Sundaram Multi Pap Limited
Manufacturer of Exercise Book & Paper Stationery
CIN L21098MH1995PLC086337 GST No. : 27AADCS7829K1ZT

Sundaram®
Books for Success...

September 01, 2026

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
1st Floor, Dalal Street,
Mumbai 400 001
Scrip Code: 533166

To,
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor, Bandra Kurla
Complex, Bandra East,
Mumbai 400 051
Symbol: SUNDARAM

Subject: Notice of 32nd Annual General Meeting of the Company.

Dear Sir/Madam,

Pursuant to Regulation 30 read with Schedule III Part A Para A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed herewith is the Notice of the 32nd Annual General Meeting of the Company to be held on **Tuesday, September 29, 2026** at **11:30 A. M.** (IST) through Video Conference (VC) / Other Audio Visual Means (OAVM).

The Notice of the 32nd Annual General Meeting of the Company is also available on the website of the Company at www.sundaramgroups.in.

You are requested to take the above cited information on your records.

Thanking You,

For Sundaram Multi Pap Limited

Urmi Haresh Shah
Digitally signed by Urmi Haresh Shah
Date: 2026.09.01 11:53:20 +05'30'

Urmi Shah
Company Secretary and Compliance Officer
Membership No: A70885

Enclosed: As stated above

Notice of 32nd Annual General Meeting

NOTICE is hereby given that the 32nd Annual General Meeting of the Members of Sundaram Multi Pap Limited (The Company) will be held on **Tuesday, September 29, 2026** at **11:30 A. M.** through Video Conferencing (VC) / Other Audio Visual Means (OAVM) to transact the following businesses. The venue of the meeting shall be deemed to be the Registered office of the Company situated at 5/6 Papa Industrial Estate, Suren Road, Andheri East, Mumbai 400093, Maharashtra, India.

ORDINARY BUSINESS:

Item No 1:

Adoption of Audited Standalone Financial Statement:

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

"**RESOLVED THAT** the Audited Standalone Financial Statement of the Company for the Financial Year ended on March 31, 2026, together with the Directors report and Auditors report thereon as circulated to the members and presented to the meeting be and are hereby considered, approved and adopted."

Item No 2:

Appointment of Director retiring by rotation:

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

"**RESOLVED THAT** pursuant to the provision of Section 152 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), Mr. Shantilal P. Shah (DIN: 00033182), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a director of the Company."

SPECIAL BUSINESS:

Item No 3:

Re-appointment of Mr. Amrut P. Shah (DIN: 00033120) as Managing Director of the Company:

To consider and if thought fit, to pass with or without modifications, the following resolution as **Special Resolution**:

"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof, for the time being in force), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, subject to the provisions of the Articles of Association of the Company and as per the recommendation of the Nomination and Remuneration Committee, Audit Committee and the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded for the reappointment of **Mr. Amrut P. Shah** (DIN: 00033120) as the Managing Director of the Company for the further period of 3 (three) years commencing from **April 01, 2027** to **March 31, 2030** (both days inclusive), not liable to retire by rotation, upon the terms and conditions as set out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT in any Financial Year during the tenure of Mr. Amrut P. Shah, the Company has no profits or its profits are inadequate, the remuneration payable to him shall be governed by and shall not exceed the limits prescribed under Section 197 read with Schedule V and other applicable provisions of the Companies Act, 2013, as amended from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do and perform all such acts, deeds, matters and things as may be necessary, desirable or expedient, to give effect to this resolution and to execute all such documents as may be required in this regard 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 of the Company, to the extent permitted under applicable laws."

Item No 4:

Re-appointment of Mr. Shantilal P. Shah (DIN: 00033182) as Whole-Time Director of the Company:

To consider and if thought fit, to pass with or without modifications, the following resolution as **Special Resolution**:

"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof, for the time being in force), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, subject to the provisions of the Articles of Association of the Company and as per the recommendation of the Nomination and Remuneration Committee, Audit Committee and the Board of Directors of the Company, approval of the Members of the Company, be and is hereby accorded for the re-appointment of **Mr. Shantilal P. Shah** (DIN: 00033182) as the Whole-Time Director of the Company for the further period of 3 (three) years commencing from **April 01, 2027** to **March 31, 2030** (both days inclusive), liable to retire by rotation, upon the terms and conditions as set out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT in any Financial Year during the tenure of Mr. Shantilal P. Shah, the Company has no profits or its profits are inadequate, the remuneration payable to him shall be governed by and shall not exceed the limits prescribed under Section 197 read with Schedule V and other applicable provisions of the Companies Act, 2013, as amended from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do and perform all such acts, deeds, matters and things as may be necessary, desirable or expedient, to give effect to this resolution and to execute all such documents as may be required in this regard 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 of the Company, to the extent permitted under applicable laws."

Item No 5:

Re-appointment of Mr. Krunal S. Shah (DIN: 07877986) as Whole-Time Director of the Company:

To consider and if thought fit, to pass with or without modifications, the following resolution as **Special Resolution**:

"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof, for the time being in force), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, subject to the provisions of the Articles of Association of the Company and as per the recommendation of the Nomination and Remuneration Committee, Audit Committee and the Board of Directors of the Company, approval of the Members of the Company, be and is hereby accorded for the re-appointment of **Mr. Krunal S. Shah** (DIN: 07877986) as the Whole-Time Director of the Company for the further period of 3 (three) years commencing from **April 01, 2027** to **March 31, 2030** (both days inclusive), liable to retire by rotation, upon the terms and conditions as set out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT in any Financial Year during the tenure of Mr. Krunal S. Shah, the Company has no profits or its profits are inadequate, the remuneration payable to him shall be governed by and shall not exceed the limits prescribed under Section 197 read with Schedule V and other applicable provisions of the Companies Act, 2013, as amended from time to time

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do and perform all such acts, deeds, matters and things as may be necessary, desirable or expedient, to give effect to this resolution and to execute all such documents as may be required in this regard 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 of the Company, to the extent permitted under applicable laws."

Item No 6:

Re-appointment of Mrs. Jyoti Chandrakant Gala (DIN: 03444610) as a Woman Independent Director of the Company for a second term of five years:

To consider and if thought fit, to pass with or without modifications, the following resolution as **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, **Mrs. Jyoti Chandrakant Gala** (DIN: 03444610), who was appointed as a Woman Independent Director of the Company at the 28th Annual General Meeting and who holds office up to June 26, 2027 and who is eligible for being re-appointed as a Woman Independent Director and in respect of whom the Company has received a Notice in writing from a Member under section 160 of the Act, proposing her candidature for the office of Director of the Company, be and is hereby re-appointed as a Woman Independent Director of the Company, to hold office for a second term of 5 (five) consecutive years commencing from **June 27, 2027** up to **June 26, 2032** (both days inclusive), whose period of office will not be liable to determination by retirement of directors by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do and perform all such acts, deeds, matters and things as may be necessary, desirable or expedient, to give effect to this resolution and to execute all such documents as may be required in this regard 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 of the Company, to the extent permitted under applicable laws."

Item No 7:

Re-appointment of Mr. Mahesh Devji Bhanushali (DIN: 09629998) as an Independent Director of the Company for a second term of five years:

To consider and if thought fit, to pass with or without modifications, the following resolution as **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, **Mr. Mahesh Devji Bhanushali** (DIN: 09629998), who was appointed as an Independent Director of the Company at the 28th Annual General Meeting and who holds office up to June 26, 2027 and who is eligible for being re-appointed as an Independent Director and in respect of whom the Company has received a Notice in writing from a Member under section 160 of the Act, proposing his candidature for the office of Director of the Company, be and is hereby re-appointed as an Independent Director of the Company, to hold office for a second term of 5 (five) consecutive years commencing from **June 27, 2027** up to **June 26, 2032** (both days inclusive), whose period of office will not be liable to determination by retirement of directors by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do and perform all such acts, deeds, matters and things as may be necessary, desirable or expedient, to give effect to this resolution and to execute all such documents as may be required in this regard 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 of the Company, to the extent permitted under applicable laws."

