Sanathan Textiles LTD.
Yarns for the Fabric of Life
www.sanathan.com

CORPORATE OFFICE
15th Flr., D Wing, Trade World Bldg., Kamala Mills Compound, Senapati Bapat Marg, Lower Parel (W), Mumbai 400013.
Tel No. 022- 66343312 -16 / 022-24963304 - 07 / 022-66109036 - 40

FACTORY ADDRESS
Unit 1. Survey Plot No.187/4/1/2,250, 251 P 257/1, & 258/3, Vill. Surangi, Silvassa, Dadra and Nagar Haveli 396230.
Unit 2. Survey Plot No.320/1/1/2/1/1,314/1,315&314/P, Vill. Surangi, Silvassa, Dadra and Nagar Haveli 396230.
Tel. No. 91-9081179797 / 91-9714109659

REGISTERED OFFICE
SRV NO. 187/4/1/2, Near Surangi Bridge, Surangi Dadra & Nagar Haveli Silvassa Dadra & Nagar Haveli Dn 396230.

Email: sales@sanathan.com COMPANY IDENTIFICATION NO. L17299DN2005PLC005690

Date: August 19, 2026

To,	
National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai-400051.	**BSE Limited** Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001.

Trading Symbol: **SANATHAN** Scrip Code: **544314**

Ref. No: - **2025-2026/Aug26/137**

Dear Sirs/Madam,

Sub: Notice of 21st Annual General Meeting of Sanathan Textiles Limited ('the Company')

We are pleased to inform you that the 21st Annual General Meeting ("AGM") of the Company is scheduled to be held on Friday, September 11, 2026, at 04:00 P.M. IST through Video Conferencing / Other Audio Visual Means ('VC/OAVM').

Enclosed herewith is the Notice of the 21st AGM, together with the Agenda and Explanatory Statement.

The said Notice and the Annual Report for Financial Year 2025-26 are available for download on the Company's website at www.sanathan.com and also on the website of National Securities Depository Limited ('**NSDL**') at www.evoting.nsdl.com.

We look forward to your valuable participation in the AGM and thank you for your continued support.

We request you to take the same on your record.

Yours faithfully,

For Sanathan Textiles Limited

Jude Dsouza

Digitally signed by Jude Dsouza
DN: cn=Jude Dsouza gn=Jude Dsouza c=IN India l=IN India ou=Sanathan Textiles e=jude_dsouza@sanathan.com
Reason: I am the author of this document
Location:
Date: 2026-08-19 15:59+05:30

Jude Patrick Dsouza
Company Secretary and Compliance Officer

Encl: As above.

Sanathan Textiles Limited
Corporate Identity No. (CIN): L17299DN2005PLC005690
Regd. Office: SRV No. 187/4/1/2, Near Surangi Bridge, Surangi, Silvassa, Dadra & Nagar Haveli- 396230.
Tel: + 91 22 6634 3312/3/4/5/6;
Email:investors@sanathan.com ; **Website:** www.sanathan.com

Notice

Notice is hereby given that the 21st Annual General Meeting ("AGM") of Sanathan Textiles Limited ('the Company'/'STL') will be held on Friday, September 11, 2026, at 04:00 PM (IST) through Video Conference /Other Audio Visual Means ("VC/OAVM") and the Registered Office of the Company i.e. SRV No. 187/4/1/2, Near Surangi Bridge, Surangi, Dadra & Nagar Haveli, Silvassa - 396230, shall be deemed to be the venue of the AGM to transact the following business: -

ORDINARY BUSINESS:

Item No. 1 – To adopt Standalone Financial Statement:

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, together with Report of Board of Directors and Auditors thereon.

Item No. 2 – To adopt Consolidated Financial Statement:

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Report of the Auditors thereon.

Item No. 3 – Re- appointment of Director liable to retire by rotation:

To re-appoint Mr. Sammir Dattani (DIN:07060573), who retires by rotation as an Executive Director.

