NOTICE

NOTICE IS HEREBY GIVEN THAT AN EXTRAORDINARY GENERAL MEETING ('EGM') OF THE MEMBERS OF SUSAN ELECTRICALS INDIA LIMITED WILL BE HELD ON THURSDAY, 3RD SEPTEMBER, 2026 AT 3:00 P.M. (IST) SCHEDULED TO BE HELD THROUGH VIDEO CONFERENCING/OTHER AUDIO-VISUAL MEANS TO TRANSACT THE FOLLOWING BUSINESS:

SPECIAL BUSINESS:

Item No. 1: To approve Susan Electricals India Limited- Employees Stock Option Plan, 2026 ('SEIL ESOP 2026' or 'ESOP 2026' or 'Plan')

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

"RESOLVED THAT pursuant to the provisions of Section 62(1)(b) of the Companies Act, 2013 ("the Act") and the Companies (Share Capital and Debentures) Rules, 2014 and other applicable provisions, if any, of the Act, including any statutory modification(s) or re-enactment thereof for the time being in force and in accordance with the provisions of the Memorandum and Articles of Association of the Company and the provisions of the Securities and Exchange Board of India ("SEBI") (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SBEB & SE Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with circulars / guidelines issued by SEBI, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other applicable laws, rules and regulations, Circulars / guidelines for the time being in force, and from time to time applicable and subject to any such other consents, permissions, sanctions and approvals of any authorities as may be required, and subject to any such condition(s) or modification(s), if any, as may be prescribed or imposed by such authorities while granting such approval(s), and subject to acceptance of such condition(s) or modification(s) by the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any committee including the Nomination and Remuneration Committee ("Compensation Committee") which the board has constituted to exercise its powers including the powers conferred by the resolution), the consent of the Members be and is hereby accorded to the Compensation Committee to create, issue and grant not exceeding 2,04,000 (Two Lakhs Four Thousand) employee stock options (hereinafter referred to as the "Options"), in one or more tranches, from time to time, to or for the benefit of such person(s) who are in the employment or service of the Company (together with the stock options proposed to be created / offered / issued / allotted to present and future, in or outside India, including any director who is in whole-time employment (other than employees / directors who are promoters or belonging to the promoter group, independent / non-executive directors and directors holding directly or indirectly more than ten percent of the outstanding equity shares of the Company), subject to their eligibility as may be determined under the ESOP 2026, which upon exercise shall not exceed in aggregate 2,04,000 (Two Lakhs Four Thousand) equity shares ("Shares") having a face value of Rs. 10/- (Rupees Ten Only) each fully paid-up of the Company, where one Option upon exercise shall entitle the Option Grantee to one Equity Share, exercise subject to payment / recovery of requisite exercise price and applicable taxes, on such terms, conditions and in such manner as the Board / Compensation Committee may decide in accordance with the provisions of the applicable laws and the provisions of the Plan."

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issue, bonus issue, buy-back of shares, split or consolidation of shares etc. of the Company, the number of Options shall be appropriately adjusted.

RESOLVED FURTHER THAT the new Equity Shares to be issued and allotted by the Company upon exercise of options from time to time in accordance with the Plan shall rank pari-passu in all respects with the then existing Equity Shares of the Company.

RESOLVED FURTHER THAT in case the equity shares of the Company are either sub-divided or consolidated, then the number of equity shares to be issued and allotted on exercise of Options granted under the ESOP 2026 and the exercise price of Options granted under the ESOP 2026 shall automatically stand augmented or reduced, as the case may be, in the same proportion as the present face value of Rs. 10/- (Rupees Ten only) per equity share bears to the revised face value of the equity shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the employees who have been granted Stock Options under the ESOP 2026.

RESOLVED FURTHER THAT the number of Stock Options that may be granted to identified Employees, during any one year, under the Plan shall not exceed 1% of the total issued Equity Share Capital in a financial year (excluding outstanding warrants and conversions) of the Company as at the time of grant of options except prior approval from shareholders by way of separate resolution in the general meeting.

RESOLVED FURTHER THAT the Company's Nomination and Remuneration Committee be designated as the Compensation Committee in accordance with Regulation 5(1) of the SEBI SBEB & SE Regulations for the purposes of administration of ESOP 2026.

RESOLVED FURTHER THAT without prejudice to the generality of the Board, the 'Compensation Committee' is authorised to formulate, evolve, decide upon and implement the ESOP 2026, determine the detailed terms and conditions of the aforementioned ESOP 2026 including but not limited to formalizing the eligibility criteria, appraisal process, identification of Employees, quantum of the Options to be granted per employee, the number of Options to be granted in each tranche, the terms or combination of terms subject to which the said Options are to be granted, the exercise period, the vesting period, the vesting conditions, the method to be used for valuation of Options and the procedure for making a fair and reasonable adjustment to the number of Options and to the Exercise Price in case of change in capital structure, obtaining permissions, etc. and as the Compensation Committee may in its absolute discretion think fit.

RESOLVED FURTHER THAT the Board/ Compensation Committee is hereby authorised to make any modifications, changes, variations, alterations or revisions in the ESOP 2026 as it may deem fit, from time to time or to suspend, withdraw, revive or terminate ESOP 2026, from time to time, in conformity with applicable laws, provided such variations, modifications, alterations or revisions are not detrimental to the interests of the Employees.