By order of the Board
For Sundaram Multi Pap Limited
Sd/-
Amrut Premji Shah
Managing Director
DIN: 00033120

Date: August 13, 2026
Place: Mumbai

NOTES:

1. The 32nd Annual General Meeting (AGM) is convened through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) pursuant to General Circular numbers 14/2020, 17/2020, 20/2020, 33/2020, 39/2020, 02/2021, 10/2021, 20/2021, 21/2021, 02/2022, 03/2022, 09/2023, 09/2024, dated 08.04.2020, 13.04.2020, 05.05.2020, 29.09.2020, 31.12.2020, 13.01.2021,23.06.2021, 08.12.2021,14.12.2021, 05.05.2022, 25.09.2023, 19.09.2024 respectively, issued by the Ministry of Corporate Affairs (MCA) and SEBI Circular dated 12.05.2020, 15.01.2021 and 13.05.2022 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as 'Circulars'), the latest being 03/2025 dated September 22, 2025 (collectively referred to as MCA Circulars) permitted the holding of the Annual General Meeting (AGM) through VC/OAVM without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (Act), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations) and MCA/SEBI Circulars, the 32nd Annual General Meeting of the Company is being held through VC / OAVM. The venue of the meeting shall be deemed to be the Registered Office of the Company situated at 5/6, Papa Industrial Estate, Suren Road, Andheri East, Mumbai 400093, Maharashtra, India.

2. Since this AGM is being held pursuant to the Circulars through VC/OAVM only, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in 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 of the Company etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. Members of the Company under the category of Body Corporate and Institutional Investors are encouraged to attend and vote at the AGM through VC. Corporate Members intending to authorize their representatives to participate and vote at the meeting are requested to email a certified copy of the Board resolution / authorization letter to the Company at cs@sundaramgroups.in or upload on the VC portal / e-voting portal.

5. In case of joint holders attending the Meeting, only such joint holder who is first in the order of names will be entitled to vote.

6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

7. In line with the Circulars, the Annual Report for the Financial Year 2025-26 including Notice of the AGM, 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/MUFG Intime India Private Limited, the Registrar and Share Transfer Agent of the Company (RTA) or with the respective Depository Participant(s) for communication purposes to the Members and to all other persons so entitled and the same will also be available on the website of the Company at www.sundaramgroups.in and can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited (NSE) at www.nseindia.com and on the website of NSDL (agency for providing the Remote e-Voting facility) i.e., www.evoting.nsdl.com. Additionally, in accordance with Regulation 36(1)(b) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company is also sending a letter to the Members whose e-mail addresses are not registered with Company/RTA/DP providing the weblink of Company's website from where the Integrated Annual Report for Financial Year 2025-26 can be accessed.

8. Those Members, whose email address is not registered with the Company or with their respective Depository Participant/s, and who wish to receive the Notice of the AGM and the Annual Report for the Financial Year 2025-26, can get their email address registered by following the steps as given below:

   - For Members holding shares in physical form, please send scan copy of a signed request letter mentioning your folio number, complete address, email address, mobile number to be registered along with scanned self- attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, AADHAR) supporting the registered address of the Member, by email to Company's RTA, MUFG Intime India Private Limited at https://web.in.mpms.mufg.com/helpdesk/Service_Request.html.

   - For the Members holding shares in demat form, please update your email address through your respective Depository Participant/s.

9. The information required to be provided under the Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2) issued by The Institute of Company Secretaries of India, regarding the Directors, who are proposed to be appointed/re-appointed and the relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, Special Business stating material facts

and reasons for the proposed resolutions is annexed hereto and forms part of this notice.

10. Register of Members and the Share Transfer Books of the Company will remain closed from **Wednesday, September 23, 2026** to **Tuesday, September 29, 2026**. (both days inclusive).

11. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, will be available during the AGM electronically for inspection by the Members on the website of the Company at www.sundaramgroups.in. All the other documents referred to in the Notice will also be available for inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM, i.e. **Tuesday, September 29, 2026** at registered office of the Company. Members seeking to inspect such documents can send an email to Company's Email id: cs@sundaramgroups.in.

12. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed dividend account; exchange of securities certificate; sub-division 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, on the website of the Company's Registrar and Transfer Agents, MUFG Intime India Private Limited at www.in.mpms.mufg.com. It may be noted that any service request can be processed only after the folio is KYC Compliant.

13. **Important dates for Members:**

    Book Closure Date: The Register of Members and Share Transfer Books in respect of the Equity Shares of the Company shall remain closed from **Wednesday, September 23, 2026** to **Tuesday, September 29, 2026** (both days inclusive) for the purpose of AGM.

    Cut-Off Date: The Cut-Off Date for the purpose of determining the Members eligible for participation in remote e-Voting and voting at the AGM through e-Voting system is **Tuesday, September 22, 2026**.

    A person who is not a member as on the Cut-Off Date should treat this Notice of AGM for information purpose only. The voting rights of Members shall be in proportion to their shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date, as aforesaid.

    Remote e-Voting: Period commences on **Saturday, September 26, 2026** from 9:00 A.M. (IST) and ends on **Monday, September 28, 2026** at 5:00 P.M. (IST). Remote e-Voting will be disabled after 5:00 P.M. (IST) on **Monday, September 28, 2026**.

    E-Voting Facility: E-voting facility will also be provided on the date of the AGM i.e., on **Tuesday, September 29, 2026** to eligible Members who have not cast their votes through remote e-Voting and who attends the AGM through VC/ OAVM facility.

14. To support the "Green Initiative", Members who have not registered their email addresses are requested to register the same with the Company's Registrar and Share Transfer Agent/their Depository Participants, in respect of shares held in physical/electronic mode, respectively.

15. As per the provisions of Section 72 of the Act, facility for making nomination is available for the Members in respect of shares held by them. Members holding shares in electronic mode may contact their respective Depository Participant for availing this facility.

Information and Instructions for e-voting and joining the AGM of the Company through VC are as follows:

1. 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) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020, 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 e-voting to enable the Members to cast their votes electronically as well as for e-voting during the AGM. Resolution(s) passed by Members through e-voting are deemed to have been passed, as if they have been passed at the AGM.

2. Cut-off-Date for the purpose of ascertaining Members who are eligible to receive this Notice is **Friday, August 28, 2026**. The cut-off-date for the purpose of determining the eligibility to vote by electronic means and at the AGM is **Tuesday, September 22, 2026** (the Cut-off Date). Only the 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 as well as voting at the AGM.

3. The Board of Directors of the Company have appointed Mr. Gaurang Shah, Proprietor of M/s. GR Shah and Associates, Practicing Company Secretary, Ahmedabad as the Scrutinizer to scrutinize entire voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.

4. A person who is not a member as on the Cut-off Date should treat this Notice for information purpose only. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-Off Date.
5. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.
6. The Company shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting, by use of remote e-voting system for all those Members who are present during the AGM through VC/OAVM but have not cast their votes by availing the remote e-voting facility. The remote e-voting module shall be disabled by NSDL for voting 15 minutes after the conclusion of the Meeting.
7. In case a person has become a Member of the Company after sending of the Notice but on or before the cut-off date, he/she may obtain the User ID through writing an email to evoting@nsdl.co.in or contact on: 022 - 4886 7000 / 022 - 2499 7000.
8. The results declared along with the Scrutinizer's Report shall be placed on the Company's website and on website of NSDL www.evoting.nsdl.com within two working days of the conclusion of the Meeting and will also be communicated to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING 32nd ANNUAL GENERAL MEETING ARE AS UNDER:

The remote e-voting period begins on **Saturday, September 26, 2026** at **09.00 A. M.** and ends on **Monday, September 28, 2026** at **05.00 P. M.** 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 record date (cut-off date) i.e. **Tuesday, September 22, 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, being **Tuesday, September 22, 2026**.

