, postal address, e-mail address, telephone / mobile numbers, PAN, power of attorney registration, Bank Mandate details, etc. to their DPs in case the shares are held in electronic form and to the RTA in case the shares are held in physical form, in prescribed Form No. ISR-1 and other forms, quoting their folio number and enclosing the self-attested supporting document. Further, Members may note that SEBI has mandated the submission of PAN by every participant in the securities market.
13. SEBI vide circular nos. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/131 dated 31<sup>st</sup> July, 2023 (updated as on 20<sup>th</sup> December, 2023), had issued guidelines towards an additional mechanism for investors to resolve their grievances by way of Online Dispute Resolution ('ODR') through a common ODR portal. Pursuant to above mentioned circulars, post exhausting the option to resolve their grievance with the Company / its RTA directly and through existing SCORES platform, the Members can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through our website at <https://www.silinvestments.in/>. Members can access the SEBI Circulars on the website of SEBI at <https://www.sebi.gov.in/> and the same are also available on the website of the Company at <https://www.silinvestments.in>
14. SEBI vide its Circular dated 06<sup>th</sup> February 2026, has simplified the process and documentation requirements for issuance of duplicate share certificates. Duplicate share certificates shall be issued only in dematerialized form. Members may refer to the FAQs and relevant forms available on the website of the Company's RTA, MUFG Intime India Private Limited at <https://web.in.mpms.mufg.com/faq.html>, for details of the applicable procedure and documentation requirements.
15. PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM
- Members will be provided with a facility to attend the AGM through VC / OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under Members login by using the remote e-Voting credentials. The link for VC / OAVM will be available in Members login where the EVEN of Company will be displayed. Please note that Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice. Further, Members can also use the OTP based login for logging into the e-Voting system of NSDL.

- II. The Members can join the AGM in the VC/OAVM mode 30 minutes before the scheduled time of commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- III. The attendance of Members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- IV. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before 17<sup>th</sup> July, 2026, by 5.00 p.m. through email on investor.grievances@silinvestments.in. The same will be replied by / on behalf of the Company suitably. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.

16. The instructions and other information relating to voting through electronic means is given hereunder:

#### VOTING THROUGH ELECTRONIC MEANS

- I. In compliance with provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of Listing Regulations, 2015 (as amended), the Company is pleased to provide Members with the facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means and the business may be transacted through e-Voting. The Company has engaged the services of National Securities Depository Limited (NSDL), who will provide the e-Voting facility of casting votes to a Member using remote e-Voting system as well as e-Voting during the proceeding of the AGM (e-Voting at the AGM).
- II. The Members who have cast their vote by remote e-Voting prior to the AGM can also attend the AGM but shall not be entitled to cast their vote again. Only those Members, who will be present at the AGM through VC / OAVM facility and who would not have cast their vote by remote e-Voting prior to the AGM and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system at the AGM.
- III. The remote e-Voting period commences on 27<sup>th</sup> July, 2026 (9:00 am) and ends on 30<sup>th</sup> July, 2026 (5:00 pm). During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of 24<sup>th</sup> July, 2026, may cast their vote by remote e-Voting. The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
- IV. The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:





##### Step 1: Access to NSDL e-Voting system

##### A. Login method for e-Voting and joining virtual meeting for Individual Members holding securities in demat mode

In terms of SEBI circular dated 09<sup>th</sup> December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of Members	Login Method
Individual Members holding securities in demat mode with NSDL	1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a> . You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of Members	Login Method
	<ol style="list-style-type: none"> <li data-bbox="512 242 1198 519">2. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the <b>"Beneficial Owner"</b> icon under <b>"Login"</b> which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on <b>"Access to e-Voting"</b> under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting.</li> <li data-bbox="512 528 1198 602">3. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select <b>"Register Online for IDeAS Portal"</b> or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li data-bbox="512 611 1198 916">4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 held 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li data-bbox="512 925 1198 981">5. Members can also download NSDL Mobile App <b>"NSDL Speede"</b> facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <p data-bbox="697 990 1016 1012" style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div data-bbox="697 1027 1016 1060" style="text-align: center;">   </div> <div data-bbox="725 1073 988 1166" style="text-align: center;">   </div>
Individual Members holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li data-bbox="512 1188 1198 1336">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 logging through Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon and select My Easi New Tab and then use your existing My Easi username and password.</li> <li data-bbox="512 1345 1198 1548">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 and voting during the meeting. Additionally, there are 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.</li> <li data-bbox="512 1557 1198 1628">3. If the user is not registered for Easi / Easiest, option to register is available on the CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and users may click on login and then select My Easi New Tab and then click on registration option.</li> </ol>