RESOLVED FURTHER THAT the Company shall conform to the accounting policies prescribed from time to time under the Companies Act, 2013 and any other applicable laws and regulations to the extent relevant and applicable to the Plan.

RESOLVED FURTHER THAT the Stock Options that have lapsed either by reason of non-vesting / non-exercise be added to the Pool for future grants.

RESOLVED FURTHER THAT the Board/ Compensation Committee shall take necessary steps for listing of the Equity Shares allotted under the ESOP 2026 on the Stock Exchanges, where the Shares of the Company are listed in accordance with the provisions of the SEBI SBEB & SE Regulations, the SEBI LODR Regulations and other applicable laws and regulations.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient or proper and to settle all questions, difficulties or doubts that may arise in relation to formulation and implementation of the ESOP 2026, at any stage including at the time of listing of the equity shares issued herein without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any powers conferred herein to the Compensation Committee or such other Committees, with power to sub-delegate to any Executives / Officers of the Company to do all such acts, deeds, matters and things as also to execute such documents, writings etc., as may be necessary in this regard."

"**RESOLVED FURTHER THAT** the Board be and is hereby authorised to take requisite steps for listing of the Shares allotted under the Plan on the BSE Limited and or any other stock exchanges where the Shares of the Company are listed in due compliance with SEBI SBEB & SE Regulations and other applicable laws."

Item No. 2: To Approve extending the benefits of Susan Electricals India Limited- Employees Stock Option Plan 2026 ('SEIL-ESOP 2026' or 'ESOP 2026' or 'Plan' to the employees of the Holding Company, Subsidiary Company(ies), Associate Company(ies) and Group Company(ies), whether existing or future:

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

"**RESOLVED THAT** pursuant to the provisions of Section 62 (1) (b) of the Companies Act, 2013 ("the Act") and the Companies (Share Capital and Debentures) Rules, 2014 and other applicable provisions, if any, of the Act, including any statutory modification(s) or re-enactment thereof for the time being in force and in accordance with the provisions of the Memorandum and Articles of Association of the Company and the provisions of the Securities and Exchange Board of India ("SEBI") (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SBEB & SE Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with circulars / guidelines issued by

SEBI, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other applicable laws, rules and regulations, Circulars / guidelines for the time being in force, and from time to time applicable and subject to any such other consents, permissions, sanctions and approvals of any authorities as may be required, and subject to any such condition(s) or modification(s), if any, as may be prescribed or imposed by such authorities while granting such approval(s), and subject to acceptance of such condition(s) or modification(s) by the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any committee including the Nomination and Remuneration Committee ("Compensation Committee") which the board has constituted to exercise its powers including the powers conferred by the resolution), the consent of the Members be and is hereby accorded to the Compensation Committee to grant, vest and allot, from time to time and in one or more tranches, Options under the "SEIL ESOP, 2026" the salient features of which are detailed in the Explanatory Statement to this Notice to or for the benefit of such person(s) who are in the employment of the Company's holding, subsidiary, associates and group companies, existing and future (together with the Equity Shares proposed to be created / offered / issued / allotted for the benefit of such persons who are in employment of the Company in terms of ESOP 2026), whether working in India or out of India, including its directors, whether Whole-time Director or not, but excluding Promoter, Promoter group, Independent Director(s) and Director(s) holding directly or indirectly more than 10% of the outstanding Equity Shares of the Company and to such other persons as may be decided by the Compensation Committee and/or permitted under SBEB & SE Regulations (hereinafter collectively referred to as "Eligible Employees") selected on the basis of criteria decided by the Compensation Committee under the ESOP 2026, such number of stock options convertible into Equity Shares of the Company ("Options"), in one or more tranches, not exceeding 2,04,000 (Two Lakhs Four Thousand) employee stock options (hereinafter referred to as the "Options", which upon exercise shall not exceed in aggregate 2,04,000 (Two Lakhs Four Thousand) equity shares ("Shares") having a face value of Rs. 10/- (Rupees Ten Only) each fully paid-up of the Company, at such price and on such terms and conditions, as may be fixed or determined by the Compensation Committee in accordance with the ESOP 2026, and in due compliance with the SBEB & SE Regulations and other applicable laws, rules and regulations.

RESOLVED FURTHER THAT the Equity Shares to be allotted pursuant to the exercise of Options granted under the ESOP 2026 to the eligible employees of the Holding Company, Subsidiary Company(ies), Associate Company(ies) and Group Company(ies), as may be applicable, shall be allotted out of the aggregate limit of 2,04,000 (Two Lakhs Four Thousand) Equity Shares already approved by the Members under the ESOP 2026, and no additional Equity Shares shall be created or issued pursuant to this Resolution.

RESOLVED FURTHER THAT the new Equity Shares to be issued and allotted by the Company upon exercise of options from time to time in accordance with the Plan shall rank *pari-passu* in all respects with the then existing Equity Shares of the Company.

RESOLVED FURTHER THAT in case the equity shares of the Company are either sub-divided or consolidated, then the number of equity shares to be issued and allotted on exercise of Options granted under the ESOP 2026 and the exercise price of Options granted under the ESOP 2026 shall automatically stand augmented or reduced, as the case may be, in the same proportion as the present face value of Rs. 10/- (Rupees Ten only) per equity share bears to the revised face value of the equity shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the employees who have been granted Stock Options under the ESOP 2026.