Item No. 4 – To consider re-appointment of M/s. Walker Chandiok & Co LLP, Chartered Accountants (Firm Registration No. 001076N/N500013) as the Auditor of the Company:

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

"**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on the eligibility certificate received under Section 141 and consent received to be re-appointed and based on the recommendation of Audit Committee and the Board of Directors, M/s. Walker Chandiok & Co LLP, Chartered Accountants (Peer Reviewed) (Firm Registration No. 001076N/N500013) be and are hereby re-appointed as the Statutory Auditor of the Company, to hold office for a second term of five consecutive years from the conclusion of the 21st Annual General Meeting until the conclusion of the 26th Annual General Meeting of the Company for a remuneration of ₹72,00,000/- (Rupees Seventy Two Lakh Only) per annum.

RESOLVED FURTHER THAT the Board of Directors or the Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to do and perform or cause to be done and performed, all such acts and deeds necessary to give effect to the foregoing resolution."

SPECIAL BUSINESS:

Item No. 5 - To ratify the remuneration payable to M/s Saroj K Babu & Co as Cost Auditor:

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

"**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 and Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), remuneration of ₹1,70,000 (Rupees One Lakh and Seventy Thousand only) (excluding applicable taxes and re-imbursement of out of pocket expenses), payable to M/s Saroj K Babu & Co who were appointed by the Board of Directors of the Company, based on the recommendation of the Audit Committee, to conduct the audit of the cost records of the Company for the financial year 2026-27, be and is hereby ratified."

BY ORDER OF THE BOARD OF DIRECTORS
FOR **SANATHAN TEXTILES LIMITED**

Sd/-
Jude Patrick Dsouza
Company Secretary and Compliance Officer
Membership No: A44812

Date: August 3, 2026
Place: Mumbai

NOTES:

1. The Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") in respect of Item Nos. 4 and 5 of the accompanying Notice, is annexed hereto. Further, disclosures in relation to Item Nos. 4 and 5 of the Notice, as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard-2 ("SS-2") on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") forms an integral part of this Notice.

2. In terms of Section 152 of the Act, Mr. Sammir Dattani (DIN:07060573) retires by rotation at this AGM and being eligible offers himself for re-appointment. The NRC and Board have recommended his re-appointment. to the Shareholders. The additional information in respect of re-appointment of Mr. Sammir Dattani as an Executive Director, liable to retire by rotation, pursuant to the provisions of SEBI Listing Regulations and SS-2 is provided as an Annexure to the Notice.

3. Ministry of Corporate Affairs ("MCA") vide its General Circular No. 03/2025 dated September 22, 2025 read with circulars issued earlier on the subject ("MCA Circulars") and SEBI vide its Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2024/133 dated October 3, 2024 read with the circulars issued earlier on the subject ("SEBI Circulars"), have permitted to conduct the AGM virtually through Video Conferencing (VC) or other audio visual means (OAVM), without physical presence of Members at a common venue. In compliance with the MCA Circulars and SEBI Circulars, the provisions of the Act and the SEBI Listing Regulations, the 21st AGM of the Company is being held virtually through VC / OAVM. The Registered Office of the Company shall be deemed to be the venue for the AGM.

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

5. The Notice along with the Annual Report for FY 2025-26 is being sent by electronic mode to those Members whose e-mail address is registered with the Company/Depositories, unless a Member has specifically requested for a physical copy of the same. Members may kindly note that the Notice convening this AGM for FY 2025-26 will also be available on the Company's website www.sanathan.com ,website of the Stock Exchanges i.e. BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) at www.bseindia.com and www.nseindia.com respectively and on the website of National Securities Depository Limited (NSDL) at https://www.evoting.nsdl.com.

6. In compliance with Regulation 36(1)(b) of the Listing Regulations, a letter providing the web-link, including the exact path, where Annual Report for the financial year 2025-26 is available, is being sent to those members whose e-mail address is not registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories.

7. The Company will also publish an advertisement in the newspapers containing details of the AGM and other relevant information for Members viz. manner of registering e-mail address, Cut-off date for e-Voting etc.

8. Since this AGM is held through Video Conference/ Other Audio Visual Means ("VC/OAVM"),

   (a) route map to the venue is not required and therefore, the same is not annexed to this Notice

   (b) Members will not be able to appoint proxies for the meeting, and hence, proxy form is not annexed to this Notice.

9. Corporate Members/ Institution Shareholders are requested to send a scanned certified copy of the Board Resolution authorising their representative to attend this AGM, pursuant to Section 113 of the Act, through e-mail at investors@sanathan.com or by post at the Corporate Office of the company situated at D-15, Trade World, Kamala Mills Compound, Lower Parel, Mumbai – 400013.