Type of Members	Login Method
	4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from the e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile and Email 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 will also be able to directly access the system of all e-Voting Service Providers.
Individual Members (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL / CDSL for e-Voting facility. Upon 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 options available against company name or <b>e-Voting service provider-NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting.

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

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

Login type	Helpdesk details
Individual Members holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Members holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or call at toll free no. 1800 21 09911

**B. Login method for e-Voting and joining virtual meeting for Members other than Individual Members holding securities in demat mode and Members holding securities in physical mode**

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders / Member' section.
3. A new screen will open. You will have to enter your User ID, your Password / OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services i.e. IDeAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

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

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

#### **Step 2: Cast your vote electronically and join AGM on NSDL e-Voting system**

##### **How to cast your vote electronically and join AGM on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of the company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC / OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify / modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **General Guidelines for Members**

1. Institutional Members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF / JPG format) of the relevant Board Resolution / Authority letter, etc. of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by email to [rajendra@csmco.in](mailto:rajendra@csmco.in) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional Members (i.e. other than individuals, HUF, NRI, etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their Login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-Voting user manual for Members available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre at [evoting@nsdl.com](mailto:evoting@nsdl.com)

**Procedure to be followed by those Members whose email ids are not registered with the depositories for procuring user id and password and registration of email ids for e-Voting for the resolutions set out in this Notice:**

1. In case shares are held in physical mode, Members are requested to provide duly filled and signed Form ISR 1 alongwith self-attested copy of the PAN card and self-attested copy of any document (eg. Aadhaar Card, Driving License, Voter Identity Card, Passport) in support of the address of the Member, to **MUFG Intime India Pvt. Ltd.**, at their address C-101, Embassy 247, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai - 400083, Contact details: +91 8108116767, [investor.helpdesk@in.mpms.mufg.com](mailto:investor.helpdesk@in.mpms.mufg.com)
2. In case shares are held in demat mode, Members are requested to register / update their email addresses with the relevant Depository Participants (DP).
3. If you are an Individual Member holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual Members holding securities in demat mode.**
4. Alternatively, Members may send an email request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for obtaining User ID and Password for e-Voting by providing the details mentioned in Point (1) or (2) as the case may be.
5. In terms of SEBI circular dated 09<sup>th</sup> December, 2020 on e-Voting facility provided by Listed Companies, Individual Members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**Instructions for Members for e-Voting at the AGM:**

- i. The procedure for e-Voting at the AGM is same as the instructions mentioned above for remote e-Voting.
- ii. As mentioned hereinabove, only those Members, who will be present at the AGM through VC / OAVM facility and who would not have cast their vote by remote e-Voting prior to the AGM and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system at the AGM.
- iii. Members who have voted through remote e-Voting will be eligible to attend the AGM and their presence shall be counted for the purpose of quorum, however such Members shall not be entitled to cast their vote again at the AGM.
- iv. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-Voting.

**Instructions for Members for attending the AGM through VC / OAVM are as under:**

1. Members will be provided with a facility to attend the AGM through VC / OAVM through the NSDL e-Voting system. **Members may access by following the steps mentioned above for Access to NSDL e-Voting system.** After successful login, you can see link of "VC / OAVM link" placed under "Join meeting" menu against company name. You are requested to click on VC / OAVM link placed under "Join General Meeting" menu. The link for VC / OAVM will be available in Shareholder / Member login where the EVEN of Company will be displayed.