RESOLVED FURTHER THAT the Company shall conform to the accounting policies prescribed from time to time under the Companies Act, 2013 and any other applicable laws and regulations to the extent relevant and applicable to the Plan.

RESOLVED FURTHER THAT subject to applicable law, for the purpose of giving effect to any creation, offer, issue, allotment or listing of the Equity Shares, the Board / Compensation Committee be and is hereby authorised on behalf of the Company to evolve, decide upon and bring into effect the Scheme and make any modifications, changes, variations, alterations or revisions in the Scheme from time to time or to suspend, withdraw or revive the Scheme from time to time as may be specified by any statutory authority or otherwise and to do all such acts, deeds, matters and things as it may in its absolute discretion deem fit or necessary or desirable for such purpose and with power on behalf of the Company to resolve any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the Shareholders of the Company."

Item No. 3: To Regularize Mr. Charan Singh (DIN: 09238002) as a Non – Executive & Non-Independent Director of the Company:

"**RESOLVED THAT** pursuant to the provisions of Sections 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re – enactment(s) thereof, for the time being in force, if any), and pursuant to the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any modification(s) or amendment(s) thereof, subject to the recommendation of Nomination and Remuneration Committee and Board of Directors, the consent of the members of the Company be and is hereby accorded to regularize Mr. Charan Singh (DIN: 09238002), who was appointed as an Additional Director (Non – Executive and Non – Independent Director) of the Company with effect from 7th August, 2026 under Section 161 of the Act, to hold the office up to the date of the ensuing General Meeting of the Company or the last date on which such General Meeting should have been held, whichever is earlier, liable to retire by rotation with immediate effect.

RESOLVED FURTHER THAT Mr Vishal Jain, Managing Director and/or Mrs Reshma Shukla, Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to do all such acts, deeds, matter(s) and things including signing and filing of an intimation in e form DIR-12 with the Registrar of Companies."

By Order of the Board
For Susan Electricals India Limited

Date: 7th August, 2026
Place: New Delhi

VISHAL JAIN Digitally signed by VISHAL JAIN Date: 2026.08.07 16:58:10 +05'30'

Vishal Jain
Managing Director
DIN: 01889925

NOTES:

1. The relevant Statement pursuant to the provisions of Section 100 and 102 of the Companies Act, 2013 (“Act”) and the Companies (Management and Administration) Rules, 2014 (“Rules”), as amended, setting out the material facts relating to the aforesaid Resolution and the reasons thereof is annexed hereto and forms part of this Notice.

2. The Ministry of Corporate Affairs (“MCA”) has, vide its General Circular dated September 22, 2025 read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 (collectively referred to as “MCA Circulars”), permitted convening the Extra-Ordinary General Meeting (“EGM” / “Meeting”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 (“Act”) read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the EGM of the Company is being held through VC / OAVM. The deemed venue for the EGM shall be the registered office of the Company.

3. In compliance with the applicable provisions of the Act read with aforesaid MCA Circulars, the EGM of the Company is being held through VC/OAVM.

4. Pursuant to the provisions of section 105 of the Companies Act, 2013, a Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this EGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, pursuant to the MCA Circulars, the facility for appointment of proxies by the Members will not be available for this EGM and hence, the Proxy Form and Attendance Slip are not annexed to this Notice.

5. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, etc.) are required to send a scanned copy (PDF Format) of its Board or Governing body Resolution/Authorization, etc. with attested specimen signature of the duly authorised signatory(ies), authorizing its representative to attend this EGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to dcassociates.cs@gmail.com with a copy marked to cs@seil.net.in.

6. The Members can join the EGM in the VC / OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.

7. The Members attending the EGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

8. Since the EGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

9. The relevant Registers and all other documents referred to in this Notice will be available for inspection by

the Members without any fee, at the Registered Office of the Company during normal business hours on any working day (except Saturday and Sunday) and also during the Meeting. The Members can send a request to the Company at cs@seil.net.in in inspect the same.

10. To support the "Green Initiative", Members who have not registered their e-mail addresses are requested to register the same with the Company's Registrar and Transfer Agent, Mudra RTA Ventures Private Limited / their Depository Participants, in respect of shares held in physical / electronic mode, respectively.

11. In compliance with the aforesaid MCA Circulars, Notice of the EGM is being sent only through electronic mode to all the Members whose e-mail addresses are registered with the Depositories and the same is also available on the website of the Company at https://seil.net.in/. The Notice of EGM can also be accessed on the website of the BSE at www.bseindia.com, respectively, and website of National Securities Depository Limited ("NSDL") at www.evoting.nsdl.com.

12. Process for Registration of e-mail addresses:

A. Registration of e-mail address permanently with DP:

Members are requested to register the e-mail address with their concerned DPs, in respect of electronic holding. Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/ updated with their DPs to enable servicing of notices/ documents and other communications electronically to their e-mail address in future.

Members who have not yet registered their e-mail addresses are requested to register the same with their DP in case the shares are held by them in electronic form.

13. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, etc., to their DP if the shares are held by them in electronic form.