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

	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. NSDL Mobile App is available on App Store Google Play
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 aVerification 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 user 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.co.in 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 csgaurang7@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 Mr. Rahul Rajbhar, Assistant Manager at rahul.rajbhar@nsdl.com and 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 cs@sundaramgroups.in.
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 cs@sundaramgroups.in. If you are an Individual shareholder 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 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" 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 Members 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 cs@sundaramgroups.in. The same will be replied by the Company suitably.
6. Shareholders desirous to register themself as Speaker during the AGM, may send their name demat account number/folio number, email id, mobile number at cs@sundaramgroups.in at least 3 days in advance from the date of AGM.

By order of the Board
For Sundaram Multi Pap Limited
Sd/-
Amrut Premji Shah
Managing Director
DIN: 00033120

Date: August 13, 2026
Place: Mumbai

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

The following Statement sets out all material facts relating to Item No. 3 to 7 mentioned in the accompanying Notice.

Item No. 3:

Mr. Amrut P. Shah (DIN: 00033120) was re-appointed as the Managing Director of the Company at the 29th AGM held on September 29, 2023 for a period of three years w.e.f. April 01, 2024. Thus, his tenure as Managing Director of the Company is effective till March 31, 2027. Pursuant to the provisions of Section 196 of the Companies Act 2013, Managing Director can be reappointed prior to expiry of his term provided such reappointment shall not be made prior to one year before the expiry of his term.

Mr. Amrut P. Shah, has more than 40 years of experience in the business of paper stationery manufacturing. Though he is SSC qualified he started his career at a tender age of 20 years in the notebook Manufacturing and marketing. He is associated with the Company since incorporation i.e. w.e.f. March 13, 1995 to till date.

On recommendation of the Nomination and Remuneration Committee and Audit Committee, the Board of Directors at their meeting held on August 13, 2026 have approved the re-appointment of Mr. Amrut P. Shah as Managing Director of the Company, subject to the further approval of the Members at ensuing Annual General Meeting, with effect from April 01, 2027 for a period of three years i.e. till March 31, 2030, not liable to retire by rotation, at the terms of appointment including remuneration as mentioned below.

His reappointment as Managing Director will ensure continuity in the Company's strategic direction, fostering sustained growth and value creation for all stakeholders. His deep industry knowledge, and unwavering commitment to the Company make him an invaluable asset. His continued leadership will be crucial in navigating future challenges and seizing new opportunities, driving the Company towards greater heights.

Mr. Amrut P. Shah satisfies all the conditions as set out in Section 196(3) of the Companies Act, 2013 and Part-I of Schedule V to the Act, for being eligible for his re-appointment. He is not disqualified from being re-appointed as a Director in terms of Section 164 of the Act and has given his consent to act as Managing Director of the Company. Further, he has not been debarred from holding the office of director by virtue of any Securities and Exchange Board of India Order or any other such Authority.

The principal terms and conditions of re-appointment of Mr. Amrut P. Shah as the Managing Director are as follows:

1. **Tenure**

   The re-appointment shall be for the period of 3 (three) years commencing from April 01, 2027 to March 31, 2030 (both days inclusive).

2. **Remuneration**

   The Company shall pay remuneration to the Managing Director during the continuance of this agreement in consideration of the performance of his duties, as under:

   A. **Basic Salary:**

   Not Exceeding Rs.75 lakhs p. a. (will be paid exclusive of the perquisites, as mentioned below, which shall not be included in the computation of ceiling stated herein.)

   B. **Allowance & Perquisite:**

   - Contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income-tax Act, 1961.
   - Gratuity payable at the rate not exceeding half a month's salary for each completed year of service, and is not taxable under the Income-tax Act, 1961.
   - Encashment of leave at the end of the tenure.

   C. **Increments:**

   Increments may be given subject to the overall limits specified under Section 197 read with Schedule V of the Companies Act, 2013.

   D. **Minimum remuneration:**

   Notwithstanding anything contained herein, where, in any Financial Year during the tenure of the Managing Director, the Company has no profits or its profits are inadequate, the Company shall pay to the Managing Director remuneration, perquisites, allowances, benefits and amenities in accordance with the maximum limits prescribed under Section II of Part II of Schedule V to the Companies Act, 2013, as amended from time to time, subject to the approval of the members by way of a Special Resolution for payment of minimum remuneration during his tenure and compliance with the applicable provisions, disclosure requirements and other conditions specified therein.

   Accordingly, the approval of the members is being sought by way of a Special Resolution for payment of remuneration to Mr. Amrut P. Shah for the period from April 1, 2027 to March 31, 2030, in accordance with the applicable provisions of the Companies Act, 2013, in the event the Company has no profits or its profits are inadequate during any Financial Year within the said tenure.

3. **Other terms and conditions**

   a) The Managing Director shall exercise and perform such powers and duties as the Board of directors of the Company shall, from time to time, determine, and subject to any directions and restrictions, given and imposed by the Board and subject to the restrictions contained hereinafter, he shall have the general control, management and superintendence of the business of the Company with power to appoint and dismiss employees and to enter into contracts on behalf of the Company in the ordinary course of business and to do and perform all other acts and things, which in the ordinary course of business he may consider necessary or proper or in the interest of the Company.

b) Managing Director is entrusted with substantial powers of management of the affairs of the Company except the powers which the Act or the Articles require to be exercised by the Board.

c) The Managing Director shall, throughout the said term, devote the whole of his time, attention and abilities to the business of the Company, and shall obey the orders, from time to time, of the Board and in all respects conform to and comply with the directions and regulations made by the Board, and shall faithfully serve the Company and use his utmost endeavour to promote the interest thereof.

d) The Managing Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors.

4. Termination / Cessation of employment

a) The Company or Mr. Amrut P. Shah may bring to an end this Agreement before his term is over by giving a notice of termination at least 3 Months before the date on which the termination will come into effect.

b) Where any controversy, dispute or disagreement arises between the Managing Director and the Company as to the interpretation or application of any of the terms, conditions, requirements or obligation under this Agreement or the performance hereof which the Parties are unable to resolve by agreement, the Parties hereby agree to refer the controversy, dispute or disagreement to arbitration in accordance with Arbitration and Conciliation Act, 1996. All arbitration proceedings shall be conducted in English and the venue for conducting such proceedings shall be at Mumbai.

c) If the Managing Director shall at any time be prevented by ill-health or accident from performing his duties hereunder, he shall inform the Company and if he shall be unable by reason of ill-health or accident for a period of sixty days in any period of twelve consecutive calendar months to perform his duties hereunder, the Company may terminate his employment.

d) The Company shall be entitled to terminate this agreement in the event of the Managing Director being guilty of misconduct or such in attention to or negligence in the discharge of his duties or in the conduct of the Company's business or of any other act of omission or commission inconsistent with his duties as the Managing Director or any breach of his agreement.

e) If before the expiration of this agreement the tenure of office of the Managing Director shall be determined by reason of a reconstruction or amalgamation whether by the winding up of the Company or otherwise, the Managing Director shall have no claim against the Company for damages.