Please note that Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that participants connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable wi-fi or LAN connection to mitigate any kind of aforesaid glitches.
5. Members who would like to express their views or ask questions with respect to the agenda items of the meeting will be required to register themselves as speaker by sending email to [investor.grievances@silinvestments.in](mailto:investor.grievances@silinvestments.in) from their registered email address, mentioning their name, DP ID & Client ID / folio number and mobile number.

Only those Members who have registered themselves as speaker by 5.00 p.m. on 17<sup>th</sup> July, 2026 will be able to speak at the meeting. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time, for smooth conduct of the AGM.

Further, Members who would like to have their questions / queries responded to during the AGM are requested to send such questions / queries in advance within the aforesaid time period.

- V. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date of 24<sup>th</sup> July, 2026.
- VI. Any person, who acquires shares of the Company and becomes Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [evoting@nsdl.com](mailto:evoting@nsdl.com)
- VII. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting as well as e-Voting at the AGM.
- VIII. Mr. Rajendra Chouhan of M/s. CSM & Co., Practicing Company Secretaries has been appointed as the Scrutinizer to scrutinize the entire e-Voting process in a fair and transparent manner.
- IX. The Scrutinizer will submit his report to the Chairman or to any other person authorized by the Chairman after completion of the scrutiny of e-Voting (votes cast during the AGM and votes cast through remote e-Voting), not later than two working days from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the Stock Exchanges, NSDL, and will also be displayed on the Company's website, [www.silinvestments.in](http://www.silinvestments.in).
- X. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, shall be available for electronic inspection by Members during the AGM. All documents referred to in the Notice shall also be available for electronic inspection. Members seeking to inspect such documents can send an email to [investor.grievances@silinvestments.in](mailto:investor.grievances@silinvestments.in).

#### 17. Dividend

- a) The Company has fixed Friday, 24<sup>th</sup> July, 2026 as the 'Record Date' for determining entitlement of Members to dividend for the financial year ended 31<sup>st</sup> March, 2026, if declared at the AGM.
- b) The dividend of Rs. 2.50 per equity share of Rs. 10/- each (i.e. 25%), as recommended by the Board, if declared at the AGM, will be paid on or after 05<sup>th</sup> August, 2026, subject to deduction of tax at source, as applicable:
  - i. To all the Beneficial Owners as per the list of beneficial owners to be furnished by the National Securities Depository Limited and Central Depository Services (India) Limited in respect of the shares held in electronic form as at the end of the day on Friday, 24<sup>th</sup> July, 2026; and
  - ii. To all Members in respect of shares held in physical form, whose names are on the Company's Register of Members after giving effect to valid requests with respect to transmission / transposition of shares lodged with the Company as of the close of business hours on Friday, 24<sup>th</sup> July, 2026.

SEBI vide its circular dated 18<sup>th</sup> November, 2025 has mandated that the dividends shall be processed only in electronic mode, and payment through dividend warrants or cheques has been discontinued.

Members holding shares in physical form are requested to ensure that their folios are KYC compliant by registering / updating their PAN, contact details (including mobile number), bank account details and specimen signature with the Company / RTA. For this purpose, Members may submit the prescribed Investor Service Request Forms, namely ISR-1, ISR-2, ISR-3, SH-13 and SH-14, to the Company's RTA, MUFG Intime India Private Limited, on or before Friday, 24<sup>th</sup> July, 2026.

The above Investor Service Request Forms are also available on our website [www.silinvestments.in](http://www.silinvestments.in).

Members holding shares in dematerialized form are requested to ensure that their bank account details are updated with their respective DPs.
- c) Members holding shares in dematerialized form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend.
- d) Pursuant to the Income Tax Act, 2025, Dividend declared or distributed or paid by a Company shall be taxable in the hands of the Members and the Company shall be required to deduct tax at source ('TDS') at the prescribed rates from the dividend to be paid to Members at the time of distribution or payment of dividend. The tax so deducted will be paid to the credit of the Central Government. The TDS rate would vary depending on the residential status of the Members and the documents submitted by them and accepted by the Company/RTA in accordance with the applicable provisions of the Income Tax Act, 2025, including any amendments thereof. A resident individual Member with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 121, to avail the benefit of non-deduction of tax at source. Members are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate.