14. Instructions for e-voting and joining the EGM through VC/OAVM are as follows:

a. 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 various Circulars issued by the MCA and SEBI, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as e-voting on the day of the EGM will be provided by NSDL.

b. The remote e-voting period commences on Monday, August 31, 2026 (9:00 A.M. IST) and ends on Wednesday, September 02, 2026 (5:00 P.M. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on Thursday, August 27, 2026 i.e. cut-off date, may cast their

vote electronically.
The e-voting module shall be disabled by NSDL for voting thereafter. Members have the option to cast their vote on any of the resolutions using the remote e-voting facility, either during the period commencing from Monday, August 31, 2026 (9:00 A.M. IST) and ending on Wednesday, September 02, 2026 (5:00 P.M. IST) or e-voting during the EGM. Members who have voted on some of the resolutions during the said voting period are also eligible to vote on the remaining resolutions during the EGM.

c. The Members who have cast their vote by remote e-voting prior to the EGM may also attend/participate in the EGM through VC/OAVM but shall not be entitled to cast their vote on such resolution again.

d. The voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

e. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the User ID and Password by sending a request at evoting@nsdl.com. However, if he/she is already registered with NSDL for remote e-voting then he/ she can use his/her existing User ID and Password for casting the vote. In case of individual shareholders holding securities in dematerialized mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-voting and joining virtual meeting for individual shareholders holding securities in dematerialized mode."

f. The details of the process and manner for remote e-voting are explained herein below:

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
Step 2: Cast your vote electronically on NSDL e-voting system.

Details on Step 1 are mentioned below:

A. Login method for remote e-voting and joining the virtual meeting and joining the virtual meeting for individual shareholders holding securities in dematerialized mode:

Pursuant to SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-voting facility provided by Listed Companies", e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/ DPs to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider ("ESP") thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.

Login method for individual shareholders holding securities in dematerialized mode is given below:

Type of shareholders	Login method
Individual Shareholders holding securities in dematerialized mode with NSDL	I. 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. **NSDL IDeAS Facility** If you are already registered for NSDL IDeAS facility, Please visit the e-services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a personal computer or on a mobile. Once the home page of e-services is launched, click on the 'Beneficial Owner' icon under 'Login' which is available under 'IDeAS' section. A new screen will open. You will have to enter your user ID and password. After successful authentication, you will be able to see e-voting services. Click on 'Access to e-voting' under e-voting services and you will be able to see e-voting page. Click on options available against company name or e-voting service provider – NSDL and you will be redirected to the NSDL e-voting website for casting your vote during the remote e-voting period or voting during the meeting. If the user is not registered for IDeAS e-Services, The option to register is available at https://eservices.nsdl.com. Select 'Register Online for IDeAS' or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Upon successful registration, please follow steps given in points 1-5 above. E-voting website of NSDL 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 'Login' icon available under 'Shareholder/Member' section. A new screen will open. You will have to enter your user ID (i.e. your 16-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 options available against company name or e-voting service provider – NSDL and you will be redirected to the e-voting website of NSDL for casting your vote during the remote e-voting period or 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 dematerialized mode with CDSL	Existing Users who have opted for Easi/Easiest facility, they can login through their user ID and password. Option will be made available to reach e-voting page without any further authentication. The URL for users to login to Easi/ Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on **New System Myeasi.** After successful login of Easi/Easiest user will be able to see the e-voting menu. The menu will have links of e-voting service provider. Click to cast your vote. If the user is not registered for Easi/ Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration. Alternatively, the user can directly access e-voting page by providing demat account number and PAN number from a link in 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 e-voting is in progress and also able to directly access the system of all e-voting service providers.

Individual shareholders (holding securities in dematerialized mode) login through their DPs	You can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility. Once logged in, you will be able to see e-Voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during
	the remote e-voting period or joining virtual meeting & voting during the meeting.

Important Note: Members who are unable to retrieve User ID/Password are advised to use Forgot User details/Password option available at respective websites.

Helpdesk for individual shareholders holding securities in dematerialized 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 shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

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

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

4. **Your User ID details are given below:**

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

1. 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

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

d) 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.

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

f) 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.

g) Members can also use the OTP based login for casting the votes on the e-Voting system of NSDL.

3. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
4. Now, you will have to click on “Login” button.
5. After you click on the “Login” button, Home page of e-Voting will open.

Details on Step 2 are given below:

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 General 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.

B. 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 resolution set out in this Notice

a) If you are a Shareholder holding shares 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 an email cs@seil.net.in.

b) If you are a Non-Individual Shareholder viz. Institutions and Corporate Shareholders holding shares 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) by an email to cs@seil.net,in.

c) Alternatively, shareholder/members may also send a request to evoting@nsdl.com for procuring User id and password for e-voting by providing above mentioned documents.

d) If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (I) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding shares in demat mode.

C. Instructions for Members for attending the EGM through VC / OAVM

i. Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-voting system. Members may access the same by following the steps mentioned above for “Access to NSDL e-voting system". After successful login, you can see link of "VC/OAVM link" placed under "Join meeting" menu against the 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 the 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 above in the Notice to avoid last minute rush.

ii. Members can participate in EGM through Laptop / Desktop / Mobile devices, however, for better experience and smooth participation, it is advisable to join the Meeting through Laptops connected through broadband. Further, the Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the Meeting. Please note that Participants connecting from Mobile devices or Tablets or through Laptops 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.

iii. Members who would like to express their views or ask questions during the EGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/Folio number, PAN, mobile number at cs@seil.net.in between August 12, 2026 (9:00 a.m.) to August 30, 2026 (5:00 p.m.). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the EGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the EGM.