As required under Regulation 36 of the SEBI Listing Regulations and Secretarial Standard-2 issued by ICSI, requisite information of Mr. Amrut P. Shah is provided in **Annexure I** of this Notice and Statement as required under Section II, Part II of the Schedule V of the Companies Act, 2013 with reference to Resolution at Item No. 3 is provided in **Annexure II** of this Notice. The above explanatory statement setting out terms of re-appointment may also be regarded as disclosure under Section 190 of the Companies Act, 2013.

The Board therefore recommends the **Special Resolution** set out at Item No. 3 of the Notice for approval of the members of the Company.

Except Mr. Amrut P. Shah and his relatives, none of the other Directors / Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in resolutions set-out under Item No. 3 of the Notice.

Item No. 4:

Mr. Shantilal P. Shah (DIN: 00033182) was re-appointed as the Whole-Time Director of the Company at the 29th AGM held on September 29, 2023 for period of three years w.e.f. April 01, 2024. Thus, his tenure as Whole-Time Director of the Company is effective till March 31, 2027. Pursuant to the provisions of Section 196 of the Companies Act 2013, Whole-Time Director can be reappointed prior to expiry of his term provided such reappointment shall not be made prior to one year before the expiry of his term.

Mr. Shantilal P. Shah, has a great marketing brain in the paper and stationery industry. He has evolved and developed a unique dealer/retailer network in the form of retails shops in Maharashtra, Gujarat and Goa. He constantly strives to expand the dealer/retail network through personal relationships and innovative schemes of rewarding the dealer achievers. He has put in place the system to gather from this network great deal of market intelligence in terms of customer preference for Sundaram's products.

On recommendation of the Nomination and Remuneration Committee and Audit Committee, the Board of Directors at their meeting held on August 13, 2026 have approved the re-appointment of Mr. Shantilal P. Shah as Whole-Time Director of the Company, subject to the further approval of the Members at ensuing Annual General Meeting, with effect from April 01, 2027 for a period of three years i.e. till March 31, 2030, liable to retire by rotation, at the terms of appointment including remuneration as mentioned below.

Reappointing Mr. Shantilal P. Shah as Whole-Time Director of the Company is a strategic decision that aligns with the Company's long-term goals. His unwavering commitment to the Company makes him an invaluable asset. His continued leadership will be crucial in navigating future challenges and seizing new opportunities, driving the Company towards greater heights.

Mr. Shantilal P. Shah satisfies all the conditions as set out in Section 196(3) of the Companies Act, 2013 and Part-I of Schedule V to the Act, for being eligible for his re-appointment. He is not disqualified from being re-appointed as a Director in terms of Section 164 of the Act and has given his consent to act as Whole-Time Director of the Company. Further, he has not been debarred from holding the office of director by virtue of any Securities and Exchange Board of India Order or any other such Authority.

The principal terms and conditions of re-appointment of Mr. Shantilal P. Shah as the Whole-Time Director are as follows:

1. **Tenure**

   The re-appointment shall be for the period of 3 (three) years commencing from April 01, 2027 to March 31, 2030 (both days inclusive).

2. **Remuneration**

   The Company shall pay remuneration to the Whole-Time Director during the continuance of this agreement in consideration of the performance of his duties, as under:

   A. **Basic Salary:**

   Not Exceeding Rs.75 lakhs p. a. (will be paid exclusive of the perquisites, as mentioned below, which shall not be included in the computation of ceiling stated herein.)

   B. **Allowance & Perquisite:**

   - Contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income-tax Act, 1961.
   - Gratuity payable at the rate not exceeding half a month's salary for each completed year of service, and is not taxable under the Income-tax Act, 1961.
   - Encashment of leave at the end of the tenure.

   C. **Increments:**

   Increments may be given subject to the overall limits specified under Section 197 read with Schedule V of the Companies Act, 2013.

   D. **Minimum remuneration:**

   Notwithstanding anything contained herein, where, in any Financial Year during the tenure of the Whole-Time Director, the Company has no profits or its profits are inadequate, the Company shall pay to the Whole-Time Director remuneration, perquisites, allowances, benefits and amenities in accordance with the maximum limits prescribed under Section II of Part II of Schedule V to the Companies Act, 2013, as amended from time to time, subject to the approval of the members by way of a Special Resolution for payment of minimum remuneration during his tenure and compliance with the applicable provisions, disclosure requirements and other conditions specified therein.

   Accordingly, the approval of the members is being sought by way of a Special Resolution for payment of remuneration to Mr. Shantilal P. Shah for the period from April 1, 2027 to March 31, 2030, in accordance with the applicable provisions of the Companies Act, 2013, in the event the Company has no profits or its profits are inadequate during any Financial Year within the said tenure.

3. **Role on the Board**

   He is re-appointed as Whole-Time Director of the company to:

   - To handle the Marketing and Public Relation with the clients of the Company and Media.
   - To effectively represent, and promote the interests of shareholders with a view to adding longterm value to the Company's shares.
   - To ensure that the Company's goals are clearly established, and that strategies are in place for achieving them.
   - To establish in consultation with the board and its committee, policies for strengthening the performance of the Company including ensuring that management is proactively seeking to build the business through innovation, initiative, technology, new products, designs and the development of its business capital;
   - To ensure that the Company adheres to high standards of ethics and corporate behaviour;

4. **Termination / Cessation of employment**

   The appointment may be terminated by either party by giving one month notice or the Company paying one month salary in lieu of the notice. If at any time the Whole Time Director ceases to be a Director of the Company for any cause whatsoever, he shall cease to be the Whole Time Director of the Company.

As required under Regulation 36 of the SEBI Listing Regulations and Secretarial Standard-2 issued by ICSI, requisite information of Mr. Shantilal P. Shah is provided in **Annexure I** of this Notice and Statement as required under Section II, Part II of the Schedule V of the Companies Act, 2013 with reference to Resolution at Item No. 4 is provided in **Annexure II** of this Notice. The above explanatory statement setting out terms of re-appointment may also be regarded as disclosure under Section 190 of the Companies Act, 2013.

The Board therefore recommends the **Special Resolution** set out at Item No. 4 of the Notice for approval of the members of the Company.

Except Mr. Shantilal P. Shah and his relatives, none of the other Directors / Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in resolutions set-out under Item No. 4 of the Notice.

Item No. 5:

Mr. Krunal S. Shah (DIN: 07877986) was re-appointed as the Whole-Time Director of the Company at the 29th AGM held on September 29, 2023 for period of three years w.e.f. April 01, 2024. Thus, his tenure as Whole-Time Director of the Company is effective till March 31, 2027. Pursuant to the provisions of Section 196 of the Companies Act 2013, Whole-Time Director can be reappointed prior to expiry of his term provided such reappointment shall not be made prior to one year before the expiry of his term. Mr. Krunal S. Shah, has qualification of Masters of Management Studies and Bachelor of Business Administration. He is having good Marketing Brain and Management & Business Administration Skills. His technological expertise helps the Company to conduct its affairs in efficient and cost-effective manner.

On recommendation of the Nomination and Remuneration Committee and Audit Committee, the Board of Directors at their meeting held on August 13, 2026 have approved the re-appointment of Mr. Krunal S. Shah as Whole-Time Director of the Company, subject to the further approval of the Members at ensuing Annual General Meeting, with effect from April 01, 2027 for a period of three years i.e. till March 31, 2030, liable to retire by rotation, at the terms of appointment including remuneration as mentioned below.

Reappointing Mr. Krunal S. Shah as Whole-Time Director is a strategic decision that aligns with the Company's long-term goals. His unwavering commitment to the Company makes him an invaluable asset. His continued leadership will be crucial in navigating future challenges and seizing new opportunities, driving the Company towards greater heights.