Non-resident Members, including Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs) can avail beneficial rates under tax treaty between India and their country of tax residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 41, any other document which may be required to avail the tax treaty benefits.

Kindly note that the aforementioned documents / declarations are required to be submitted to our RTA, MUFG Intime India Private Limited at its dedicated link mentioned below - <https://web.in.mpms.mufg.com/formsreg/submission-of-Form-121-41.html> on or before 24<sup>th</sup> July, 2026, 5.00 p.m. Indian Standard Time (IST) in order to enable the Company to determine and deduct appropriate TDS / withholding tax rate. No communication on the tax determination / deduction shall be entertained post 24<sup>th</sup> July, 2026, 5:00 p.m. (IST). It may be further noted that in case the tax on said dividend is deducted at a higher rate in absence of receipt of the aforementioned details / documents from you, there would still be an option available with you to file the return of income and claim an appropriate refund, if eligible. All communications / queries in this respect should be addressed and sent to our RTA at its email address [investor.helpdesk@in.mpms.mufg.com](mailto:investor.helpdesk@in.mpms.mufg.com). Please note no tax exemption forms sent on this mail id will be entertained and this mail is specifically for dividend tax related queries.

If the tax on said dividend is deducted at a higher rate in absence of receipt of or satisfactory completeness of the aforementioned details / documents on or before 24<sup>th</sup> July, 2026, the Member may claim an appropriate refund in the return of income filed with their respective tax authorities.

No claim shall lie against the Company for such taxes deducted.

- e) Pursuant to provisions of Section 124(5) of the Act, dividends which remain unclaimed / un-encashed for a period of 7 years is required to be transferred to the Investor Education and Protection Fund of the Central Government established under sub-section (1) of Section 125 of the Act. Therefore, Members who have not encashed their dividend for the financial year 2018-19 to 2024-25 should lodge their request for the same with the RTA or the Company. The IEPF Rules mandate the companies to transfer the shares of Members whose dividends remain unpaid / unclaimed for a period of seven consecutive years to the demat account of IEPF Authority. In accordance with the aforesaid IEPF Rules, the Company after sending notices to all Members whose shares were due to be transferred to the IEPF Authority and after publishing newspaper advertisement, have transferred the shares pertaining to those Members who had not encashed their dividends for 7 consecutive years to the IEPF Authority. The list of Members whose shares have been transferred to the IEPF Authority is available on the website of the Company at [www.silinvestments.in](http://www.silinvestments.in). **Hence, the Company urges all Members to encash / claim their respective dividend during the prescribed period. The details of the unpaid / unclaimed amounts lying with the Company as on 31<sup>st</sup> March, 2026 are available on the website of the Company [www.silinvestments.in](http://www.silinvestments.in)**

### EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following statement sets out all material facts relating to item no. 5 mentioned in the accompanying Notice.

#### Item No. 5

In terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations, 2015"), where the annual consolidated turnover of the listed entity is upto Rs. 20,000 crore, any transaction(s) with a related party shall be considered material, if such transaction(s) entered into / to be entered into individually or taken together with the previous transactions entered into during a financial year, exceed 10% of annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, and shall require prior approval of Members by means of an ordinary resolution. The said limits are applicable, even if the transactions are in the ordinary course of business of the concerned company and at an arm's length basis.

Your Company, is a Non-Banking Financial Company (NBFC) (Investment Category), registered with Reserve Bank of India and is also listed on the Stock Exchanges. The core business of the Company is investment and lending of funds. The Company had advanced loans to various Qualified Bodies Corporate (QBCs) (including some of the below mentioned QBCs) in the ordinary course of its business and on an arms-length basis and known parameters. The annual consolidated turnover (revenue from operations) of the Company as on 31<sup>st</sup> March, 2026, was Rs. 62.78 crore. The Company expects that its transaction(s) with the QBCs, will exceeds the materiality threshold as prescribed under Regulation 23 of the Listing Regulations, 2015. Hence, in line with the regulatory requirements, prior approval of the Members is being sought by way of an Ordinary Resolution for advancing loans to QBCs not exceeding the aggregate Rs. 225 crore.