10. Members attending the meeting through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act. A person who is a Member holding Equity Shares as on Friday, September 04, 2026 ("**Cut off date**") as on the shall be eligible to attend and vote on resolutions proposed at the AGM. Any person who is not a Member as on the Cut-off date shall treat this Notice for informational purpose only.

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

12. Since the AGM is being held through VC/OAVM in accordance with the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly Attendance Slip is not annexed to this Notice.

13. The Board of Directors has appointed Mr. Devendra V Deshpande of M/s. DVD & Associates, Practicing Company Secretary (FCS No. 6099 and COP No.

6515) as the Scrutinizer for scrutinizing the remote e-voting process as well as e-Voting at the AGM in a fair and transparent manner.

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

15. Voting rights of a member / beneficial owner shall be in proportion to his / her / its shareholding in the paid-up Equity Share capital of the Company as on the Cut-off Date.

16. Members 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, shall be entitled to avail the facility of remote e-Voting or e-Voting at the AGM.

17. The procedure for e-voting on the day of the AGM is identical to Remote e-voting instructions as outlined in this Notice.

18. Any person who becomes a Member of the Company after dispatch of the Notice and holds Equity Shares as on the Cut-off date can vote by following the procedure for e-Voting, as outlined in the Notice.

19. If you have already registered with NSDL for remote e-Voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or 022 - 4886 7000 or send a request to Mrs. Veena Suvarna at evoting@nsdl.com

20. In case of Shareholders holding securities in demat mode who acquire shares and become Member after the notice is sent through e-mail and holding shares as of the Cut-off date may follow steps mentioned in the Notice.

21. Members virtually present for the AGM and who have not cast their vote on resolutions set out in the Notice convening the AGM through remote e-Voting and who are not otherwise barred from doing so, shall be allowed to cast their vote through e-Voting facility during the AGM.

22. However, Members who have exercised their right to vote during the remote e-Voting period may attend the AGM but shall not be entitled to cast their vote again.

23. Once the vote on a resolution is cast, Member shall not be allowed to change the same subsequently or cast vote again.

24. Members can opt for only one mode of voting i.e. either through remote e-Voting or e-Voting at the AGM. If a member cast votes by both modes, then voting done through remote e-Voting shall prevail.

25. In the case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on the Cut-off date will be entitled to vote during the AGM.

26. The statutory registers maintained under Section 170 and Section 189 of the Act and other documents referred in the Notice convening this AGM shall be made available for inspection by Members during the remote e-Voting period and during the proceedings of the 21st AGM. Members may seek inspection of documents, on request raised to NSDL e-voting platform at https://www.evoting.nsdl.com during the aforementioned period.

27. Members who would like to express their views or ask questions with respect to the agenda item(s) of the meeting may register themselves as a speaker by sending an e-mail to investors@sanathan.com from their registered e-mail address, mentioning their name, DP ID & Client ID / folio number and mobile number. Only those Members who have registered themselves as speaker from Wednesday, August 19, 2026 9:00 A.M (IST) to Friday, September 04, 2026 05:00 P.M (IST) will be able to express their views / ask questions / seek clarifications at the meeting. The Company reserves the right to restrict the number of questions and / or number of speakers, depending upon availability of time, for smooth conduct of the AGM.

28. After conclusion of the meeting, the Scrutinizer will submit the report on votes cast in favour or against and invalid votes, if any, to the Chairman or any other person authorized by him, who shall countersign the same, and the result of the voting will be declared within the time stipulated under the applicable laws.

29. The voting results along with the Scrutinizer's report, will be hosted on the Company's website www.sanathan.com websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL at https://www.evoting.nsdl.com/.

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

INSTRUCTIONS

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

The remote e-voting period begins on Tuesday, September 08, 2026, at 9:00 A.M. (IST) and ends on Thursday, September 10, 2026, at 05:00 P.M. (IST) The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the Cut-off date i.e. Friday, September 04, 2026, may cast their vote electronically. The voting right of Shareholders shall be in proportion to their share in the paid-up Equity Share Capital of the Company as on the Cut-off date.

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

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

Step 1: Access to NSDL e-Voting system

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

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/ mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

Type of shareholders	Login Method
	4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/ OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience. 
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

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

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-Voting, then you can 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 shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

   a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/ OAVM" link placed under "Join Meeting".