Mr. Krunal S. Shah satisfies all the conditions as set out in Section 196(3) of the Companies Act, 2013 and Part-I of Schedule V to the Act, for being eligible for his re-appointment. He is not disqualified from being re-appointed as a Director in terms of Section 164 of the Act and has given his consent to act as Whole-Time Director of the Company. Further, he has not been debarred from holding the office of director by virtue of any Securities and Exchange Board of India Order or any other such Authority.

The principal terms and conditions of re-appointment of Mr. Krunal S. Shah as the Whole-Time Director are as follows:

1. Tenure

The re-appointment shall be for the period of 3 (three) years commencing from April 01, 2027 to March 31, 2030 (both days inclusive).

2. Remuneration

The Company shall pay remuneration to the Whole-Time Director during the continuance of this agreement in consideration of the performance of his duties, as under:

A. Basic Salary:

Not Exceeding Rs.75 lakhs p. a. (will be paid exclusive of the perquisites, as mentioned below, which shall not be included in the computation of ceiling stated herein.)

B. Allowance & Perquisite:

- Contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income-tax Act, 1961.
- Gratuity payable at the rate not exceeding half a month's salary for each completed year of service, and is not taxable under the Income-tax Act, 1961.
- Encashment of leave at the end of the tenure.

C. Increments:

Increments may be given subject to the overall limits specified under Section 197 read with Schedule V of the Companies Act, 2013.

D. Minimum remuneration: Notwithstanding anything contained herein, where, in any Financial Year during the tenure of the Whole-Time Director, the Company has no profits or its profits are inadequate, the Company shall pay to the Whole-Time Director remuneration, perquisites, allowances, benefits and amenities in accordance with the maximum limits prescribed under Section II of Part II of Schedule V to the Companies Act, 2013, as amended from time to time, subject to the approval of the members by way of a Special Resolution for payment of minimum remuneration during his tenure and compliance with the applicable provisions, disclosure requirements and other conditions specified therein.

Accordingly, the approval of the members is being sought by way of a Special Resolution for payment of remuneration to Mr. Krunal S. Shah for the period from April 1, 2027 to March 31, 2030, in accordance with the applicable provisions of the Companies Act, 2013, in the event the Company has no profits or its profits are inadequate during any Financial Year within the said tenure.

3. Role on the Board

He is re-appointed as Whole-Time Director of the company to:

- To handle the Digital Marketing, Designing, and Public Relation with the clients of the Company and Media.
- To ensure that the Company's goals are clearly established, and that strategies are in place for achieving them.
- To establish in consultation with the board and its committee, policies for strengthening the performance of the Company including ensuring that management is proactively seeking to build the business through innovation, initiative, technology, new products, designs and the development of its business capital;
- To ensure that the Company adheres to high standards of ethics and corporate behaviour;

4. **Termination / Cessation of employment**

The appointment may be terminated by either party by giving one month notice or the Company paying one month salary in lieu of the notice. If at any time the Whole Time Director ceases to be a Director of the Company for any cause whatsoever, he shall cease to be the Whole Time Director of the Company.

As required under Regulation 36 of the SEBI Listing Regulations and Secretarial Standard-2 issued by ICSI, requisite information of Mr. Krunal S. Shah is provided in **Annexure I** of this Notice and Statement as required under Section II, Part II of the Schedule V of the Companies Act, 2013 with reference to Resolution at Item No. 5 is provided in **Annexure II** of this Notice. The above explanatory statement setting out terms of re-appointment may also be regarded as disclosure under Section 190 of the Companies Act, 2013.

The Board therefore recommends the **Special Resolution** set out at Item No. 5 of the Notice for approval of the members of the Company.

Except Mr. Krunal S. Shah and his relatives, none of the other Directors / Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in resolutions set-out under Item No. 5 of the Notice.

Item No. 6:

The Members of the Company at the 28th Annual General Meeting held Monday, September 19, 2022 had appointed Mrs. Jyoti C. Gala (DIN: 03444610) as a Woman Independent Director to hold office for a term of five consecutive years with effect from June 27, 2022 up to June 26, 2027.

The performance evaluation of Independent Directors was based on various criteria, inter alia, including attendance at Board and Committee Meetings, skill, experience, ability to challenge views of others in a constructive manner, knowledge acquired with regard to the Company's business, understanding of industry and global trends, etc. Mrs. Jyoti C. Gala fulfils the conditions specified under the Act and the SEBI (LODR) Regulations and is independent of the management.

Mrs. Jyoti Gala possesses the core skills/expertise/competencies identified in the Company's business and sectors for it to function effectively. Details of the skills possessed by them are included in the Corporate Governance Report which forms a part of the Annual Report for the Financial Year ended on March 31, 2026.

Based on the recommendation of Nomination and Remuneration Committee and the performance evaluation of Independent Director, the Board at its Meeting held on August 13, 2026 has recommended the re-appointment of Mrs. Jyoti Gala (DIN: 03444610) as Woman Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years commencing from **June 27, 2027** up to **June 26, 2032** (both days inclusive).

The Company has received all statutory disclosures/declarations from Mrs. Jyoti Gala, including:

- Consent in writing to act as director in Form DIR-2, pursuant to Rule 8 of the Appointment Rules,
- Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that she is not disqualified under Section 164(2) of the Act,
- Declaration to the effect that she meets the criteria of independence as provided in Section 149(6) of the Act and under LODR Regulations,
- Declaration pursuant to BSE Circular No. LIST/ COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/ CML/2018/24 dated June 20, 2018 that she has not been debarred from holding office of a director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority,
- Confirmation that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge duties as an Independent Director of the Company, and
- A notice in writing by a member proposing her candidature under Section 160(1) of the Act.
- Confirmation that she is in compliance with Rules 6(1) and 6(2) of the Appointment Rules, with respect to her registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, a copy of the draft appointment letter in relation to re-appointment of Mrs. Jyoti Gala as a Woman Independent Non-executive Director setting out the terms and conditions of the re-appointment would be available for inspection by the Members, by writing an email to the Company at cs@sundaramgroups.in.

As required under Regulation 36 of the SEBI Listing Regulations and Secretarial Standard-2 issued by ICSI, requisite information of Mrs. Jyoti C. Gala is provided in **Annexure I** of this Notice.

The Board therefore recommends the **Special Resolution** set out at Item No. 6 of the Notice for approval of the members of the Company.

Except Mrs. Jyoti C. Gala and her relatives, none of the other Directors / Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in resolutions set-out under Item No. 6 of the Notice.

Item No. 7:

The Members of the Company at the 28th Annual General Meeting held Monday, September 19, 2022 had appointed Mr. Mahesh Devji Bhanushali (DIN: 09629998) as an Independent Director to hold office for a term of five consecutive years with effect from June 27, 2022 up to June 26, 2027.

The performance evaluation of Independent Directors was based on various criteria, inter alia, including attendance at Board and

Committee Meetings, skill, experience, ability to challenge views of others in a constructive manner, knowledge acquired with regard to the Company's business, understanding of industry and global trends, etc. Mr. Mahesh D. Bhanushali fulfils the conditions specified under the Act and the SEBI (LODR) Regulations and is independent of the management.

Mr. Mahesh D. Bhanushali possesses the core skills/expertise/ competencies identified in the Company's business and sectors for it to function effectively. Details of the skills possessed by them are included in the Corporate Governance Report which forms a part of the Annual Report for the Financial Year ended on March 31, 2026.

Based on the recommendation of Nomination and Remuneration Committee and the performance evaluation of Independent Director, the Board at its Meeting held on August 13, 2026 has recommended the re-appointment of Mr. Mahesh Bhanushali (DIN: 09629998) as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years commencing from **June 27, 2027** up to **June 26, 2032** (both days inclusive).