The Audit Committee of the Company has conducted its independent evaluation of the material terms of the proposed transaction(s) with the QBCs. After a detailed review of the proposed RPTs including rationale, material terms, justification as to why the proposed RPT(s) are in the interest of the Company, the Committee has confirmed that the transaction(s) being executed are at an arm's length and is in ordinary course of business, in complete compliance with applicable regulations and industry standards and comparable with transactions with unrelated parties. The Committee has also reviewed and

taken note of the certificate placed before it, signed by the Director-in-Charge and Chief Financial Officer of the Company, confirming that the terms of the proposed RPT(s) to be undertaken with QBCs are in the interest of the Company. Based on this assessment, the Audit Committee has approved the transaction(s) proposed to be entered into with the QBCs.

Details of the proposed transactions with QBCs being related parties of the Company, including the limits and information pursuant to Industry Standards on Related party Transactions read with applicable SEBI Circulars and applicable provisions of the Companies Act, 2013, if any, and as placed before the Audit Committee for consideration while seeking prior approval of the proposed RPT(s) and information required to be placed before the Members is as follows:

S. No.	Description	Details
1.	Name of the related party	Sutlej Textiles and Industries Limited (Sutlej), Avadh Sugar & Energy Limited (Avadh), Magadh Sugar & Energy Limited (Magadh), Palash Securities Limited (Palash), Morton Foods Limited (Morton) and Cinatolliah Tea Limited (Cinatolliah).
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	<p><b>Sutlej:</b> Sutlej is a leading textile solutions provider engaged in the production of a wide range of textile products, including yarns, fabrics and home furnishing. Since its inception, Sutlej has been dedicated to manufacturing superior-quality spun yarns that set industry benchmarks for innovation. It offers one of the largest product portfolios of spun-dyed and cotton blended and cotton mélange &amp; dyed yarns.</p> <p><b>Avadh:</b> Avadh is a leading sugarcane processing company with experience and pedigree extending across 9 decades. Utilizing its advanced and integrated manufacturing setups, Avadh capitalizes on the favorable trends in the sugar and broader agricultural economy. The four manufacturing facilities – in Hargaon, Seohara, Hata and Rosa are strategically located in close proximity to each other enabling better utilization of resources and increased synergies in production and management.</p> <p><b>Magadh:</b> Magadh is a leading sugarcane processing company with experience and pedigree extending across 9 decades. Utilizing its advanced and integrated manufacturing setups, Magadh capitalizes on the favourable trends in the sugar and broader agricultural economy. The three manufacturing facilities – in Narkatiaganj, Sidhwalia and Hasanpur are strategically located in close proximity to each other enabling better utilization of resources and increased synergies in production and management.</p> <p><b>Palash:</b> The main business of Palash is investments in securities mainly of group companies and in immovable properties and acts as a Core Investment Company as per RBI Guidelines.</p> <p><b>Morton:</b> Morton is in the FMCG space and manufactures and markets canned fruits, vegetables and food products like jams, squashes, crushes, vegetable sauces, juices and breakfast cereals under the brand MORTON since 1959. Morton also supplies its products to the Indian army. Morton is now focusing on modern trade through e-commerce to expand its wings and to capture market share in this high growth potential segment.</p> <p><b>Cinatolliah:</b> Cinatolliah is in the business of manufacturing and selling tea. Cinatolliah operated through its tea gardens located in Lakhimpur, Assam.</p>
4.	Relationship between the listed entity / subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	SIL is one of the promoters of Sutlej, part of promoter group of Avadh and Magadh whereas Palash, Morton and Cinatolliah are entities in which promoters or promoter group of SIL have a concern and interest.