D. General Information for the Members

i. Any person holding shares in physical form and non-individual shareholder, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e. August 07, 2026, may obtain the login ID and password by sending a request at evoting@nsdl.com or at cs@seil.net.in. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll free no. 022-48867000. In case of Individual Shareholder holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. August 04, 2026 may follow steps mentioned in the Notice of this EGM under "Access to NSDL e-Voting system".

ii. It is strongly recommended that you do not 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 "ForgotUser Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

iii. The Scrutinizer shall, immediately after the conclusion of voting at the EGM, will first count the votes cast at the meeting and, thereafter, unblock the votes cast through remote e-voting in the presence of atleast two witnesses not in the employment of the Company and shall not later than three days of the conclusion of the meeting, issue a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same. The Chairman or a person authorized by him in writing shall declare the Result of the voting forthwith.

iv. The Results declared, along with the Scrutinizer's Report, will be posted after the declaration of the same by the Chairman on the Company's website at https://seil.net.in/ , on the website of the BSE Limited at www.bseindia.com and also on the website of NSDL at www.evoting.nsdl.com. The Results shall also be displayed on the Notice Board at the Registered Office of the Company.

v. In case you have any queries or issues regarding remote e-voting, you may write to the Company at cs@seil.net.in. Members can also 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 at.: 022 - 4886 7000 or send a request at evoting@nsdl.com.

By Order of the Board
For Susan Electricals India Limited

Date: 07th August, 2026
Place: New Delhi

VISHAL JAIN Digitally signed by VISHAL JAIN Date: 2026.08.07 16:58:34 +05'30'

Vishal Jain
Managing Director
DIN: 01889925

EXPLANATORY STATEMENT PURSUANT TO SECTIONS 102(1) OF THE COMPANIES ACT, 2013

ITEM NO. 1 and 2

Approval for Grant of Employee Stock Options to Eligible Employees under SEIL ESOP, 2026 to the eligible employees of the Company under SEIL ESOP, 2026 ("ESOP 2026" or "Plan")

The Board of Directors of **Susan Electricals India Limited** ("**Company**") at its meeting held on 07th **August, 2026**, acting on the recommendation of the **Nomination and Remuneration Committee**, has approved the introduction of the **Susan Electricals India Limited – Employee Stock Option Plan, 2026 ("SEIL ESOP, 2026" or the "Scheme")**, subject to the approval of the Members of the Company by way of a Special Resolution.

The Scheme has been formulated with the objective of recognising, rewarding and retaining talented employees whose continued efforts contribute significantly to the growth and long-term success of the Company. The Board believes that providing equity-based incentives encourages employee engagement, enhances commitment towards the Company's strategic objectives and enables eligible employees to participate in the Company's future value creation. The Scheme is also intended to foster a culture of ownership by aligning the interests of employees with those of the shareholders.

Employee stock option plans have become an established component of compensation structures adopted by companies across various industries. Such plans serve as an effective mechanism for attracting and retaining skilled professionals while incentivising sustained performance and promoting long-term value creation. Considering these objectives, the Board considers it appropriate to implement the **SEIL ESOP, 2026** for the benefit of eligible employees of the Company and, where permissible under applicable laws, eligible employees of its Holding Company, Subsidiary Company(ies) and Associate Company(ies).

The Scheme has been formulated in accordance with the provisions of the **Companies Act, 2013**, the **Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021** ("**SEBI SBEB & SE Regulations**"), and other applicable statutory provisions. Under the Scheme, Employee Stock Options may be granted to such eligible employees, including Directors (whether whole-time or otherwise), but excluding Promoters, members of the Promoter Group and Independent Directors, as may be determined by the Compensation Committee from time to time in accordance with the applicable provisions of law.

For the purpose of administration and implementation of the Scheme, the Board has constituted a **Compensation Committee**, which shall, inter alia, administer, interpret and supervise the operation of the Scheme and exercise such powers as may be delegated to it in accordance with the SEBI SBEB & SE Regulations and the terms of the Scheme.

In terms of **Section 62(1)(b)** and other applicable provisions of the **Companies Act, 2013** and the provisions of the **SEBI SBEB & SE Regulations**, the approval of the Members by way of a Special Resolution is required for adoption of the Scheme. Separate Special Resolutions are also proposed for extending the benefits of the Scheme to the eligible employees of the Holding Company, Subsidiary Company(ies) and

Associate Company(ies), in accordance with the applicable provisions of the SEBI SBEB & SE Regulations.

Accordingly, the Board recommends the resolutions set out in the accompanying Notice for approval by the Members. The disclosures required under the **Companies Act, 2013**, the **Companies (Share Capital and Debentures) Rules, 2014**, the **SEBI SBEB & SE Regulations**, and other applicable laws are provided hereunder for the information and consideration of the Members.

The main features of the ESOP 2026 are as under:

1. **Brief Description of the Plan**

The proposed Plan called the SEIL ESOP, 2026 ("ESOP 2026" or "Plan") is intended to reward the Eligible Employees of the Company its Subsidiaries, Associates and group companies for their performance and to motivate them to contribute to the growth and profitability of the Company. The Company also intends to use this Scheme to retain talent in the organization as it views Employee Stock Options as instruments that would enable the Employees also to benefit directly from the value they create for the Company and align individual objectives of employees with objectives of the Company in the years to come.