The Company has received all statutory disclosures/declarations from Mr. Mahesh D. Bhanushali, including:

- Consent in writing to act as director in Form DIR-2, pursuant to Rule 8 of the Appointment Rules,
- Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under Section 164(2) of the Act,
- Declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and under LODR Regulations,
- Declaration pursuant to BSE Circular No. LIST/ COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/ CML/2018/24 dated June 20, 2018 that he has not been debarred from holding office of a director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority,
- Confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge duties as an Independent Director of the Company, and
- A notice in writing by a member proposing his candidature under Section 160(1) of the Act.
- Confirmation that he is in compliance with Rules 6(1) and 6(2) of the Appointment Rules, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, a copy of the draft appointment letter in relation to re-appointment of Mr. Mahesh D. Bhanushali as an Independent Non-executive Director setting out the terms and conditions of the re-appointment would be available for inspection by the Members, by writing an email to the Company at cs@sundaramgroups.in.

As required under Regulation 36 of the SEBI Listing Regulations and Secretarial Standard-2 issued by ICSI, requisite information of Mr. Mahesh D. Bhanushali is provided in **Annexure I** of this Notice.

The Board therefore recommends the **Special Resolution** set out at Item No. 7 of the Notice for approval of the members of the Company.

Except Mr. Mahesh D. Bhanushali and his relatives, none of the other Directors / Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in resolutions set-out under Item No. 7 of the Notice.

Annexure I

Details of the Directors seeking appointment / re-appointment at the 32nd AGM pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Secretarial Standard-2 on the General Meeting:

Name of Director	Mr. Amrut P. Shah
DIN	00033120
Designation	Managing Director
Date of Birth	August 30, 1961
Age	65 years
Date of first appointment on the Board	March 13, 1995
Brief Profile including Qualification, Experience and Expertise in specific functional area	Mr. Amrut P. Shah, is the CMD and Promoter of the Company. He brings with him more than 40 years of experience in the business of paper stationery manufacturing. Though he is SSC qualified he started his career at a tender age of 20 years in the notebook Manufacturing and marketing. He is associated with the Company since incorporation i.e. from March 13, 1995 to till date.
Relationship between Directors / Key Managerial Personnel of the Company	Brother of Mr. Shantilal P. Shah; Father of Mr. Hardik A. Shah (CEO)
Terms and conditions of Appointment / Reappointment	As stated in the resolution and explanatory statement of item No. 3 to the notice.
Remuneration last drawn	Rs.42.00 Lakhs p. a.
Remuneration proposed to be paid	As stated in the explanatory statement of item No. 3 to the notice.
No. of shares held in the Company	3,51,55,151 Equity Shares (7.42%)
Directorships held in other Public Companies (excluding Foreign and Private Companies)	NIL
Memberships/ Chairmanships of committees of other Public Companies	NIL
Number of Meetings of Board attended during the year	7 of 7
Committee Membership/ Chairmanships of the Company	NIL
Names of listed entities in which Director has resigned in the past three years	None
Skills and capabilities required for the role and the manner in which the Directors meet the requirements	In view of the above profile as specified in item no 3 above, the Nomination and Remuneration Committee and the Board are of the view that Mr. Amrut P. Shah possesses the requisite skills and capabilities, which would be of immense benefit to the Company.

Details of the Directors seeking appointment / re-appointment at the 32nd AGM pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Secretarial Standard-2 on the General Meeting:

Name of Director	Mr. Shantilal P. Shah
DIN	00033182
Designation	Whole-Time Director
Date of Birth	November 07, 1970
Age	55 years
Date of first appointment on the Board	August 01, 1999
Brief Profile including Qualification, Experience and Expertise in specific functional area	Mr. Shantilal P. Shah, is the Whole-Time Director and Promoter of the Company. Though he is SSC qualified he is a great marketing brain in the paper and stationery industry. He has evolved and developed a unique dealer/ retailer network in the form of retails shops in Maharashtra, Gujarat and Goa. He constantly strives to expand the dealer/retail network through personal relationships and innovative schemes of rewarding the dealer achievers. He has put in place the system to gather from this network great deal of market intelligence in terms of customer preference for Sundaram's products against the competitors' products.

Relationship between Directors / Key Managerial Personnel of the Company	Brother of Mr. Amrut P. Shah; Father of Mr. Krunal S. Shah
Terms and conditions of Appointment / Reappointment	As stated in the resolution and explanatory statement of item No. 4 to the notice.
Remuneration last drawn	Rs.42.00 Lakhs p. a.
Remuneration proposed to be paid	As stated in the explanatory statement of item No. 4 to the notice.
No. of shares held in the Company	4,62,64,357 Equity Shares (9.76%)
Directorships held in other Public Companies (excluding Foreign and Private Companies)	NIL
Memberships/ Chairmanships of committees of other Public Companies	NIL
Number of Meetings of Board attended during the year	7 of 7
Committee Membership/ Chairmanships of the Company	NIL
Names of listed entities in which Director has resigned in the past three years	None
Skills and capabilities required for the role and the manner in which the Directors meet the requirements	In view of the above profile as specified in item no 4 above, the Nomination and Remuneration Committee and the Board are of the view that Mr. Shantilal P. Shah possesses the requisite skills and capabilities, which would be of immense benefit to the Company.

Details of the Directors seeking appointment / re-appointment at the 32nd AGM pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Secretarial Standard-2 on the General Meeting:

Name of Director	Mr. Krunal S. Shah
DIN	07877986
Designation	Whole-Time Director
Date of Birth	July 07, 1994
Age	32 years
Date of first appointment on the Board	August 8, 2017
Brief Profile including Qualification, Experience and Expertise in specific functional area	Mr. Krunal S. Shah, is the Whole-Time Director and member of Promoter group of the Company. He has completed qualification of Masters of Management Studies and Bachelor of Business Administration. He is having good Marketing Brain and Management & Business Administration Skills. His technological expertise helps the Company to conduct its affairs in efficient and cost-effective manner.
Relationship between Directors / Key Managerial Personnel of the Company	Son of Mr. Shantilal P. Shah
Terms and conditions of Appointment / Reappointment	As stated in the resolution and explanatory statement of item No. 5 to the notice.
Remuneration last drawn	Rs.42.00 Lakhs p. a.
Remuneration proposed to be paid	As stated in the explanatory statement of item No. 5 to the notice.
No. of shares held in the Company	43,000 Equity Shares (0.01%)
Directorships held in other Public Companies (excluding Foreign and Private Companies)	NIL
Memberships/ Chairmanships of committees of other Public Companies	NIL
Number of Meetings of Board attended during the year	7 of 7
Committee Membership/ Chairmanships of the Company	NIL

Names of listed entities in which Director has resigned in the past three years	None
Skills and capabilities required for the role and the manner in which the Directors meet the requirements	In view of the above profile as specified in item no 5 above, the Nomination and Remuneration Committee and the Board are of the view that Mr. Krunal S. Shah possesses the requisite skills and capabilities, which would be of immense benefit to the Company.

Details of the Directors seeking appointment / re-appointment at the 32nd AGM pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Secretarial Standard-2 on the General Meeting:

Name of Director	Mrs. Jyoti C. Gala
DIN	03444610
Designation	Independent Director
Date of Birth	July 11, 1971
Age	55 years
Date of first appointment on the Board	June 27, 2022
Brief Profile including Qualification, Experience and Expertise in specific functional area	Mrs. Jyoti Gala is Non-Executive Independent Woman Director of the Company. She is qualified B.HSC degree holder. She has done her specialisation in textile designing. A very enthusiastic and conversant person having keen interest in the current social media and new marketing trends.
Relationship between Directors / Key Managerial Personnel of the Company	None
Terms and conditions of Appointment / Reappointment	As stated in the resolution and explanatory statement of item No. 6 to the notice.
Remuneration last drawn	NIL
Remuneration proposed to be paid	NIL
No. of shares held in the Company	NIL
Directorships held in other Public Companies (excluding Foreign and Private Companies)	NIL
Memberships/ Chairmanships of committees of other Public Companies	NIL
Number of Meetings of Board attended during the year	7 of 7
Committee Membership/ Chairmanships of the Company	Chairman – Stakeholders Relationship Committee Member – Audit Committee
Names of listed entities in which Director has resigned in the past three years	None
Skills and capabilities required for the role and the manner in which the Directors meet the requirements	In view of the above profile as specified in item no 6 above, the Nomination and Remuneration Committee and the Board are of the view that Mrs. Jyoti C. Gala possesses the requisite skills and capabilities, which would be of immense benefit to the Company.