S. No.	Description	Details																												
	<ul style="list-style-type: none"> <li>Shareholding of the listed entity / subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.</li> </ul>	The Company holds the following equity share capital in its related parties: <ol style="list-style-type: none"> <li>Sutlej: 0.46%;</li> <li>Avadh: 5.67%;</li> <li>Magadh: 11.97%; and</li> <li>Morton: 8.85%.</li> </ol>																												
	<ul style="list-style-type: none"> <li>Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).</li> </ul>	N. A.																												
	<ul style="list-style-type: none"> <li>Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).</li> </ul>	Nil																												
5.	<p>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</p> <p>a. Transaction undertaken by the Company:</p>	<table border="1"> <thead> <tr> <th rowspan="2">Sr. No.</th> <th rowspan="2">Nature of Transactions</th> <th colspan="2">FY 2025-2026</th> </tr> <tr> <th>Sutlej</th> <th>Morton</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Rent paid on property leased</td> <td>Rs. 33,000/- p.a.</td> <td>-</td> </tr> <tr> <td>2.</td> <td>Loan given</td> <td>Rs. 50,00,00,000/-</td> <td>-</td> </tr> <tr> <td>3.</td> <td>Investment in equity shares</td> <td>-</td> <td>Rs. 2,44,13,442/-</td> </tr> </tbody> </table> <p>b. Transaction undertaken by RTM Investment &amp; Trading Co. Ltd., a subsidiary of the Company:</p> <table border="1"> <thead> <tr> <th rowspan="2">Sr. No.</th> <th rowspan="2">Nature of Transactions</th> <th colspan="2">FY 2025-2026</th> </tr> <tr> <th>Sutlej</th> <th>Morton</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Investment in equity shares</td> <td></td> <td>Rs. 2,07,00,000/-</td> </tr> </tbody> </table>	Sr. No.	Nature of Transactions	FY 2025-2026		Sutlej	Morton	1.	Rent paid on property leased	Rs. 33,000/- p.a.	-	2.	Loan given	Rs. 50,00,00,000/-	-	3.	Investment in equity shares	-	Rs. 2,44,13,442/-	Sr. No.	Nature of Transactions	FY 2025-2026		Sutlej	Morton	1.	Investment in equity shares		Rs. 2,07,00,000/-
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6.	<p>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter / up to date in which the approval is sought.</p> <p>Transaction undertaken by the Company:</p>	<table border="1"> <thead> <tr> <th>Sr. No.</th> <th>Nature of Transactions</th> <th>FY 2026-2027 upto April (INR)</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Sutlej - Rent paid on property leased</td> <td>Rs. 3,000/- for 1 month</td> </tr> </tbody> </table>	Sr. No.	Nature of Transactions	FY 2026-2027 upto April (INR)	1.	Sutlej - Rent paid on property leased	Rs. 3,000/- for 1 month																						
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7.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	NIL																												

S. No.	Description	Details					
8.	Amount of the proposed transactions being placed for approval of the Shareholders.	a. Sutej: Rs. 50 crore; b. Avadh: Rs. 50 crore; c. Magadh: Rs. 50 crore; d. Palash: Rs. 25 crore; e. Morton: Rs. 25 crore; and f. Cinatolliah: Rs. 25 crore.					
9.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes					
10.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	a. Sutej: 79.64%; b. Avadh: 79.64%; c. Magadh: 79.64%; d. Palash: 39.82%; e. Morton: 39.82%; and f. Cinatolliah: 39.82%.					
11.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction).	N.A.					
12.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	a. Sutej: 1.95%; b. Avadh: 1.86%; c. Magadh: 4.02%; d. Palash: 50.77%; e. Morton: 34.92%; and f. Cinatolliah: 87.41%.					
13.	Financial performance of the related party for the immediately preceding financial year:						
	Particulars	FY 2025-2026					
		(Rs. in Crore)					
		Sutej	Avadh	Magadh	Palash	Morton	Cinatolliah
	Turnover	2,565.68	2,693.52	1,244.54	3.72	71.59	28.60
Profit After Tax	(79.85)	57.31	63.51	2.36	(21.19)	(0.34)	
Net worth	819.97	1,124.46	880.19	17.69	(17.60)	40.17	
14.	Specific type of the proposed transaction (e.g. sale of goods/ services, purchase of goods/ services, giving loan, borrowing etc.).	Giving unsecured loan.					