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

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

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

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

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

General Guidelines for shareholders

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

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

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Mrs. Veena Suvarna at evoting@nsdl.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to investors@sanathan.com

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investors@sanathan.com . If you are an Individual shareholders 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 shareholders holding securities in demat mode**.

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

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and

Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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

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

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

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

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

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

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

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

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

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

EXPLANATORY STATEMENT

Pursuant to Section 102(1) of the Companies Act, 2013 ('The Act') the following Explanatory Statement sets out material facts relating to business mentioned under Item Nos. 4 and 5 of the accompanying Notice.

Item No. 4

Brief Profile of the Statutory Auditor:

M/s. Walker Chandiok & Co LLP (Firm Registration no. 001076N/N500013) is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India (ICAI), Public Company Accounting Oversight Board (PCAOB) and empanelled with Comptroller and Auditor General of India (CAG). The firm was established in the year 1935 and its registered office is situated at New Delhi with Nineteen other offices across major cities in India. It has ninety-seven partners. It has a valid peer review certificate and is one of India's leading audit firms providing audit and assurance services to several large companies including some of the top one hundred listed entities in India.

Rationale for re-appointment:

M/s. Walker Chandiok & Co LLP were first appointed as the Statutory Auditor of the Company on April 14, 2021 to fill the casual vacancy created due to resignation of M/s. Narendra Kochar & Co., Chartered Accountants.

Subsequently, the members of the Company approved the appointment of M/s. Walker Chandiok & Co LLP as the Statutory Auditors for their first full term of five years at the Annual General Meeting held on November 25, 2021 which was effective from the conclusion of AGM held in year 2021 till the conclusion of 21st AGM of the Company.

During their tenure, M/s. Walker Chandiok & Co LLP has carried out the statutory audit of the Company in a thorough, professional, and diligent manner. The audit firm has consistently demonstrated a strong understanding of the Company's business operations and internal control environment and has adhered to all applicable Standards on Auditing and regulatory requirements. M/s. Walker Chandiok & Co LLP has maintained the highest levels of independence and objectivity throughout their engagement and has executed their responsibilities with a structured, risk-based audit approach.

The firm has ensured timely completion of audits, provided well-reasoned observations wherever required. Their interactions with the management and the Audit Committee have been transparent, constructive, and marked by clear communication and professional scepticism. The Board and the Audit Committee have found their overall performance, technical competence, and audit quality to be fully aligned with regulatory and governance expectations.

The Board has also noted that, in line with the expectations set out in the National Financial Reporting Authority ("NFRA") Circular on "Those Charged with Governance" M/s. Walker Chandiok & Co LLP has maintained an effective and transparent dialogue with the Audit Committee and the Board, separately. The Statutory Auditor have appropriately communicated the scope, timing, and key aspects of the audit, including relevant observations and matters requiring attention, as applicable. This has supported Those Charged with Governance in discharging their oversight responsibilities and contributed to the ongoing strengthening of financial reporting and governance practices.

The Board of Directors of the Company at its meeting held on August 03, 2026, considering the experience and expertise and based on the recommendation of the Audit Committee, has proposed to the Members of the Company, re- appointment of M/s. Walker Chandiok & Co LLP, Chartered Accountants (Firm Registration No. 001076N/ N500013), as Statutory Auditor of the Company for a second term of 5 (five) consecutive years from the conclusion of 21st AGM till the conclusion of the 26th AGM. The proposed remuneration to be paid to the Statutory Auditor is ₹ 72,00,000/- (Rupees Seventy Two Lakh Only) per annum. The said remuneration excludes applicable taxes and out of pocket expenses.

Pursuant to Section 139 of the Companies Act, 2013 and the Rules framed thereunder, the Company has received written consent from M/s. Walker Chandiok & Co LLP and an eligibility certificate that they satisfy the criteria provided under Section 141 of the Act and that the re-appointment, if made, shall be in accordance with the applicable provisions of the Act and Rules framed thereunder. As required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, M/s. Walker Chandiok & Co LLP, has confirmed that they hold a valid certificate issued by the Peer Review Board of ICAI.

None of the Directors or other Key Managerial Personnel and their relatives, are concerned or interested (financially or otherwise) in this Resolution. The Board recommends the Ordinary Resolution set out at Item No. 4 for the approval of Members.