The Plan shall be implemented and administered by the Compensation Committee of the Company in compliance with the Companies Act and other applicable rules and regulations.

2. **Total number of Options to be granted**

The aggregate number of Stock Options proposed to be granted under the SEIL ESOP, 2026 shall not be exercisable into more than 2,04,000 (Two Lakhs Four Thousand) equity shares of the company, to be issued under the SEIL ESOP, 2026 (which number shall be adjusted in lieu of adjustments/ re-organisation of capital structure of the Company from time to time). Upon exercise, each Stock Option entitles the relevant grantee to one Equity Share (i.e. one Option will entitle the grantee to one Equity Share). In case of any corporate action(s) such as rights issues, bonus issues, merger and sale of division, split or consolidation and others, a fair and reasonable adjustment needs to be made to the Stock Options granted. Accordingly, if any additional Equity Shares are issued by the Company to the grantees for making such fair and reasonable adjustment, the ceiling of 2,04,000 (Two Lakhs Four Thousand) Equity Shares shall be deemed to be increased to the extent of such additional Equity Shares issued. Stock Options not vested due to non-fulfilment of the vesting conditions, vested Stock Options which the grantees expressly refuse to exercise, Stock Options (vested and not exercised and unvested) which have been surrendered and any Stock Options granted but not vested or exercised within the stipulated time due to any reasons, shall lapse and these Stock Options or the underlying Equity Shares will be available for grant under the present SEIL ESOP, 2026 or under a new scheme, subject to compliance with applicable laws.

3. **Identification of Eligible Employees**

Following classes of employees are entitled to participate in ESOP 2026:

i. an Employee as designated by the Company, who is exclusively working in India or outside India; or

ii. a Director of the Company, whether a whole time Director or not, including a non-executive director who is not a promoter or member of the promoter group, but excluding an independent director; or

iii. an employee as defined in sub-clauses (i) or (ii), of a group company including Subsidiary or its Associate Company, in India or outside India, or of a holding company of the Company,

but does not include—

a) an Employee who is a Promoter or a person belonging to the Promoter Group; or

b) a Director who, either himself or through his relative or through any body corporate, directly or indirectly, holds more than ten per cent of the outstanding equity Shares of the Company;

4. **Requirements of Vesting and Period of Vesting**

The Options granted shall vest so long as an employee continues to be in the employment of the Company subject to minimum vesting period of 1 year from the date of grant. The Compensation Committee may in consultation with the Board and/or at its discretion, lay down certain performance parameters and it shall have the power to prescribe and determine a graded Vesting mechanism based on different levels of achievement of the performance parameters.

5. **Maximum Period within which the Options shall be Vested**

The exact proportion in which and the exact period over which the employee stock options would vest would be determined by the Compensation Committee, subject to the minimum vesting period of one year from the date of grant of employee stock options and maximum vesting period upto 4 (Four) years. The specific vesting schedule and vesting conditions subject to which vesting will take place will be outlined in the grant letter issued to each option grantee.

6. **Exercise Price or Pricing Formula**

Subject to SEBI Regulations, the Compensation Committee, in its absolute discretion, shall determine the Exercise Price of the Options granted under the Plan, as it may deem appropriate in conformity with the applicable accounting policies, if any, provided that the Exercise Price shall not be less than the face value of the Shares and not higher than the prevailing Market Price (on Stock Exchange with highest volume) of the Shares of the Company as on the Grant Date.

7. **Exercise Period and the Process of Exercise**

Subject to the terms and conditions as may be determined by the Compensation Committee and as set forth under the Plan, the Options may be exercised by the employee upon vesting. Eligible Employee will be permitted to exercise vested options on and from the date of vesting of the options for an exercise period as may be determined by the Committee and set out in the Grant Letter. However the maximum period for Exercise of option will be upto 5 (Five) years. The exercise of the Vested Options shall take place at the time and place designated by the Compensation Committee and by executing such documents either in physical or electronic form as may be required by the Compensation Committee, subject to Applicable Laws and on receipt of the applicable amount (aggregate Exercise Price and applicable taxes) in full from the eligible employee.

In the event of resignation/termination/superannuation /death/permanent disability, options will be exercised in accordance with Plan.

8. <u>Appraisal Process for Determining Eligibility</u>

The Compensation Committee reserves the right to offer Options to Eligible Employee(s) subject to the appraisal process. The appraisal process for determining the Employees to whom the Option shall be granted/offered will be specified by the Compensation Committee, and will be based on criteria such as the seniority of the Employee, length of service, performance record, merit of the Employee, future potential contribution by the Employee and/ or any such other criteria that may be determined by the Compensation Committee at its sole discretion.

9. <u>Maximum number of Options Per Employee and in Aggregate</u>

The maximum number of Options to be granted per Employee and in aggregate shall not exceed 0.50% (one percent) of the issued capital of the company (excluding outstanding warrants and conversions) at the time of grant of options, except with the separate specific approval of the members of the Company, accorded in a general meeting.