S. No.	Description	Details
15.	Details of each type of the proposed transaction.	The Company proposes to grant unsecured loan(s), in one or more tranches for an amount not exceeding the following: a. Sutlej: Rs. 50 crore; b. Avadh: Rs. 50 crore; c. Magadh: Rs. 50 crore; d. Palash: Rs. 25 crore; e. Morton: Rs. 25 crore; and f. Cinatolliah: Rs. 25 crore.
16.	Tenure of the proposed transaction (tenure in number of years or months to be specified).	Not to exceed 7 years from the date of disbursal.
17.	Whether omnibus approval is being sought?	Yes
18.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	The value of the proposed transaction shall be as specified in Serial No. 15 in respect of each related party. The Company may grant unsecured loan(s) to the aforesaid related parties, in one or more tranches, from the conclusion of this Annual General Meeting (AGM) till the next AGM of the Company.
19.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	All transactions will be carried out as part of the Company's ordinary course of business and at an arm's length basis, ensuring fairness and transparency. The interest rates and terms of these transactions will be benchmarked against prevailing market rates, to ensure competitiveness and to align with standard industry practices. The Company is expected to benefit by earning better returns compared to those from Mutual Funds / Bonds. Further, as a promoter of the related parties, the Company's funding support is expected to enhance the valuation of its holdings in these entities.  Moreover, these transactions will be subject to appropriate internal controls, approval processes, and governance mechanisms, including review and oversight by the Audit Committee and Board, ensuring compliance with regulatory requirements and safeguarding the interests of the stakeholders.
20.	Details of the promoter(s) / director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	<ul style="list-style-type: none"> <li>Mr. C. S. Nopany, Non-Executive Chairman holds directorships in Sutlej, Avadh, Morton and Magadh. He is also one of the Promoters of Sutlej, Avadh, Magadh, and Palash.</li> <li>Mrs. Shalini Nopany holds directorship in Magadh and Palash.</li> <li>The promoter / promoter group are interested to the extent of shares held by them in the Related Parties.</li> </ul>
	a) Name of the director / KMP.	Mr. C. S. Nopany, Non-Executive Chairman and Mrs. Shalini Nopany, Managing Director.
	b) Shareholding of the director / KMP, whether direct or indirect, in the related party	
	<b>Particulars</b>	<b>Shareholding Details (no. of shares)</b>
		<b>Sutlej</b> <b>Avadh</b> <b>Magadh</b> <b>Palash</b> <b>Morton</b> <b>Cinatolliah</b>
	Mr. C. S. Nopany, Non-Executive Chairman	1,10,000    68,176    37,724    28,468    -    -
	Mrs. Shalini Nopany, Managing Director	-    -    -    -    -    -
	Mrs. Nandini Nopany (Mother of Mr. C. S. Nopany)	100    99,404    1,84,164    4,425    -    -
	Mrs. Urvi Mittal (Daughter of Mr. C. S. Nopany)	-    9,982    14,838    -    -    -
	Mr. Arhant Vikram Nopany (Son of Mr. C. S. Nopany)	-    3,668    5,451    -    -    -

S. No.	Description	Details
21.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	N.A.
22.	Other information relevant for decision making.	N.A.
23.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	To be decided by the Audit Committee and Board of Directors. However, the rate of interest shall be charged such that the arm's length criteria is maintained for each transaction.
24.	Maturity / due date.	The loan shall be for a tenure not exceeding 7 years from the date of disbursement.
25.	Repayment schedule & terms.	The parties shall have an option of repaying the loan in instalments or one bullet payment at the end of the tenure of the loan as may be mutually agreed between the parties. The said loan is also repayable on demand of the Company.
26.	Whether secured or unsecured.	Unsecured
27.	If secured, the nature of security & security coverage ratio.	N.A.
28.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	The funds will be utilized for the operations of the parties including their capital expenditure and short / long term working capital requirements.
29.	Latest credit rating of the related party.	Sutlej - Long Term - IND A / Negative & Short Term - IND A1 Avadh - Long Term – IND A+ Stable / Short Term – IND A1 Magadh - Long Term – IND A+ Stable / Short Term – IND A1 Palash - Not availed Morton - Not availed Cinnatollah - Not availed
30.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default.  In addition, state the following: a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting;  b) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting;	NIL - for all Related Parties  No - for all Related Parties  No - for all Related Parties