Item No. 5

The Company has established robust internal control systems aimed at effective cost optimisation, which support the accurate maintenance and monitoring of cost records. As Cost Audit is applicable to the Company, the Company ensures maintenance of Cost Auditor Records and recommends the appointment of M/s Saroj K Babu & Co., from whom it has received the requisite consent and confirmation from M/s. Saroj K Babu & Co., affirming that the firm is eligible and not disqualified to act as Cost Auditors under the provisions of the Companies Act, 2013.

M/s. Saroj K Babu & Co. is a Kolkata-based firm with expertise in cost and management accounting, tax consultancy, and audit services. The firm maintains a high degree of professionalism and independence in the discharge of its duties and conducts biannual visits to the Company's facilities to ensure that cost records are properly maintained and regularly updated.

The remuneration proposed to be paid to the Cost Auditors is commensurate with the scope of work involved and is in line with prevailing industry standards adopted by comparable companies operating in the same sector.

The Board of Directors at its meeting held on August 03, 2026, considered and approved the appointment of M/s. Saroj K Babu & Co. as Cost Auditors of the Company for FY 2026-27. Accordingly, the consent of the Members is sought for the ratification of payment of remuneration and reimbursement aggregating to ₹ 1,70,000 (Rupees One Lakh Seventy Thousand Only) excluding applicable taxes and re-imbursement of out of pocket expenses to the Cost Auditors for the financial year 2026-27, by way of an Ordinary Resolution as set out at Item No. 5 of the Notice.

None of the Directors/ Key Managerial Personnel of the Company/ their relatives are concerned or interested,in the proposed resolution.

Basis the rationale and justification provided above; the Board recommends Ordinary Resolution under Item No. 5 of the accompanying Notice for approval of Members.

Annexure to the Notice

Details of the Director seeking re-appointment at the Annual General Meeting

Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and SS-2 on General Meetings, issued by Institute of Company Secretaries of India

Name of Director	**Mr. Sammir Dattani**
Date of Birth	January 27, 1982
Designation	Executive Director
DIN	07060573
Age	44 years
Date of first Appointment on the Board	May 26, 2025
Current term	Five years with effect from May 26, 2025.
Expertise in specific functional area / Brief resume	Mr. Sammir Dattani holds a Bachelor of Commerce degree with a specialization in Business Management from Mumbai University. With over 16 years of extensive experience in the textile industry, he brings deep expertise across multiple verticals, from raw material procurement to strategic leadership. Further, he looks at the raw material procurement for Polyester Filament Yarn and Fully Drawn Yarn. Mr. Sammir Dattani also oversees Information Technology and Automation function at Sanathan Textiles. As one of the spokesperson of Sanathan Textiles Limited, Mr. Sammir Dattani represents the Company across industry forums, stakeholder meetings, and public platforms. His holistic approach and leadership acumen continue to shape Sanathan Textile's positioning as a forward-looking and resilient player in the Indian textile landscape.
Experience	16 years
Qualification	Graduate
Terms of Appointment or Re-appointment	Mr. Sammir Dattani is an Executive Director of the Company, liable to retire by rotation.
Details of remuneration sought to be paid	Amount already approved by the Shareholders. No new remuneration approval has been sought at this point.

Shareholding in Sanathan Textiles Limited	Mr. Sammir Dattani directly holds individually 0.43% of the total paid up capital of the Company. Mr. Sammir Dattani is a member of the promoter group.
Relationship with other Directors and Key Managerial Personnel	Mr. Sammir Dattani is a member of the promoter group and is related to Mr. Dineshkumar Dattani, Promoter.
Last Remuneration drawn	During the FY 2025-26, an amount of ₹ 3.70 Crores was paid as remuneration to Mr. Sammir Dattani.
Name of Listed entities resigned in last 3 years	Nil
Directorships in other Listed Companies as on March 31, 2026	Nil
Chairman/Member of Committees of other Listed Companies as on March 31, 2026	Nil
Number of Meetings of the Board attended during FY 2025-26	5

D-15, Trade World Building Kamala Mills, Compound, Senapati Bapat Marg Lower Parel, Mumbai – 400013, Maharashtra, India, Email: investors@sanathan.com, Tel: + 91 22 6634 3312/3/4/5/6