Details of the Directors seeking appointment / re-appointment at the 32nd AGM pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Secretarial Standard-2 on the General Meeting:

Name of Director	Mr. Mahesh D. Bhanushali
DIN	09629998
Designation	Independent Director
Date of Birth	April 01, 1996
Age	30 years
Date of first appointment on the Board	June 27, 2022

Brief Profile including Qualification, Experience and Expertise in specific functional area	Mr. Mahesh Devji Bhanushali is non-executive Independent Director of the Company. He has done his MBA from Welingkar Institute of Management. He is skilled in Business Development, Strategic planning and Staff Management. A self-motivated professional successful in seizing viable opportunities for expansion and innovation in business. He has his background in increasing profits, reducing costs, and transforming customer service standards. Experienced in leading and supervising operational and sales teams.
Relationship between Directors / Key Managerial Personnel of the Company	None
Terms and conditions of Appointment / Reappointment	As stated in the resolution and explanatory statement of item No. 7 to the notice.
Remuneration last drawn	NIL
Remuneration proposed to be paid	NIL
No. of shares held in the Company	NIL
Directorships held in other Public Companies (excluding Foreign and Private Companies)	NIL
Memberships/ Chairmanships of committees of other Public Companies	NIL
Number of Meetings of Board attended during the year	7 of 7
Committee Membership/ Chairmanships of the Company	Chairman – Audit Committee Member – Stakeholders Relationship Committee
Names of listed entities in which Director has resigned in the past three years	None
Skills and capabilities required for the role and the manner in which the Directors meet the requirements	In view of the above profile as specified in item no 7 above, the Nomination and Remuneration Committee and the Board are of the view that Mr. Mahesh D. Bhanushali possesses the requisite skills and capabilities, which would be of immense benefit to the Company.

Annexure II

The Statement containing Additional Information as required under Schedule V of the Companies Act, 2013:

I. General Information

1. Nature of Industry: **Paper and Stationery**

2. Date of Commencement of commercial production: **March 13, 1995**

3. In case of new Company, expected date of Commencement of activities as per project approved by Financial Institutions appearing in the Prospectus: Not Applicable

4. Financial Performance based on given indicators:

(₹. In Lakhs)

Particulars	2025-2026	2024-2025
Total Revenue	13,920.38	12,940.50
Depreciation	364.02	433.67
Total Expenses	13,643.99	13,281.97
Profit After Tax	317.95	(512.07)
Paid-up Capital	4,738.78	4,738.78
Reserves & Surplus	4,330.43	4,015

5. Foreign Investments or Collaborations, if any: The total holding of Foreign Portfolio Investors as on March 31, 2026 is NIL. The Company has not entered into any foreign collaboration. Some Non-Resident Indians & Foreign Institutional Investors hold minor shareholding in the Company.

II. Information about the appointee

1. Background details:

Amrut P. Shah (DIN: 00033120), Chairman & Managing Director:

Mr. Amrut P. Shah, Age 65 years, Promoter, is the Chairman and Managing Director of the Company. He brings with him more than 40 years of experience in the business of paper stationer y manufacturing. Though he is SSC qualified he started his career at a tender age of 20 years in the notebook manufacturing and marketing. He is associated with the Company since incorporation i.e. from March 13, 1995 to till date.

Shantilal P. Shah (DIN: 00033182), Whole-time Director:

Mr. Shantilal P. Shah, Age 55 years, is the Whole-time Director of the Company. Though he is SSC qualified he is a great marketing brain in the paper and stationery industry. He has evolved and developed a unique dealer/ retailer network in the form of retails shops in Maharashtra, Gujarat and Goa. He constantly strives to expand the dealer/retail network through personal relationships and innovative schemes of rewarding the dealer achievers. He has put in place the system to gather from this network great deal of market intelligence in terms of customer preference for Sundaram's products vis-à-vis the competitors' products.

Krunal S. Shah (DIN: 07877986), Whole-time Director:

Mr. Krunal S. Shah, Age 32 years, is the Whole-Time Director of the Company. He has completed qualification of Masters of Management Studies and Bachelor of Business Administration. He is having good Marketing Brain and Management & Business Administration Skills. His technological expertise helps the Company to conduct its affairs in efficient and cost-effective manner.

2. Past Remuneration:

Financial Year	Salary (P. A.)		
	Amrut P. Shah	Shantilal P. Shah	Krunal S. Shah
2025-2026	42,00,000	42,00,000	42,00,000
2024-2025	42,00,000	42,00,000	42,00,000
2023-2024	42,00,000	42,00,000	42,00,000

3. Recognition/Awards:

The Sundaram Multi Pap Limited under the Stewardship of Mr. Amrut P. Shah obtained the following recognition/Awards:

Sr. No.	Awards/Recognition	Issuing Authority	Year
1	Certificate of Merit	CAPEXIL	1997-1998
2	Certificate of Merit	CAPEXIL	1999-2000
3	Certificate of Export Recognition	Ministry of Industries, Trade & Commerce, Government of Maharashtra	1999-2000
4	Special Export Award	CAPEXIL	2000-2001
5	Award for Best Export Performance. Category: Regional Award (Konkan Region)	Ministry of Industries, Trade & Commerce, Government of Maharashtra	2000-2001
6	Special Export Award	CAPEXIL	2001-2002
7	Special Export Award	CAPEXIL	2002-2003
8	Special Export Award	CAPEXIL	2003-2004
9	Special Export Award	CAPEXIL	2004-2005
10	Award for Best Export Performance. Category: Regional Award t(Konkan Region)	Ministry of Industries, Trade & Commerce, Government of Maharashtra	2006-2007
11	Special Export Award	CAPEXIL	2009-2010
12	Certificate of Appreciation	BSE Limited	2009-2010
13	Maharashtra Ratna Award	Federation of Maharashtra Stationery Manufacturers & Traders Association	2015-2016
14	Certificate of Appreciation in SME Sector	The Economic Times SME Activator	2018-2019
15	Certificate of Appreciation	Ministry of Finance	2021-2022

4. Job Profile and Suitability:

Amrut P. Shah:

Mr. Amrut P. Shah is the Managing Director of our Company, having more than 4 decades of experience in the industry. Apart from the day-to-day management of the Company, the Board of Directors has entrusted to him the responsibility of successful and timely execution of the Company's expansion projects.

Shantilal P. Shah:

Mr. Shantilal P. Shah is the Whole-time Director of our Company. He has profound knowledge of customer taste and market for the products of the Company. He looks over the overall marketing and distribution network of the Company and makes and executes strategic marketing plans. He is playing major role in planning, financing, administrating, organizing and controlling.

Krunal S. Shah:

Mr. Krunal S. Shah is appointed as Whole-time Director of the Company. He has expertise in Marketing, Management & Business Administration and Technology up-gradations. He looks over Business Management & Administration and Technological advancements in the Company.