10. <u>Maximum quantum of benefits to be provided per employee under a scheme(s)</u>

Any benefit other than, grant of options or consequential issue of equity shares, is not envisaged under the ESOP Scheme. Accordingly, the maximum quantum of benefit for the employees under the ESOP Scheme is the difference between the exercise price of the options and the market price of the equity shares of the Company as on the date of exercise of options.

11. <u>Whether ESOP 2026 is to be implemented and administered directly by the Company or through a trust</u>

ESOP 2026 will be implemented directly by the Company under the guidance of the Compensation Committee of the Board.

12. <u>Whether ESOP 2026 involves new issue of shares by the Company or secondary acquisition by the trust or both</u>

ESOP 2026 shall involve only new issue of shares by the Company. There will not be any secondary acquisition of shares by the Company.

13. **The amount of loan to be provided for implementation of ESOP 2026 by the company to the trust, its tenure, utilization, repayment terms, etc.**

ESOP 2026 does not envisage any loan since this is a scheme directly implemented by the Company.

14. **Maximum percentage of secondary acquisition (subject to limits specified under the regulations) that can be made by the trust for the purposes of the ESOP 2026**

ESOP 2026 does not envisage any secondary acquisition and hence this shall not be applicable to the ESOP 2026.

15. **A Statement to the effect that the company shall conform to the accounting policies specified in regulation 15**

The Company shall conform to the accounting policies specified in Regulation 15 of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

16. **The method which the company shall use to value its options**

The Company will adopt the fair value method for accounting purposes. Black-Scholes option pricing model will be used for determining the fair value of an option granted under the ESOP Plan.

17. **Declaration**

In case the company opts for expensing of share-based employee benefits using the intrinsic value, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value, shall be disclosed in the Directors' report and the impact of this difference on profits and on earnings per share ("EPS") of the company shall also be disclosed in the Directors' report

18. **Transferability of Stock Options**

The Stock Options granted to an employee will not be transferable to any person and shall not be pledged, hypothecated, mortgaged or otherwise alienated in any manner.

19. **The lock-in period, if any**

The ESOP 2026 provides for a lock-in period of upto 1 (One) year from the date of allotment of Equity Shares pursuant to the exercise of Options under the Scheme, or such shorter period as may be determined by the Compensation Committee, provided that the lock-in period shall not, in any case, exceed 1 (One) year.

20. **Terms & conditions for buyback, if any, of specified securities covered under these regulations**

No such provision for buyback

21. **Other Terms**

The Board of Directors or the Compensation Committee shall have a right to amend, alter or terminate the ESOP 2026 ("Variation") at any time, in accordance with the regulations and guidelines as prescribed by the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 or regulations that may be issued by any appropriate authority from time to time and subject to approval of the shareholders of the company, unless such variation, modification or alteration is detrimental to the interest of the Employee.

The Board/Committee/Company will not vary the terms of the SEIL ESOP, 2026 in any manner which may be prejudicial or detrimental to the interests of the Employee.

Additional disclosures as required under Rule 16 of the Companies (Share Capital and Debentures) Rules, 2014:

i. the particulars of the trustee or employees in whose favor such shares are to be registered –

ESOP 2026 does not envisage any secondary acquisition and hence this shall not be applicable to the ESOP 2026.

ii. the detailed particulars of benefits which will accrue to the employees from the implementation of the scheme

Any benefit other than, grant of options or consequential issue of equity shares, is not envisaged under the ESOP Scheme. Accordingly, the maximum quantum of benefit for the employees under the ESOP Scheme is the difference between the exercise price of the options and the market price of the equity shares of the Company as on the date of exercise of options.

None of the Promoters and Promoter Group are not interested in the SEIL ESOP, 2026. Directors and Key Managerial Personnel may be deemed to be interested to the extent of Stock Options as may be offered to them under the SEIL ESOP, 2026.

The Board of Directors recommends the above resolutions for approval by the Members. the above-mentioned resolutions set out as Item no. 1 of the notice for adoption by the shareholders as Special Resolutions.

ITEM NO. 3

Regularization of Appointment of Mr. Charan Singh (DIN: 09238002)

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company have appointed Mr. Charan Singh (DIN: 09238002) as an Additional Director (Non-Executive & Non-Independent) of the Company to hold office, subject to the consent by the Members of the Company at the ensuing Annual General Meeting. ("AGM") or an Extra-Ordinary General Meeting, whichever is earlier. As an Additional Director, Mr. Charan Singh holds office till the date of the EGM or ensuing AGM, whichever is earlier and is eligible for being appointed as a Non-Executive & Non-Independent Director. The Company has received a notice pursuant to Section 160 of the Companies Act, 2013 (the "Act") together with the requisite amount of deposit from a Member signifying his intention to propose the appointment of Mr. Charan Singh as Non-Executive & Non-Independent Director of the Company. Mr. Charan Singh is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as Director of the Company. Mr. Charan Singh is not related to any other Director and Key Managerial Personnel and their relatives, except Mr. Charan Singh and his relatives, are in anyway, concerned or interested in the said resolution.

The Board recommends passing of the Special Resolutions as set out in Item no. 3 of this Notice, for approval by the Members of the Company, as the rich experience and the vast knowledge of Mr. Charan Singh would benefit the Company.