S. No.	Description	Details
	c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;	No - for all Related Parties
	d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	No - for all Related Parties

Furthermore, the Board of Directors and Audit Committee continues to monitor the transactions on an ongoing basis, regularly verifying the status, genuineness of the terms, and overall compliance. This continuous oversight provides stakeholders with added assurance that the transaction remains fair, transparent, and aligned with the Company's strategic and financial objectives.

Apart from the Director and Key Managerial Personnel mentioned in the table above and / or their relatives, no other Directors or Key Managerial Personnel and / or their relatives are in any way concerned or interested, financially or otherwise, in the resolution set forth in the accompanying Notice.

Based on the recommendation of the Audit Committee, the Board recommends the Ordinary Resolution as set out in item No. 5 of the Notice for approval by the Members.

The Members may note that in terms of the provisions of the Listing Regulations, 2015, no Related Party shall vote to approve the resolution at item No. 5 in the accompanying Notice, whether the entity is a Related Party to the particular transaction or not.

By order of the Board  
For SIL Investments Limited

**Lokesh Gandhi**  
Company Secretary and Compliance Officer  
Membership No.: F9053

Place: Kolkata  
Date: 12<sup>th</sup> May, 2026

## Annexure

PURSUANT TO REGULATION 36(3) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, INFORMATION ABOUT THE DIRECTOR PROPOSED TO BE RE-APPOINTED IS FURNISHED BELOW:

Particulars	Mr. C. S. Nopany
Designation	Non-Executive Chairman
Age	60 years
DIN	00014587
Date of appointment	18 <sup>th</sup> June, 1993
Qualification	CA, Masters Degree in Science of Industrial Administration from Carnegie Mellon University, Pittsburgh, USA.
Expertise in specific functional areas	Mr. C. S. Nopany is an eminent industrialist having industrial experience in diverse fields like finance, sugar, tea, shipping, textiles, fertilizers, chemicals, etc. He was the past president of Indian Chamber of Commerce.
Directorships held in other public companies (excluding foreign companies)	<ol style="list-style-type: none"> <li>1. Chambal Fertilizers &amp; Chemicals Limited</li> <li>2. Sutlej Textiles and Industries Limited</li> <li>3. Avadh Sugar &amp; Energy Limited</li> <li>4. Magadh Sugar &amp; Energy Limited</li> <li>5. New India Retailing &amp; Investment Limited</li> <li>6. Yashovardhan Investment &amp; Trading Company Limited</li> <li>7. Ronson Traders Limited</li> <li>8. Morton Foods Limited</li> </ol>
Memberships / Chairmanships of Committees of other Indian public companies	<b>Nomination &amp; Remuneration Committee:</b> Chambal Fertilizers & Chemicals Limited - Member <b>Corporate Social Responsibility Committee:</b> Chambal Fertilizers & Chemicals Limited - Chairman
Listed entities from which the person has resigned in the past three years	None
Number of Shares held in the Company	1,209 Shares
Inter-se relationships between Directors	Spouse of Mrs. Shalini Nopany.
No. of Board meetings attended during the financial year 2025 – 26	6 of 6
Details of Remuneration last drawn (Rs.) (including sitting fees)	Rs. 95,000/-
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable
Terms and conditions of appointment / re-appointment	Mr. C. S. Nopany is proposed to be re-appointed as a Director of the Company and is liable to retire by rotation.
Details of proposed remuneration	As per existing terms and conditions and in accordance with the provisions of Companies Act, 2013.