5. Remuneration proposed:

Proposed remuneration of not exceeding Rs.75 lakhs p.a. each from FY 2027-2028 to FY 2029-2030 payable to Mr. Amrut P. Shah, Mr. Shantilal P. Shah & Mr, Krunal S. Shah shall be exclusive of perquisites. Other details pertaining to remuneration is given above in explanatory statement.

6. Comparative Remuneration Profile with respect to Industry, size of the Company, Profile of the position and person:

Amrut P. Shah:

Mr. Amrut P. Shah brings with him more than 4 decades of experience in the business of paper stationery manufacturing. This experience provided him the opportunity to understand complete intricacies of this business, like sourcing raw materials, complete manufacturing processes like printing, ruling, cutting, folding, pinning, pasting and packing and selling to various retail outlets in and around vicinity. He launched himself as an independent manufacturer in the year 1985 with his brother Mr. Shantilal P. Shah and in very second year of operation achieved three important milestones viz. pioneered the concept of long books, drawing book with laminated cover and the soft cover laminated notebooks. He also has in-depth knowledge of the paper industry that helps the business greatly, paper being the principal raw material. He has built an uncanny relationship with the paper manufacturers over last 30 years which has ensured consistent supplies of the required paper for manufacturing various paper stationery. His all-encompassing knowledge of paper stationery manufacturing business and his successful track record have made him the most respectable figure in the industry.

Sundaram is strong Brand in Education stationary market in western India for almost 4 decades. In Maharashtra it is one of the top two brands. Mr. Amrut P. Shah & Mr. Shantilal P. Shah strived hard to place our Company in a prominent position and his role since 1995 in turning our Company to one of the reputed and branded paper stationery manufacturing companies in the State of Maharashtra.

The turnover of our Company, as per the audited accounts, for the year ended 31.03.2026 was Rs.13,711.25/- lakhs. There are 476 employees on the payroll as on March 31, 2026. Considering the size of the Company, turnover, growth in the Company's business and the profile of the Managing Director, the proposed remuneration is comparable, if not; lower than the levels prevailing in the industry.

Shantilal P. Shah:

Mr. Shantilal P. Shah brings with him more than 25 years of experience of marketing in paper and stationery industry. He is being associated with the Company since incorporation. However, he was inducted on the Board from August 1, 1999. He has made in-depth studies of the market for paper and paper stationery products. He has created strong whole seller and retailer channels for the products of the Company. Sundaram is strong Brand in Education stationery market in western India for almost 4 decades. In Maharashtra it is one of the top two brands. Mr. Shantilal P. Shah strived hard to create the brand 'SUNDARAM' in the market.

The turnover of our Company, as per the audited accounts, for the year ended 31.03.2026 was Rs.13,711.25/- lakhs. There are 476 employees on the payroll as on March 31, 2026. Considering the size of the Company, turnover, growth in the Company's business and the profile of the Whole-Time Director, the proposed remuneration is comparable, if not; lower than the levels prevailing in the industry.

Krunal S. Shah:

Mr. Krunal S. Shah has good brain in Marketing, Management & Business Administration and Technology up-gradations. He is associated with the business of the Company since long however he is inducted on the Board w.e.f. August 08, 2017.

The turnover of our Company, as per the audited accounts, for the year ended 31.03.2026 was Rs.13,711.25/- lakhs. There are 476 employees on the payroll as on March 31, 2026. Considering the size of the Company, turnover, growth in the Company's business and the profile of the Whole-Time Director, the proposed remuneration is comparable, if not; lower than the levels prevailing in the industry.

7. Pecuniary Relationship, directly or indirectly, with the Company or relationship with the Managerial Personnel or other director, if any:

Mr. Amrut P. Shah & Mr. Shantilal P. Shah are Brothers and Mr. Krunal S. Shah is son of Mr. Shantilal P. Shah. Mr. Amrut P. Shah is father of Mr. Hardik A. Shah. They do not have any other pecuniary relationship, directly or indirectly with the Company or managerial personnel except to the extent of their shareholdings in the equity share capital of the Company and the remuneration drawn by them as Managing Director and Whole-time Directors respectively.

Nature of interest of Directors/KMP/or their relatives are as under:

Sr. No.	Name	Designation & Nature of Relationship	Shareholding in Company as on March 31, 2026
1	Amrut P. Shah	Managing Director (Brother of Mr. Shantilal P. Shah; Father of Mr. Hardik A. Shah)	3,51,55,151 (7.42%)
2	Shantilal P. Shah	Whole-time Director (Brother of Mr. Amrut P. Shah; Father of Mr. Krunal S. Shah)	4,62,64,357 (9.76%)
3	Krunal S. Shah	Whole-time Director (Son of Mr. Shantilal P. Shah)	43,000 (0.01%)
4	Hardik A. Shah	Chief Executive Officer (Son of Mr. Amrut P. Shah)	1,35,58,500 (2.86%)
5	Divij S. Shah	Chief Marketing Officer (Son of Mr. Shantilal P. Shah)	3,35,000 (0.07%)
6	Yash R. Shah	Chief Operating Officer (Nephew of Mr. Amrut P. Shah and Mr. Shantilal P. Shah)	4,70,98,303 (9.94%)

III. Other Information

1. Reasons for loss or inadequate profits:

The turnover of the Company for the year 2025-2026 is Rs.13,711.25/- Lakhs as against Rs.12,742.55/- Lakhs in the year 2024-2025. Company has achieved net profit of Rs.317.95/- lakhs for the year 2025-2026 as against net loss of Rs.512.07/- lakhs in the year 2024-2025. With the growing market players and tough competition in the market the Company had maintained the competitive prices of its products which in turn reduced the sales income. Thus, the Company has inadequate profits for the computation of the ceilings of the remuneration to the managerial personnel.

2. Steps taken or proposed to be taken for improvement:

The Company has put in place plans and strategic initiatives for achieving sustainable growth. The Company is focusing on strengthening product portfolio, manufacturing capability, increasing and strengthening marketing initiatives and optimising cost of manufacturing and in general cost reduction. Further Company has already launched various new products in order to improve the sales. The Company is also on the lookout for further growth opportunities that may be available in the market.

3. Expected increase in productivity and profits in measurable terms:

With the steps taken by the Company on operations front in improving the production and operating parameters by reducing the operating expenses and also increasing focus on sales, it is expected that the production level as well sales will increase and cost of production will come down resulting in increase in the profitability of the Company.

IV. Disclosures

1. Details of remuneration payable to the Directors:

(₹ In Lakhs)

Name & Position	Salary* (p. a.)
Mr. Amrut P. Shah (DIN: 00033120), Chairman and Managing Director	75.00
Mr. Shantilal P. Shah (DIN: 00033182), Whole-time Director	75.00
Mr. Krunal S. Shah (DIN: 07877986), Whole-time Director	75.00

*Subject to necessary approvals and shall be adjusted depending upon the tenure of office of Director.

There are no stock options available / issued to any Executive Directors of the Company. No sitting fees were paid to the Non-Executive Directors for the Financial Year 2025-2026.

The remuneration package includes only Salary. The salary is the fixed component. There are no performance linked incentives. As per the agreement entered or letter of appointment issued between the Company and the Directors as mentioned above, term of appointment of Mr. Amrut P. Shah, Mr. Shantilal P. Shah and Mr. Krunal S. Shah is 3 years from April 01, 2027 to March 31, 2030. The notice period is of 3 months for Managing Director / 1 month for Whole-Time Director before the date on which the termination shall come into effect. Severance fees are not applicable. No stock options have been issued.

The Company has not committed any default in payment of dues to any bank or public financial institution or any other secured creditor.

The Company is making appropriate disclosures as required under Schedule V Part II Section II (B)(IV)of the Companies Act, 2013 in the Corporate Governance Report forming part of the Board's Report of the Company and shall continue to make the said disclosures.