By Order of the Board
For Susan Electricals India Limited

VISHAL JAIN
Digitally signed by VISHAL JAIN
Date: 2026.08.07 16:58:54 +05'30'

Vishal Jain
Managing Director
DIN: 01889925

Date: 07th August, 2026
Place: New Delhi

Details under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in terms of Secretarial Standard - 2, in respect of the Directors seeking appointment:

Name of Director	Mr. Charan Singh
Category of Director	Non-Executive & Non-Independent
Director Identification Number (DIN)	09238002
Date of Birth	01.07.1960
Date of first appointment	07.08.2026
Qualification, Brief resume/Experience (including expertise in specific functional area, skills and capabilities required for the role)	Mr. Charan Singh has over 37 years of experience in the banking and financial sector. He has worked in the banking industry from 1983 to 2020 and has held various senior management positions, including Executive Director of UCO Bank and General Manager at Bank of India. He has also served as Member (Technical) at National Company Law Tribunal (NCLT), Hyderabad from 2022 to 2025. Further, he has experience as a member of the External Rating Committee of Infomerics Ratings and has worked as an Independent Director in companies. Mr. Charan Singh holds M. Sc. – Rural Banking & Agricultural Economics and is a Certified Associate of Indian Institute of Bankers. He has also obtained an IICA Certificate for Independent Director, cleared the Limited Insolvency Examination, and is an Insolvency Professional registered with IBBI. His experience in banking, finance, and corporate governance is expected to provide valuable guidance to the Board of Directors of the Company.
Terms and Conditions of appointment/reappointment	Appointed as an Additional Director (Non-Executive & Non-Independent) with effect from 7th August, 2026. He shall hold office up to the date of the ensuing General Meeting of the Company or the last date on which such General Meeting should have been held, whichever is earlier
Remuneration last drawn (including sitting fees, if any)	Nil
Remuneration proposed to be paid	Sitting Fee

Registered Office : 1703, 17th Floor, Nirmal Tower, 26, Barakhamba Road, Connaught Place, New Delhi- 110001
Corporate Office : E-5, 2nd Floor, Chander Nagar, Ghaziabad, Uttar Pradesh-201011
E-mail : office@seil.net.in, Contact Nos. : +91-11 45701633, +91-120-4331296, +91-73032744645

Shareholding in the Company as on date of Notice (including shareholding as Beneficial Owner)	Nil
Relationship with other Directors/Key Managerial Personnel/Managers	None
Number of Board meetings attended during the year	Not Applicable
Directorship of other Boards as on date of Notice	• Century Extrusions Ltd • ASAR IMF & Financial Services Private Limited
Listed Entities from which he had resigned in the past three years	SPML Infra Limited (ceased to be director w.e.f. 14.11.2022)
Membership/Chairmanship of Committees of the other Boards as on date of Notice	Century Extrusions Limited - Member of Nomination & Remuneration Committee of

Annexure-A

Additional information on Directors recommended for appointment as required under Secretarial Standard - 2:

Name of the Director	Charan Singh
Directors Identification Number (DIN)	09238002
Date of Birth	01.07.1960
Qualifications	M. Sc. – Rural Banking & Agricultural Economics
Date of First Appointment on Board	07/08/2026
Brief resume of the Director	Mr. Charan Singh has over 37 years of experience in the banking and financial sector. He has worked in the banking industry from 1983 to 2020 and has held various senior management positions, including Executive Director of UCO Bank and General Manager at Bank of India. He has also served as Member (Technical) at National Company Law Tribunal (NCLT), Hyderabad from 2022 to 2025. Further, he has experience as a member of the External Rating Committee of Infomerics Ratings and has worked as an Independent Director in companies. Mr. Charan Singh holds M. Sc. – Rural Banking & Agricultural Economics and is a Certified Associate of Indian Institute of Bankers. He has also obtained an IICA Certificate for Independent Director, cleared the Limited Insolvency Examination, and is an Insolvency Professional registered with IBBI. His experience in banking, finance, and corporate governance is expected to provide valuable guidance to the Board of Directors of the Company.
Nature of expertise in specific functional area	Mr. Charan Singh has extensive expertise in banking, finance, corporate governance, insolvency, risk management, and regulatory matters. With over 37 years of experience in the

	banking sector, including senior leadership roles at UCO Bank and Bank of India, along with experience as Member (Technical), NCLT, Hyderabad, he brings valuable expertise in financial management, governance, and strategic decision-making.
Remuneration sought to be paid	Sitting Fees
Remuneration paid during FY 2025-26	Not Applicable
Terms and conditions of appointment/re-appointment along with remuneration details	Mr. Charan Singh has been appointed as an Additional Director (Non-Executive & Non-Independent), subject to the approval of Members. He shall be entitled to remuneration, sitting fees, and other benefits as applicable to Non-Executive Directors in accordance with the Companies Act, 2013 and Company policies.
Relationship between Directors inter-se and with other key managerial personnel of the company	None
Directorships held in other companies	• Century Extrusions Ltd • ASAR IMF & Financial Services Private Limited
Membership/ Chairmanship of committees in other companies * For the said purpose, only Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee has been considered	Century Extrusions Limited - Member of Nomination & Remuneration Committee of
Listed entities from which the person has resigned in the past three years	SPML Infra Limited (ceased to be director w.e.f. 14.11.2022)
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements and justification for choosing the appointee for appointment as Director	As stated in the Resolution and the Explanatory Statement forming part of this Notice.